



TRABAJO CON BIENESTAR PARA TODOS

# ANNUAL REPORT 2021

A member of:

**ICMM**  
International Council  
on Mining & Metals

**MINING WITH  
PRINCIPLES**

HKEX: 1208

# WE MINE FOR PROGRESS

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**We mine to build wealth through the development of our people, partnering with local communities to drive economic growth and the value we deliver to our shareholders.**

**We work in complex jurisdictions and across numerous cultures and communities, who have vastly differing experiences with resource development.**

**A long-term outlook, our pride in mining, our commitment to international standards and our respect for people, land and culture underpin our success.**

# CHAIRMAN'S LETTER

Dear Shareholders,

On behalf of the MMG Board, I am pleased to present our 2021 Annual Report to shareholders.

## MANAGEMENT & BOARD CHANGES

In early January 2022 we announced the appointment of an interim Chief Executive Officer and I was appointed to the role of Chairman, a position I previously occupied from August 2014 until February 2017.

These changes follow the resignation of Mr Geoffrey Gao as Chief Executive Officer in order to return to a role with our major shareholder China Minmetals Corporation (CMC) and Mr Guo Wenqing's resignation as the Chairman in order to focus on his duties as the President of CMC.

Mr Liangang Li, who was the Executive General Manager responsible for the Australian Operations and Commercial teams, has replaced Geoffrey as the interim CEO. I am pleased to have this opportunity to again lead MMG with Liangang, who was there at the very start of MMG more than 12 years ago as a Director of the Company with myself. He brings extensive global mining experience and has a deep appreciation for MMG's strengths and opportunities.

I extend my gratitude to both Mr Geoffrey Gao and Mr Guo Wenqing for their leadership of the Company over recent years. They leave a business that has a talented international team, quality assets and in this financial year, strong performance across safety, operations and financial metrics.

## OUR PERFORMANCE & GROWTH

In 2021 we continued to contend with the challenges presented by the global COVID-19 pandemic. I am pleased to report that with the commitment and tireless efforts of our people, we were able to maintain continuous operations. Global commodity markets remained robust throughout the year with higher commodity prices driving a record profit result. Earnings before tax, depreciation, amortisation and impairment (EBITDA) were US\$2,725.4 million, a result that

was 98% higher than 2020. During the year, we substantially strengthened our balance sheet reducing our net debt by US\$1,952.8 million on the back of strong operational cash flow and the proceeds from the US\$299.0 million equity issuance completed in June. Gearing also reduced substantially from 73% in 2020 to 56% in 2021.

Our stronger balance sheet positions us to pursue disciplined growth in our future-focused core commodities of copper, zinc and cobalt. Following approval of the Kinsevere Expansion Project in March 2022, our near-term focus will be the delivery of Chalcobamba project in Peru, expected to begin development in the first half of 2022. In the meanwhile, we will continue to actively pursue value-accretive external opportunities.

## A FUTURE-FOCUSED BUSINESS

As a business, and more broadly, as society we face both challenges and opportunities in the transition to a low carbon future. I am proud to be part of a business producing the products that are at the core of the green economy while also being resolute in playing our part in reducing greenhouse gas emissions across our operational footprint. As a Board and Management Team we are committed to delivering a robust climate resilience strategy from 2022 targeting net zero emissions by 2050, with an interim target of 40% reduction in emissions by 2030. Details of this strategy will be included through regular progress updates to shareholders and in our 2021 Sustainability Report.

Maintaining positive and enduring partnerships with our near-mine communities remains a priority for MMG. In 2021, we continued to contend with community blockades in Peru which caused the cessation of mining at Las Bambas for 12 days in the fourth quarter. The Company remains committed to working closely with the government of Peru and communities to maintain dialogue and to deliver on commitments and agreements. With a multi-decade mine life, Las Bambas will continue to be a significant contributor to the local, regional and national economies of Peru helping to drive community and economic development and providing employment and training opportunities.



**Our stronger balance sheet positions us to pursue disciplined growth in our future-focused core commodities of copper, zinc and cobalt. Following approval of the Kinsevere Expansion Project in March 2022, our near-term focus will be the delivery of Chalcobamba project in Peru, expected to begin development in the first half of 2022.**

## IN CLOSING

With global commodity markets expected to remain robust and demand for our core products to grow as decarbonisation and a shift to electrifications intensifies, the future for our business is bright.

MMG is recognised as CMC's leading international mining company, and I am excited to again have this opportunity to lead the business into its next growth chapter.

Thank you to our employees, shareholders, partners and communities for your continuing support of MMG.



JIAO Jian  
CHAIRMAN



# CHIEF EXECUTIVE OFFICER'S REPORT

Dear Shareholders,

I am pleased to present our 2021 Annual Report and my first as interim CEO.

In January 2022 we announced that I would be replacing Mr Geoffrey Gao who resigned as CEO of MMG after three and a half years of leading the business, to take up an opportunity with our major shareholder China Minmetals Corporation (CMC) in Beijing. I am excited to have this opportunity to lead MMG as interim CEO and I am grateful to Mr Geoffrey Gao and our former Chairman Mr Guo Wenqing, for having handed over a business in very good health with a solid platform of growth.

## SAFETY

In 2021 the COVID-19 pandemic has continued to impact the countries and communities in which we operate. I am proud of our team for their commitment and resilience which has enabled us to maintain continuous operation across our portfolio.

Throughout the year we continued to place our focus on eliminating injuries in the workplace and I am pleased to report that our Total Recordable Injury Frequency (TRIF) has reduced by 21% to 1.09 for the full year 2021.

I do however, regret to report that on 27 August 2021, a vehicle transporting 18 contractors from Cusco to the Las Bambas mine left the road in Hualpachaca area in the Cotabambas province causing the death of 16 passengers and leaving two people injured. This is a tragic loss that has impacted many of us at MMG and Las Bambas and we extend our deep sympathies to the families and friends of those lost.

We are committed to doing what we can, across our business, to ensure our people are safe and we continue to make strides towards eliminating injuries from our workplaces. We focus on driving a safety-first mindset at our sites, building a culture that places physical and mental

health at the core of our values, training our leaders to be on the ground, observing and leading by example and ensuring that our standards and controls are always followed.

## OPERATIONAL PERFORMANCE

In 2021, total copper production was 339,681 tonnes and total zinc production was 249,767 tonnes. Copper production was 12% below the 2020 result due to lower grades and 100 days of community roadblocks at Las Bambas, as well as lower ore grades at Kinsevere as it prepared to transition to mining and processing the sulphide ore body. Zinc production was 2% higher than 2020 as a result of record production at Dugald River and consistently solid mining and plant performance at Rosebery. Both Australian operations performed well in 2021 with Dugald River exceeding 200,000 tonnes on a zinc equivalent basis for the second consecutive year; Rosebery's production was 157,482 tonnes, 11% higher than 2020.

Following regulatory approval, we now expect the development of the Chalcobamba pit at Las Bambas to commence from mid-2022, followed by first production during the second half and 2022 copper production from Las Bambas is expected to be in the range of 300,000 to 320,000 tonnes of copper in concentrate.

On 24 March 2022, the Kinsevere Expansion Project was approved by the MMG Board. This project is set to drive higher copper production as well as adding cobalt production – a new commodity to our portfolio that increases our leverage to a low carbon economy. Production of copper cathode at Kinsevere is expected to be in the range of 45,000-50,000 tonnes in 2022 with mining of remaining oxide reserves expected to resume in April 2022, following the wet season.

Zinc in concentrate production from our Dugald River and Rosebery sites is expected to be between 225,000 and 255,000 tonnes in 2022, with a stable production outlook.



**With the world taking urgent steps towards a transition to a low carbon economy, MMG's portfolio is leveraged to the critical materials required to facilitate this change. Our portfolio and focus places us in a strong position to drive future growth for our business and to create greater value for our shareholders.**

## FINANCIAL PERFORMANCE

MMG delivered an EBITDA result of US\$2,725.4 million, 98% higher than 2020. Net profit after tax was US\$920.5 million including a profit of US\$667.1 million attributable to equity holders. This record result for MMG was driven by higher commodity prices and the gain recognised on the reduction of the Century mine bank guarantee.

In the year, strong operational cashflow and an equity placement in June also enabled us to substantially reduce debt and strengthen our balance sheet, readying us for the next phase of growth.

## OUTLOOK

As we look ahead to 2022, we have two clear organic growth projects in Chalcobamba and the Kinsevere Expansion Project. Together these projects will deliver a strong production outlook for Las Bambas and an extension to Kinsevere's mine life, strengthening our commitment to these critical regions. Similarly, the Australian operations continue to present compelling exploration results and we will carefully evaluate growth opportunities to extend our current portfolio.

With the world taking urgent steps towards a transition to a low carbon economy, MMG's portfolio is leveraged to the critical materials required to facilitate this change. Our portfolio and focus places us in a strong position to drive future growth for our business and to create greater value for our shareholders.

Thank you for your continuing support of MMG and I look forward to a strong year ahead.



**Li Liangang**  
**CHIEF EXECUTIVE OFFICER (INTERIM)**



# BOARD OF DIRECTORS

## Board of Directors



Mr JIAO Jian  
CHAIRMAN



Mr LI Liangang  
EXECUTIVE DIRECTOR



Mr ZHANG Shuqiang  
NON-EXECUTIVE  
DIRECTOR



Mr XU Jiqing  
NON-EXECUTIVE  
DIRECTOR



Dr Peter CASSIDY  
INDEPENDENT NON-  
EXECUTIVE DIRECTOR



Mr LEUNG Cheuk Yan  
INDEPENDENT NON-  
EXECUTIVE DIRECTOR



Mr CHAN Ka Keung, Peter  
INDEPENDENT NON-  
EXECUTIVE DIRECTOR

## Executive Committee



Mr LI Liangang  
CHIEF EXECUTIVE  
OFFICER (INTERIM)



Mr Ross CARROLL  
CHIEF FINANCIAL OFFICER



Mr Troy HEY  
EXECUTIVE GENERAL MANAGER  
- CORPORATE RELATIONS



Mr WEI Jianxian  
EXECUTIVE GENERAL  
MANAGER - AMERICAS

# MINERAL RESOURCES AND ORE RESERVES

## Executive Summary

Mineral Resources and Ore Reserves for MMG have been estimated as at 30 June 2021 and are reported in accordance with the guidelines in the 2012 Edition of the 'Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves' (2012 JORC Code) and Chapter 18 of the Listing Rules. Mineral Resources and Ore Reserves tables are provided on pages 8 to 12, which include the 30 June 2021 and 30 June 2020 estimates for comparison. The Measured and Indicated Mineral Resources are inclusive of those Mineral Resources that have been converted to Ore Reserves. All supporting data are provided within the Technical Appendix, available on the MMG website.

Mineral Resources and Ore Reserves information in this statement have been compiled by Competent Persons (as defined by the 2012 JORC Code). Each Competent Person consents to the inclusion of the information in this report, that they have provided in the form and context in which it appears. Competent Persons are listed on page 13.

MMG has established processes and structures for the governance of Mineral Resources and Ore Reserves estimation and reporting. MMG has a Mineral Resources and Ore Reserves Committee that regularly convenes to assist the MMG Governance and Nomination Committee and the Board of Directors with respect to the reporting practices of the Company in relation to Mineral Resources and Ore Reserves, and the quality and integrity of these reports of the Group.

Key changes to the Mineral Resources (contained metal) since the 30 June 2020 estimate relate to depletion at all sites together with increased costs, changes in metal price assumptions, increases to cut-off grades and updates to the models at all sites. Improvements to the geological model at all sites have resulted in both increases and decreases of which none are material. Relatively small decreases at Chalcobamba and Sulfobamba have offset a similar magnitude increase at Ferrobamba. A decrease in the Inferred copper lens at Dugald River has resulted

from continuing improvements in orebody knowledge. There are no material changes at Kinsevere or the regional DRC copper deposits. Zinc metal increased slightly after depletion at Rosebery while at Dugald River the net reduction is mostly due to depletion.

Key changes to the Ore Reserves (contained metal) since the 30 June 2020 estimate at Las Bambas, Dugald River and Rosebery are mostly related to depletion<sup>1</sup>. Chalcobamba South West zone has been added to the Chalcobamba Ore Reserves at Las Bambas for the first time. Increased costs have driven cut off grades higher at Las Bambas which have had a small negative impact on the results. Illegal artisanal mining at Sulfobamba has been estimated with 19kt of metal removed from the Ore Reserves. At Dugald River, a minor increase (net of depletion) to Ore Reserves has resulted from prior year focus on reserve definition drilling uplifting both tonnes and zinc grades.

Key changes to the Kinsevere Ore Reserves (contained metal) since the 30 June 2020 estimate are due to the sulphide material being reported for the first time and the inclusion of the remaining insitu oxide and TMO<sup>2</sup> material together with sulphide and TMO stockpiled ores. These new Ore Reserves are the direct result of the successful completion of a Feasibility Study and MMG Board approval of the Kinsevere Expansion Project.

The Kinsevere Expansion Project will include the construction of new facilities to allow the processing of transitional and sulphide copper and cobalt ores which will be integrated with the existing oxide copper processing plant. Cathode copper will continue to be produced by the expanded plant as the saleable product together with cobalt hydroxide for the first time.

Page 14 provides further discussion of the Mineral Resources and Ore Reserves changes.

1. Depletion in this report refers to material processed by the mill and depleted from the Mineral Resources and Ore Reserves through mining and processing.  
2. Transitional and Mixed Ores.

# MINERAL RESOURCES AND ORE RESERVES CONTINUED

## MINERAL RESOURCES<sup>3</sup>

All data reported here is on a 100% asset basis, with MMG's attributable interest shown against each asset within brackets.

Deposit	2021								2020							
	Tonnes (Mt)	Cu (%)	Zn (%)	Pb (%)	Ag (g/t)	Au (g/t)	Mo (ppm)	Co (%)	Tonnes (Mt)	Cu (%)	Zn (%)	Pb (%)	Ag (g/t)	Au (g/t)	Mo (ppm)	Co (%)
<b>Las Bambas (62.5%)</b>																
<b>Ferrobamba Oxide Copper</b>																
Indicated	0.4	1.4							0.8	1.9						
Inferred	0.01	1.1							0.1	1.8						
<b>Total</b>	<b>0.4</b>	<b>1.4</b>							<b>0.9</b>	<b>1.9</b>						
<b>Ferrobamba Primary Copper</b>																
Measured	410	0.59			2.6	0.05	220		462	0.61			2.6	0.05	229	
Indicated	280	0.70			3.2	0.06	200		264	0.72			3.2	0.07	201	
Inferred	72	0.92			3.9	0.08	140		115	0.61			2.1	0.04	97	
<b>Total</b>	<b>770</b>	<b>0.66</b>			<b>3.0</b>	<b>0.06</b>	<b>210</b>		<b>840</b>	<b>0.64</b>			<b>2.7</b>	<b>0.05</b>	<b>202</b>	
<b>Ferrobamba Total</b>	<b>770</b>								<b>841</b>							
<b>Chalcobamba Oxide Copper</b>																
Indicated	6.5	1.5							5.6	1.4						
Inferred	0.49	1.7							0.5	1.6						
<b>Total</b>	<b>7.0</b>	<b>1.5</b>							<b>6.1</b>	<b>1.4</b>						
<b>Chalcobamba Primary Copper</b>																
Measured	120	0.52			1.6	0.02	150		128	0.45			1.3	0.02	161	
Indicated	170	0.70			2.7	0.03	120		206	0.65			2.4	0.03	128	
Inferred	27	0.60			2.5	0.03	140		39	0.61			2.2	0.03	115	
<b>Total</b>	<b>320</b>	<b>0.63</b>			<b>2.3</b>	<b>0.03</b>	<b>130</b>		<b>373</b>	<b>0.58</b>			<b>2.0</b>	<b>0.03</b>	<b>138</b>	
<b>Chalcobamba Total</b>	<b>320</b>								<b>379</b>							
<b>Sulfobamba Primary Copper</b>																
Indicated	80	0.68			4.8	0.02	170		87	0.58			6.4	0.02	119	
Inferred	96	0.58			6.5	0.02	120		102	0.62			5.6	0.02	142	
<b>Total</b>	<b>180</b>	<b>0.63</b>			<b>5.7</b>	<b>0.02</b>	<b>140</b>		<b>189</b>	<b>0.62</b>			<b>5.6</b>	<b>0.02</b>	<b>142</b>	
<b>Sulfobamba Total</b>	<b>180</b>								<b>189</b>							
<b>Oxide Copper Stockpile</b>																
Indicated	13	1.1							12.1	1.2						
<b>Total</b>	<b>13</b>	<b>1.1</b>							<b>12.1</b>	<b>1.2</b>						
<b>Sulphide Stockpile</b>																
Measured	26	0.39			1.8		140		8.1	0.40			1.8		135	
<b>Total</b>	<b>26</b>	<b>0.39</b>			<b>1.8</b>		<b>140</b>		<b>8.1</b>	<b>0.40</b>			<b>1.8</b>		<b>135</b>	
<b>Las Bambas Total</b>	<b>1,300</b>								<b>1,429</b>							

# MINERAL RESOURCES AND ORE RESERVES CONTINUED

## MINERAL RESOURCES<sup>4</sup>

Deposit	2021							2020								
	Tonnes (Mt)	Cu (%)	Zn (%)	Pb (%)	Ag (g/t)	Au (g/t)	Mo (ppm)	Co (%)	Tonnes (Mt)	Cu (%)	Zn (%)	Pb (%)	Ag (g/t)	Au (g/t)	Mo (ppm)	Co (%)
<b>Kinsevere (100%)</b>																
<b>Oxide Copper</b>																
Measured	1.2	3.2						0.11	1.5	3.2						0.10
Indicated	5.5	2.7						0.09	6.1	2.8						0.09
Inferred	2.2	2.1						0.07	2.2	2.2						0.07
<b>Total</b>	<b>8.9</b>	<b>2.7</b>						<b>0.09</b>	<b>9.8</b>	<b>2.7</b>						<b>0.09</b>
<b>Transition Mixed Copper Ore</b>																
Measured	0.8	2.0						0.15	0.9	2.1						0.12
Indicated	2.2	2.1						0.12	2.3	2.1						0.08
Inferred	1.1	1.6						0.08	1.1	1.6						0.12
<b>Total</b>	<b>4.1</b>	<b>1.9</b>						<b>0.12</b>	<b>4.3</b>	<b>2.0</b>						<b>0.25</b>
<b>Primary Copper</b>																
Measured	1.5	2.6						0.25	1.5	2.6						0.25
Indicated	19	2.3						0.10	18.7	2.3						0.11
Inferred	9.2	1.7						0.08	9.0	1.8						0.08
<b>Total</b>	<b>29</b>	<b>2.1</b>						<b>0.10</b>	<b>29.3</b>	<b>2.1</b>						<b>0.10</b>
<b>Oxide-TMO Cobalt</b>																
Measured	0.02	0.46						0.31	0.03	0.49						0.29
Indicated	0.16	0.35						0.33	0.18	0.33						0.32
Inferred	1.0	0.23						0.32	0.98	0.23						0.32
<b>Total</b>	<b>1.2</b>	<b>0.25</b>						<b>0.32</b>	<b>1.2</b>	<b>0.3</b>						<b>0.32</b>
<b>Primary Cobalt</b>																
Measured	0.01	0.54						0.24	0.02	0.55						0.20
Indicated	0.15	0.57						0.20	0.15	0.57						0.20
Inferred	0.17	0.33						0.25	0.16	0.34						0.25
<b>Total</b>	<b>0.34</b>	<b>0.44</b>						<b>0.22</b>	<b>0.34</b>	<b>0.45</b>						<b>0.22</b>
<b>Stockpiles</b>																
Measured																
Indicated	16	1.6							15.5	1.6						
<b>Total</b>	<b>16</b>	<b>1.6</b>							<b>15.5</b>	<b>1.6</b>						
<b>Kinsevere Total</b>	<b>59</b>	<b>2.0</b>							<b>60.4</b>	<b>2.0</b>						

4. S.I. units used for metals of value, Cu=copper, Zn=zinc, Pb=lead, Ag=silver, Au=gold, Mo=molybdenum, Co=cobalt

# MINERAL RESOURCES AND ORE RESERVES CONTINUED

## MINERAL RESOURCES<sup>5</sup>

Deposit	2021								2020							
	Tonnes (Mt)	Cu (%)	Zn (%)	Pb (%)	Ag (g/t)	Au (g/t)	Mo (ppm)	Co (%)	Tonnes (Mt)	Cu (%)	Zn (%)	Pb (%)	Ag (g/t)	Au (g/t)	Mo (ppm)	Co (%)
<b>Sokoroshe II (100%)</b>																
<b>Oxide Copper</b>																
Measured																
Indicated	1.7	2.4						0.35	1.9	2.3						0.33
Inferred	0.02	3.4						0.07								
<b>Total</b>	<b>1.7</b>	<b>2.4</b>						<b>0.34</b>	<b>1.9</b>	<b>2.3</b>						<b>0.33</b>
<b>Transition Mixed Copper Ore</b>																
Measured																
Indicated	0.1	0.9						1.50								
Inferred	0.2	2.5						0.24								
<b>Total</b>	<b>0.3</b>	<b>1.8</b>						<b>0.75</b>								
<b>Primary Copper</b>																
Measured																
Indicated																
Inferred	0.67	1.7						0.58	0.83	1.8						0.51
<b>Total</b>	<b>0.67</b>	<b>1.7</b>						<b>0.58</b>	<b>0.83</b>	<b>1.8</b>						<b>0.51</b>
<b>Oxide Cobalt</b>																
Measured																
Indicated	0.47	0.41						0.56	0.37	0.6						1.03
Inferred	0.10	0.25						0.34								
<b>Total</b>	<b>0.57</b>	<b>0.38</b>						<b>0.52</b>	<b>0.37</b>	<b>0.6</b>						<b>1.03</b>
<b>Primary Cobalt</b>																
Measured																
Indicated	0.012	0.14						0.34								
Inferred	0.004	0.36						0.65	0.10	0.3						0.36
<b>Total</b>	<b>0.016</b>	<b>0.20</b>						<b>0.42</b>								
<b>Sokoroshe II Total</b>	<b>3.3</b>	<b>1.9</b>						<b>0.46</b>	<b>3.2</b>	<b>1.9</b>						<b>0.46</b>
<b>Nambulwa (100%)</b>																
<b>Oxide Copper</b>																
Measured																
Indicated	1.0	2.2						0.11	1.0	2.3						0.12
Inferred	0.09	1.9						0.07	0.1	1.9						0.07
<b>Total</b>	<b>1.1</b>	<b>2.2</b>						<b>0.11</b>	<b>1.1</b>	<b>2.3</b>						<b>0.11</b>
<b>Oxide Cobalt</b>																
Measured																
Indicated	0.17	0.15						0.27	0.04	0.08						0.40
Inferred																
<b>Total</b>	<b>0.17</b>	<b>0.15</b>						<b>0.27</b>	<b>0.04</b>	<b>0.08</b>						<b>0.40</b>
<b>Nambulwa Total</b>	<b>1.3</b>	<b>2.0</b>						<b>0.13</b>	<b>1.1</b>	<b>2.2</b>						<b>0.12</b>
<b>DZ (100%)</b>																
<b>Oxide Copper</b>																
Measured																
Indicated	0.79	2.0						0.13	0.78	2.0						0.12
Inferred	0.04	2.0						0.13	0.04	2.0						0.13
<b>Total</b>	<b>0.82</b>	<b>2.0</b>						<b>0.13</b>	<b>0.82</b>	<b>2.0</b>						<b>0.12</b>
<b>Oxide Cobalt</b>																
Measured																
Indicated	0.35	0.26						0.27	0.07	0.34						0.39
Inferred	0.01	0.14						0.25	0.00	0.63						0.51
<b>Total</b>	<b>0.35</b>	<b>0.26</b>						<b>0.27</b>	<b>0.07</b>	<b>0.34</b>						<b>0.39</b>
<b>DZ Total</b>	<b>1.2</b>	<b>1.5</b>						<b>0.17</b>	<b>0.89</b>	<b>1.9</b>						<b>0.15</b>

# MINERAL RESOURCES AND ORE RESERVES CONTINUED

## MINERAL RESOURCES<sup>6</sup>

Deposit	2021								2020							
	Tonnes (Mt)	Cu (%)	Zn (%)	Pb (%)	Ag (g/t)	Au (g/t)	Mo (ppm)	Co (%)	Tonnes (Mt)	Cu (%)	Zn (%)	Pb (%)	Ag (g/t)	Au (g/t)	Mo (ppm)	Co (%)
<b>Mwepu (100%)</b>																
<b>Oxide Copper</b>																
Measured																
Indicated	0.86	2.4						0.18	0.95	2.3						0.17
Inferred	0.57	2.4						0.28	0.63	2.3						0.27
<b>Total</b>	<b>1.4</b>	<b>2.4</b>						<b>0.22</b>	<b>1.58</b>	<b>2.3</b>						<b>0.21</b>
<b>Oxide Cobalt</b>																
Measured																
Indicated	0.10	0.26						0.27	0.08	0.61						0.45
Inferred	0.12	1.5						0.17	0.22	0.44						0.47
<b>Total</b>	<b>0.22</b>	<b>2.4</b>						<b>0.18</b>	<b>0.30</b>	<b>0.49</b>						<b>0.46</b>
<b>Mwepu Total</b>	<b>1.9</b>	<b>1.9</b>						<b>0.25</b>	<b>1.9</b>	<b>2.0</b>						<b>0.25</b>
<b>Dugald River (100%)</b>																
<b>Primary Zinc</b>																
Measured	13		13.1	2.4	80				13.5		13.2	2.3	74			
Indicated	17		11.6	1.4	21				19.8		11.5	1.2	21			
Inferred	36		11.2	0.8	8.7				34.3		11.0	0.8	9			
<b>Total</b>	<b>66</b>		<b>11.7</b>	<b>1.3</b>	<b>26</b>				<b>67.6</b>		<b>11.6</b>	<b>1.2</b>	<b>26</b>			
<b>Primary Copper</b>																
Inferred	4.5	1.5				0.1			19.2	1.4					0.1	
<b>Total</b>	<b>4.5</b>	<b>1.5</b>				<b>0.1</b>			<b>19.2</b>	<b>1.4</b>					<b>0.1</b>	
<b>Dugald River Total</b>	<b>70</b>								<b>86.8</b>							
<b>Rosebery (100%)</b>																
<b>Rosebery</b>																
Measured	6.5	0.22	7.7	3.0	135	1.4			6.7	0.19	8.0	3.0	131	1.5		
Indicated	3.1	0.17	6.5	2.3	117	1.2			2.1	0.15	6.6	2.0	98	1.1		
Inferred	7.1	0.21	8.6	2.5	91	1.2			6.7	0.26	9.2	3.0	109	1.5		
<b>Total</b>	<b>17</b>	<b>0.21</b>	<b>7.9</b>	<b>2.6</b>	<b>113</b>	<b>1.3</b>			<b>15.5</b>	<b>0.21</b>	<b>8.3</b>	<b>2.9</b>	<b>117</b>	<b>1.4</b>		
<b>Rosebery Total</b>	<b>17</b>								<b>15.5</b>							
<b>High Lake (100%)</b>																
<b>Measured</b>																
Indicated	7.9	3.0	3.5	0.3	83	1.3			7.9	3.0	3.5	0.3	83	1.3		
Inferred	6.0	1.8	4.3	0.4	84	1.3			6.0	1.8	4.3	0.4	84	1.3		
<b>Total</b>	<b>14.0</b>	<b>2.5</b>	<b>3.8</b>	<b>0.4</b>	<b>84</b>	<b>1.3</b>			<b>14.0</b>	<b>2.5</b>	<b>3.8</b>	<b>0.4</b>	<b>84</b>	<b>1.3</b>		
<b>Izok Lake (100%)</b>																
<b>Measured</b>																
Indicated	13	2.4	13	1.4	73	0.18			13.5	2.4	13.3	1.4	73	0.18		
Inferred	1.2	1.5	11	1.3	73	0.21			1.2	1.5	10.5	1.3	73	0.21		
<b>Total</b>	<b>15</b>	<b>2.3</b>	<b>13</b>	<b>1.4</b>	<b>73</b>	<b>0.18</b>			<b>14.6</b>	<b>2.3</b>	<b>13.1</b>	<b>1.4</b>	<b>73</b>	<b>0.18</b>		

# MINERAL RESOURCES AND ORE RESERVES CONTINUED

## ORE RESERVES<sup>7</sup>

All data reported here is on a 100% asset basis, with MMG's attributable interest shown against each asset within brackets.

### Ore Reserves

Deposit	2021							2020								
	Tonnes (Mt)	Cu (%)	Zn (%)	Pb (%)	Ag (g/t)	Au (g/t)	Mo (ppm)	Co (%)	Tonnes (Mt)	Cu (%)	Zn (%)	Pb (%)	Ag (g/t)	Au (g/t)	Mo (ppm)	Co (%)
<b>Las Bambas (62.5%)</b>																
<b>Ferrobamba Primary Copper</b>																
Proved	360	0.61			2.7	0.05	220		422	0.61			2.6	0.05	223	
Provable	160	0.77			3.5	0.05	190		166	0.74			3.4	0.07	189	
<b>Total</b>	<b>520</b>	<b>0.66</b>			<b>2.9</b>	<b>0.06</b>	<b>210</b>		<b>587</b>	<b>0.64</b>			<b>2.8</b>	<b>0.06</b>	<b>214</b>	
<b>Chalcobamba Primary Copper</b>																
Proved	83	0.60			1.9	0.02	140		81	0.51			1.6	0.02	156	
Provable	140	0.74			2.7	0.03	120		126	0.72			2.8	0.04	123	
<b>Total</b>	<b>220</b>	<b>0.69</b>			<b>2.4</b>	<b>0.03</b>	<b>130</b>		<b>207</b>	<b>0.64</b>			<b>2.3</b>	<b>0.03</b>	<b>136</b>	
<b>Sulfobamba Primary Copper</b>																
Proved																
Provable	56	0.79			5.8	0.03	160		64	0.76			5.5	0.03	163	
<b>Total</b>	<b>56</b>	<b>0.79</b>			<b>5.8</b>	<b>0.03</b>	<b>160</b>		<b>64</b>	<b>0.76</b>			<b>5.5</b>	<b>0.03</b>	<b>163</b>	
<b>Primary Copper Stockpiles</b>																
Proved	26	0.39			1.8		140		8.14	0.40			1.8		135	
<b>Total</b>	<b>26</b>	<b>0.39</b>			<b>1.8</b>		<b>140</b>		<b>8.14</b>	<b>0.40</b>			<b>1.8</b>		<b>135</b>	
<b>Las Bambas Total</b>	<b>820</b>	<b>0.67</b>			<b>3.0</b>		<b>180</b>		<b>867</b>	<b>0.65</b>			<b>2.9</b>		<b>191</b>	
<b>Kinsevere (100%)</b>																
<b>Oxide/TMO Copper and Cobalt</b>																
Proved	1.0	3.4						0.15	0.8	3.5						
Provable	3.8	2.9						0.11	1.7	3.2						
<b>Total</b>	<b>4.8</b>	<b>3.0</b>						<b>0.12</b>	<b>2.4</b>	<b>3.3</b>						
<b>Primary Copper and Cobalt</b>																
Proved	1.8	2.5						0.24								
Provable	18	2.4						0.11								
<b>Total</b>	<b>19</b>	<b>2.4</b>						<b>0.12</b>								
<b>Stockpiles</b>																
Proved																
Provable	16	1.6							9.3	2.1						
<b>Total</b>	<b>16</b>	<b>1.6</b>							<b>9.3</b>	<b>2.1</b>						
<b>Kinsevere Total</b>	<b>40</b>	<b>2.1</b>							<b>12</b>	<b>2.3</b>						
<b>Dugald River (100%)</b>																
<b>Primary Zinc</b>																
Proved	12		11.0	2.1	70				10.9		10.8	2.0	64			
Provable	12		10.1	1.3	18				14.5		10.1	1.2	20			
<b>Total</b>	<b>24</b>		<b>10.6</b>	<b>1.7</b>	<b>44</b>				<b>25.4</b>		<b>10.4</b>	<b>1.5</b>	<b>39</b>			
<b>Dugald River Total</b>	<b>24</b>		<b>10.6</b>	<b>1.7</b>	<b>44</b>				<b>25.4</b>		<b>10.4</b>	<b>1.5</b>	<b>39</b>			
<b>Rosebery (100%)</b>																
Proved	5.3	0.19	6.4	2.6	120	1.3			6.1	0.18	7.0	2.7	120	1.4		
Provable	0.84	0.18	5.5	2.0	110	1.1			1.1	0.18	6.1	2.0	100	1.1		
<b>Total</b>	<b>6.1</b>	<b>0.19</b>	<b>6.3</b>	<b>2.5</b>	<b>120</b>	<b>1.2</b>			<b>7.2</b>	<b>0.18</b>	<b>6.9</b>	<b>2.6</b>	<b>120</b>	<b>1.3</b>		
<b>Rosebery Total</b>	<b>6.1</b>	<b>0.19</b>	<b>6.3</b>	<b>2.5</b>	<b>120</b>	<b>1.2</b>			<b>7.2</b>	<b>0.18</b>	<b>6.9</b>	<b>2.6</b>	<b>120</b>	<b>1.3</b>		

# MINERAL RESOURCES AND ORE RESERVES CONTINUED

## COMPETENT PERSONS

Table 1: Competent Persons for Mineral Resources, Ore Reserves and Corporate

Deposit	Accountability	Competent Person	Professional Membership	Employer
MMG Mineral Resources and Ore Reserves Committee	Mineral Resources	Rex Berthelsen <sup>8</sup>	HonFAusIMM(CP)	MMG
MMG Mineral Resources and Ore Reserves Committee	Ore Reserves	Cornel Parshotam <sup>8</sup>	MAusIMM	MMG
MMG Mineral Resources and Ore Reserves Committee	Metallurgy: Mineral Resources / Ore Reserves	Amy Lamb <sup>8</sup>	MAusIMM(CP)	MMG
Las Bambas	Mineral Resources	Hugo Rios <sup>8</sup>	MAusIMM(CP)	MMG
Las Bambas	Ore Reserves	Yao Wu <sup>8</sup>	MAusIMM(CP)	MMG
Kinsevere	Mineral Resources	Samson Malenga <sup>9</sup>	Pr.Sci.Nat	MMG
Kinsevere	Ore Reserves	Dean Basile	MAusIMM(CP)	Mining One Pty Ltd
Rosebery	Mineral Resources	Anna Lewin	MAusIMM(CP)	MMG
Rosebery	Ore Reserves	Philip Uebergang	MAusIMM	Ground Control Engineering Pty Ltd
Dugald River	Mineral Resources	Richard Bueger	MAIG	Mining Plus Pty Ltd
Dugald River	Ore Reserves	Philip Bremner	FAusIMM	Oretek Pty Ltd
High Lake, Izok Lake	Mineral Resources	Allan Armitage <sup>10</sup>	MAPEG (P.Geo)	Formerly MMG

The information in this report that relates to Mineral Resources and Ore Reserves is based on information compiled by the listed Competent Persons, who are Members or Fellows of the Australasian Institute of Mining and Metallurgy (AusIMM), the Australian Institute of Geoscientists (AIG) or a Recognised Professional Organisation (RPO) and have sufficient experience which is relevant to the style of mineralisation and type of deposit

under consideration and to the activity which they are undertaking to qualify as Competent Persons as defined in the 2012 Edition of the Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves. Each of the Competent Persons has given consent to the inclusion in the report of the matters based on their information in the form and context in which it appears.

8. Participants in the MMG Long-Term Incentive Plans which may include Mineral Resources and Ore Reserves growth as a performance condition

9. South African Council for Natural Scientific Professions, Professional Natural Scientist

10. Member of the Association of Professional Engineers and Geoscientists of British Columbia

# MINERAL RESOURCES AND ORE RESERVES CONTINUED

## Summary of Significant Changes

### MINERAL RESOURCES

Mineral Resources as at 30 June 2021 have changed, since the 30 June 2020 estimate, for several reasons with the most significant changes outlined in this section.

Mineral Resources (contained metal) have decreased for copper (-6%), zinc (-1%), molybdenum (-8%), silver (-0.1%) and gold (-3%). Lead (0.4%) and cobalt (0.4%) have increased slightly from 2020. Variations to Mineral Resources (contained metal) on an individual site basis are discussed below:

#### Increases:

The increases in Mineral Resources (contained metal) are due to:

- continued drilling and improvements in orebody knowledge specifically at Dugald River and Rosebery. At Rosebery, continued drilling success in the middle and upper mine has further delineated 1.2Mt of additional resource as extensions to previously mined lenses; and
- metal prices, specifically cobalt, has increased the overall contained cobalt metal in the DRC deposits.

#### Decreases:

The decreases in Mineral Resources (contained metal) are due to:

- depletion at all producing operations;
- removal of 40kt Cu from Sulfobamba deposit at Las Bambas due to illegal mining over the last 5 years;
- economic factors account for 60% of the variance with the remainder due to improved orebody knowledge and geological modelling at Chalcobamba has resulted in 156kt metal reduction;
- remodelling of the hangingwall copper lens at Dugald River resulted in a decrease to the Inferred Mineral Resource reported in 2020; and
- an increase in costs and cut off grades at Las Bambas.

### ORE RESERVES

Ore Reserves as at 30 June 2021 (contained metal) have increased for copper (7%) and decreased for zinc (-8%), lead (-3%), silver (-3%), gold (-9%) and molybdenum (-8%). Cobalt has been reported publicly for the first time with 29kt of contained metal.

Variations to Ore Reserves (contained metal) on an individual site basis are discussed below:

#### Increases:

The increases in Mineral Resources (contained metal) are due to:

- Ore Reserves have increases at Dugald River for lead (4%) and silver (5%) have been realised due to continued drilling for Reserve Definition, which has increased the lead and silver grades, respectively; and
- Chalcobamba South West has been included in the Ore Reserve at Las Bambas for the first time, having contributed 230kt to the 2021 Ore Reserves. This, however, has not offset depletion and other negative impacts.
- the Kinsevere Ore Reserves (contained metal) have increased for copper by 200% due to the to the sulphide material being reported for the first time and the inclusion of the remaining insitu oxide and TMO material together with sulphide and TMO stockpiled ores. These new Ore Reserves are the direct result of the successful completion of a Feasibility Study and MMG Board approval of the Kinsevere Expansion Project.
- Cobalt Ore Reserves with 29kt of contained metal have been reported publicly for the first time due to the approval of the Kinsevere Expansion Project.

#### Decreases:

The decreases in Mineral Resources (contained metal) are due to:

- depletion at all producing operations;
- impact of increased costs on cut-off grade and an estimated 19kt of ore attributed to illegal mining at Sulfobamba;
- a further reduction of copper (-58%) at Kinsevere, due to changes in exclusion of all remaining in-pit material due to high contract mining costs required to recommence mining and exclusion of the black shale material from the stockpiles due to having no suitable blending material available; and
- a further reduction of zinc (-5%) at Dugald River, due to lower modelled grades.

# MINERAL RESOURCES AND ORE RESERVES CONTINUED

## Key Assumptions

### PRICES AND EXCHANGE RATES

The following price and foreign exchange assumptions, set according to the relevant MMG Standard as at February 2021, have been applied to all Mineral Resources and Ore Reserves estimates. Price assumptions for all metals have changed from the 2020 Mineral Resources and Ore Reserves statement.

Table 2: 2020 Price (Real) and Foreign Exchange Assumptions

	Ore Reserves	Mineral Resources
Cu (US\$/lb)	3.28	3.68
Zn (US\$/lb)	1.16	1.41
Pb (US\$/lb)	0.93	1.13
Au US\$/oz	1,512	1,773
Ag US\$/oz	18.90	22.17
Mo (US\$/lb)	10.08	12.12
Co (US\$/lb)	20.16	30.24
USD:CAD	1.30	
AUD:USD	0.75	As per Ore Reserves
USD:PEN	3.23	

# MINERAL RESOURCES AND ORE RESERVES CONTINUED

## CUT-OFF GRADES

Mineral Resources and Ore Reserves cut-off values are shown in Table 3 and Table 4, respectively.

Table 3: Mineral Resources cut-off grades

Site	Mineralisation	Likely Mining Method <sup>11</sup>	Cut-off value	Comments
Las Bambas	Oxide Copper	OP	1% Cu <sup>12</sup>	Cut-off is applied as a range that varies for each deposit and mineralised rock type at Las Bambas. In-situ copper Mineral Resources constrained within US\$3.68/lb Cu and US\$12.12/lb Mo pit shell.
	Primary Copper Ferrobamba		0.18% Cu <sup>12</sup> (average)	
	Primary Copper Chalcobamba		0.20% Cu <sup>12</sup> (average)	
	Primary Copper Sulfobamba		0.21% Cu <sup>12</sup> (average)	
Kinsevere	Oxide Copper & Stockpiles	OP	0.6% CuAS <sup>13</sup>	In-situ copper Mineral Resources constrained within a US\$3.68/lb Cu and US\$25.79/lb Co pit shell.
	Transition Mixed Ore Copper (TMO)	OP	0.7% Cu <sup>12</sup>	
	Primary Copper	OP	0.7% Cu <sup>12</sup>	In-situ cobalt Mineral Resources constrained within a US\$3.68/lb Cu and US\$30.24/lb Co pit shell, but exclusive of copper mineralisation.
	Oxide TMO Cobalt	OP	0.2% Co <sup>14</sup>	
Sokoroshe II	Primary Cobalt	OP	0.1% Co <sup>14</sup>	In-situ cobalt Mineral Resources constrained within a US\$3.68/lb Cu and US\$30.24/lb Co pit shell, but exclusive of copper mineralisation above cut off.
	Oxide	OP	0.73% Cu <sup>12</sup>	
	TMO Copper	OP	0.8% Cu <sup>12</sup>	
	Primary Copper	OP	0.8% Cu <sup>12</sup>	
	Oxide TMO Cobalt	OP	0.2% Co <sup>14</sup>	
	TMO Cobalt	OP	0.2% Co <sup>14</sup>	
Nambulwa / DZ	Primary Cobalt	OP	0.2% Co <sup>14</sup>	In-situ copper Mineral Resources constrained within a US\$3.68/lb Cu and US\$30.24/lb Co pit shell.
	Oxide Copper	OP	0.76% Cu <sup>12</sup>	
Mwepu	Oxide Cobalt	OP	0.2% Co <sup>14</sup>	In-situ cobalt Mineral Resources constrained within a US\$3.68/lb Cu and US\$30.24/lb Co pit shell, but exclusive of copper mineralisation.
	Oxide and TMO Copper	OP	0.89% Cu <sup>12</sup>	
Rosebery	Rosebery (Zn, Cu, Pb, Ag, Au)	UG	A\$174/t NSR <sup>15</sup>	All areas of the mine are reported using the same NSR cut-off value.
Dugald River	Primary Zinc (Zn, Pb, Ag)	UG	A\$142/t NSR <sup>15</sup>	All areas of the mine are reported using the same NSR cut-off value.
	Primary Copper	UG	1% Cu <sup>12</sup>	All areas of the mine are reported at the same cut-off grade.
High Lake	Cu, Zn, Pb, Ag, Au	OP	2.0% CuEq <sup>16</sup>	CuEq <sup>16</sup> = Cu + (Zn×0.30) + (Pb×0.33) + (Au×0.56) + (Ag×0.01); based on Long-Term prices and metal recoveries at Au:75%, Ag:83%, Cu:89%, Pb:81% and Zn:93%.
	Cu, Zn, Pb, Ag, Au	UG	4.0% CuEq <sup>16</sup>	CuEq <sup>16</sup> = Cu + (Zn×0.30) + (Pb×0.33) + (Au×0.56) + (Ag×0.01); based on Long-Term prices and metal recoveries at Au:75%, Ag:83%, Cu:89%, Pb:81% and Zn:93%.
Izok Lake	Cu, Zn, Pb, Ag, Au	OP	4.0% ZnEq <sup>17</sup>	ZnEq <sup>17</sup> = Zn + (Cu×3.31) + (Pb×1.09) + (Au×1.87) + (Ag×0.033); prices and metal recoveries as per High Lake.

11. OP = Open Pit, UG = Underground

12. Cu = Total copper

13. CuAS = Acid soluble copper

14. Co = Total cobalt

15. NSR = Net Smelter Return

16. CuEq = Copper equivalent

17. ZnEq = Zinc equivalent

# MINERAL RESOURCES AND ORE RESERVES CONTINUED

Table 4: Ore Reserves cut-off grades

Site	Mineralisation	Mining Method	Cut-off value	Comments
Las Bambas	Primary Copper Ferrobamba		0.20% Cu <sup>18</sup> (average) <sup>19</sup>	Range based on rock type recovery.
	Primary Copper Chalcobamba	OP	0.23% Cu <sup>18</sup> (average) <sup>20</sup>	
	Primary Copper Sulfobamba		0.24% Cu <sup>18</sup> (average) <sup>21</sup>	
Kinsevere	Stockpiles	NA	0.9% Cu <sup>18</sup>	In-situ copper Ore Reserves constrained within a US\$3.28/lb Cu and US\$20.16/lb Co pit design.
	Oxide Copper	OP	1.1% Cu <sup>18</sup>	
	Transition Mixed Ore Copper (TMO)	OP	1.1% Cu <sup>18</sup>	
	Primary Copper	OP	1.0% Co <sup>22</sup>	In-situ cobalt Ore Reserves constrained within a US\$3.28/lb Cu and US\$20.16/lb Co pit design, but exclusive of copper mineralisation.
	Oxide TMO Cobalt	OP	0.2% Co <sup>22</sup>	
	Primary Cobalt	OP	0.1% Co <sup>22</sup>	
Rosebery	Zn, Cu, Pb, Ag, Au	UG	A\$174/t NSR <sup>23</sup>	
Dugald River	Primary Zinc	UG	A\$142/t NSR (average) <sup>23</sup>	

## PROCESSING RECOVERIES

Average processing recoveries are shown in Table 5. More detailed processing recovery relationships are provided in the Technical Appendix.

Table 5: Processing Recoveries

Site	Product	Recovery							Concentrate Moisture Assumptions
		Cu	Co	Zn	Pb	Ag	Au	Mo	
Las Bambas	Copper Concentrate	86%		-	-	75%	71%		10%
	Molybdenum Concentrate							55.5%	5%
Rosebery	Zinc Concentrate			85%					8%
	Lead Concentrate			3.1%	77%	40%	15%		7%
	Copper Concentrate	59%				37%	36%		8%
	Doré <sup>24</sup> (gold and silver)					0.2%	23%		
Dugald River	Zinc Concentrate	-		88%		39%	-		10.5%
	Lead Concentrate	-			66%	47%	-		10.0%
Kinsevere	Copper Cathode	81% Cu (96% CuAS <sup>25</sup> )							
	Cobalt Precipitate		66%						

The Technical Appendix published on the MMG website contains additional Mineral Resources and Ore Reserves information (including the Table 1 disclosure).

18. Cu = Total copper  
19. Range from 0.20 to 0.24% Cu  
20. Range from 0.22 to 0.29% Cu

21. Range from 0.24 to 0.29% Cu  
22. Co = Total cobalt  
23. NSR = Net Smelter Return

24. Silver in Rosebery doré is calculated as a constant ratio to gold in the doré. Silver is set to 0.17 against gold being 20.7  
25. CuAS = Acid Soluble Copper

# MANAGEMENT DISCUSSION AND ANALYSIS

## Results for the Year Ended 31 December 2021

For the purpose of the management discussion and analysis, the Group's results for the year ended 31 December 2021 are compared with results for the year ended 31 December 2020.

Year Ended 31 December	2021 US\$ Million	2020 US\$ Million	Change% Fav/(Unfav)
Revenue	4,255.0	3,033.7	40%
Operating Expenses	(1,587.3)	(1,590.6)	0%
Exploration Expenses	(21.3)	(19.1)	(12%)
Administration Expenses	(20.8)	(20.5)	(1%)
Net Other Income/(Expenses)	99.8	(23.8)	519%
<b>EBITDA</b>	<b>2,725.4</b>	<b>1,379.7</b>	<b>98%</b>
Depreciation and Amortisation Expenses	(898.0)	(927.8)	3%
<b>EBIT</b>	<b>1,827.4</b>	<b>451.9</b>	<b>304%</b>
Net Finance Costs	(323.6)	(399.5)	19%
<b>Profit Before Income Tax</b>	<b>1,503.8</b>	<b>52.4</b>	<b>2,770%</b>
Income Tax Expense	(583.3)	(46.8)	(1,146%)
<b>Profit After Income Tax for the Year</b>	<b>920.5</b>	<b>5.6</b>	<b>16,338%</b>
<b>Attributable to:</b>			
Equity Holders of the Company	667.1	(64.7)	1,131%
Non-Controlling Interests	253.4	70.3	260%

### PROFIT ATTRIBUTABLE TO EQUITY HOLDERS OF THE COMPANY

MMG's profit of US\$920.5 million for the year ended 31 December 2021 includes profit attributable to equity holders of US\$667.1 million and profit attributable to non-controlling interests of US\$253.4 million. This compares to a loss attributable to equity holders of US\$64.7 million and a profit attributable to non-controlling interests of US\$70.3 million for the year ended

31 December 2020. Amounts attributable to non-controlling interests relate to the 37.5% interest in Las Bambas not owned by the Company.

The following table provides a reconciliation of reported profit after tax attributable to equity holders.

Year Ended 31 December	2021 US\$ Million	2020 US\$ Million	Change% Fav/(Unfav)
Profit After Tax — Las Bambas 62.5% Interest	422.3	117.1	261%
Profit After Tax — Other Continuing Expenses	232.4	15.3	14,190%
Exploration Expenses	(21.3)	(19.1)	(12%)
Administration Expenses	(20.8)	(20.5)	(1%)
Net Finance Costs (excluding Las Bambas)	(94.7)	(99.5)	5%
Other	149.2	(58.0)	357%
<b>Profit/(Loss) for the Year Attributable to Equity Holders</b>	<b>667.1</b>	<b>(64.7)</b>	<b>1,131%</b>

# MANAGEMENT DISCUSSION AND ANALYSIS CONTINUED

## OVERVIEW OF OPERATING RESULTS

The Group's continuing operations comprise Las Bambas, Kinsevere, Dugald River and Rosebery. Exploration, corporate activities and other subsidiaries are classified as 'Other'.

Year Ended 31 December	Revenue			EBITDA		
	2021 US\$ Million	2020 US\$ Million	Change% Fav/(Unfav)	2021 US\$ Million	2020 US\$ Million	Change% Fav/(Unfav)
Las Bambas	2,965.2	1,999.8	48%	2,047.3	1,117.5	83%
Kinsevere	437.3	418.9	4%	137.6	68.3	101%
Dugald River	482.9	331.3	46%	212.7	100.0	113%
Rosebery	365.2	280.7	30%	203.3	130.3	56%
Other	4.4	3.0	47%	124.5	(36.4)	442%
<b>Total</b>	<b>4,255.0</b>	<b>3,033.7</b>	<b>40%</b>	<b>2,725.4</b>	<b>1,379.7</b>	<b>98%</b>

The following discussion and analysis should be read in conjunction with the financial information.

**Revenue** increased by US\$1,221.3 million (40%) to US\$4,255.0 million compared to 2020 mainly due to higher realised commodity prices (US\$1,553.7 million), partly offset by lower sales volumes (US\$332.4 million).

Favourable commodity price variances of US\$1,553.7 million were driven by higher realised prices for copper (US\$1,197.8 million), zinc (US\$214.0 million), molybdenum (US\$88.5 million), silver (US\$29.2 million) and lead (US\$21.4 million).

Sales volumes decreased by US\$332.4 million compared to 2020 driven by lower sales of copper concentrate at Las Bambas (US\$223.4 million) as a result of a series of community blockades and lower copper cathode sales at Kinsevere (US\$137.7 million) attributable to lower production as plant feed was reliant on lower grade feed from stockpiles and third-party ores. At Dugald River, lead sales volumes were lower by US\$15.4 million. This was partly offset by higher molybdenum sales (US\$39.7 million) at Las Bambas in line with increased production.

Revenue by Commodity Year Ended 31 December	2021 US\$ Million	2020 US\$ Million	Change% Fav/(Unfav)
Copper	3,050.4	2,178.6	40%
Zinc	575.8	369.9	56%
Lead	89.3	70.1	27%
Gold	174.4	190.9	(9%)
Silver	194.0	181.4	7%
Molybdenum	171.1	42.8	300%
<b>Total</b>	<b>4,255.0</b>	<b>3,033.7</b>	<b>40%</b>

# MANAGEMENT DISCUSSION AND ANALYSIS CONTINUED

## PRICE

Average LME base metals prices were higher in the year ended 31 December 2021 compared to the prior corresponding period for all metals.

Average LME Cash Price Year Ended 31 December	2021	2020	Change% Fav/(Unfav)
Copper (US\$/tonne)	9,315	6,169	51%
Zinc (US\$/tonne)	3,005	2,265	33%
Lead (US\$/tonne)	2,205	1,824	21%
Gold (US\$/ounce)	1,800	1,770	2%
Silver (US\$/ounce)	25.17	20.51	23%
Molybdenum (US\$/tonne)	34,930	19,163	82%

## SALES VOLUMES

Payable Metal in Product Sold Year Ended 31 December	2021	2020	Change% Fav/(Unfav)
Copper (tonnes)	322,008	377,852	(15%)
Zinc (tonnes)	213,554	216,535	(1%)
Lead (tonnes)	43,808	45,088	(3%)
Gold (ounces)	97,209	109,336	(11%)
Silver (ounces)	7,621,998	8,418,940	(9%)
Molybdenum (tonnes)	4,935	2,609	89%

Payable Metal in Product Sold Year Ended 31 December 2021	Copper Tonnes	Zinc Tonnes	Lead Tonnes	Gold Ounces	Silver Ounces	Molybdenum Tonnes
Las Bambas	272,299	-	-	59,673	3,581,185	4,935
Kinsevere	48,096	-	-	-	-	-
Dugald River	-	153,992	18,988	-	1,184,179	-
Rosebery	1,613	59,562	24,820	37,537	2,856,635	-
<b>Total</b>	<b>322,008</b>	<b>213,554</b>	<b>43,808</b>	<b>97,210</b>	<b>7,621,999</b>	<b>4,935</b>

Payable Metal in Product Sold Year Ended 31 December 2020	Copper Tonnes	Zinc Tonnes	Lead Tonnes	Gold Ounces	Silver Ounces	Molybdenum Tonnes
Las Bambas	304,266	-	-	72,860	4,092,872	2,609
Kinsevere	72,024	-	-	-	-	-
Dugald River	-	152,573	23,301	-	1,583,186	-
Rosebery	1,562	63,962	21,787	36,476	2,742,882	-
<b>Total</b>	<b>377,852</b>	<b>216,535</b>	<b>45,088</b>	<b>109,336</b>	<b>8,418,940</b>	<b>2,609</b>

# MANAGEMENT DISCUSSION AND ANALYSIS CONTINUED

**Operating expenses** include expenses of operating sites, excluding depreciation and amortisation. Site expenses include mining and processing expenses, changes in inventories, royalty expenses, selling expenses and other operating expenses.

Total operating expenses of US\$1,587.3 million were largely in line with 2020. Operating expenses were impacted by favourable stock movement at Las Bambas (US\$155.7 million) mainly driven by a lower net drawdown of finished goods reflecting lower copper concentrate sales volumes and lower mining costs at Kinsevere (US\$43.3 million) as a result of the suspension of mining activities since the last quarter of 2020.

This was offset by higher employee incentives costs (US\$65.9 million) mainly driven by the employee profit sharing arrangement in Peru and higher royalties across the group (US\$39.4 million). Operating costs at Las Bambas were also impacted by increased spending on health, security and community programs (US\$29.2 million) and higher store and consumable expenses (US\$35.4 million) due to higher maintenance costs incurred for the drilling and hauling fleet and increased consumption of reagents and grinding media, in line with increased mill throughput. At the Australian operations, costs were impacted by unfavourable exchange rates (US\$26.7 million).

Further detail is set out below in the mine analysis section.

**Exploration expenses** increased by US\$2.2 million (12%) to US\$21.3 million in 2021 due to higher expenditure at Las Bambas with drilling focused at the Chalcobamba Southwest Zone and Ferrobamba Deeps.

**Administrative expenses** of US\$20.8 million were in line with 2020. Lower restructuring expenses associated with head office transformation initiatives in 2020 (US\$4.8 million) were offset by higher STI expenses (US\$2.9 million) and the impact of the stronger Australian Dollar (US\$1.8 million).

**Net other income/(expenses)** increased by US\$123.6 million (519%) mainly due to the gain recognised on the reduction in the Century Bank Guarantee (US\$136.3 million) and lower foreign exchange losses (2021: US\$10.1 million, 2020: US\$35.1 million). This was partly offset by an increase in the provision in relation to the VAT 2011/2012 matter in Peru (US\$ 15.5 million).

**Depreciation and amortisation expenses** decreased by US\$29.8 million (3%) to US\$898.0 million in 2021. The decrease was due to lower depreciation expenses at Kinsevere (US\$88.1 million) following the suspension in mining activity. This was partly offset by higher depreciation expenses at Las Bambas (US\$37.3 million) attributable higher mining and milling volumes and higher depreciation expenses at Rosebery (US\$28.9 million) due to the accelerated depreciation of assets with limited useful lives.

**Net finance costs** decreased by US\$75.9 million (19%) to US\$323.6 million compared to 2020. The decrease was mainly due to lower debt balances (US\$47.3 million) and lower LIBOR rates compared to 2020 (US\$23.6 million).

**Income tax expense** increased by US\$536.5 million, reflecting the increase in the Group's underlying profit before income tax from the prior year. The effective tax rate for 2021 was 38.8%, with a prima facie income tax rate from operations of 32%, which was impacted by the non-creditable withholding tax expenses (2.4%), increase in tax provisions (6.2%), non-assessable income from Century guarantee liability reduction (-2.7%) and other non-deductible items.

# MINE ANALYSIS

## 2021 OVERVIEW

REVENUE (US\$ million):

**\$2,965.2**

ORE MILLED (tonnes)

**48,476,799**

COPPER IN CONCENTRATE  
PRODUCED (tonnes)

**290,097**

PRODUCTS: COPPER CONCENTRATE  
MOLYBDENUM CONCENTRATE

OWNERSHIP: 62.5% MMG  
22.5% GUOXIN INTERNATIONAL  
INVESTMENT CO. LTD.  
15.0% CITIC METAL CO. LTD.

# LAS BAMBAS



# MANAGEMENT DISCUSSION AND ANALYSIS CONTINUED

## Mine Analysis — Las Bambas

Year Ended 31 December	2021	2020	Change% Fav/(Unfav)
<b>Production</b>			
Ore Mined (tonnes)	59,878,802	57,999,845	3%
Ore Milled (tonnes)	48,476,799	45,184,395	7%
Waste Movement (tonnes)	135,003,377	137,484,467	(2%)
Copper in Copper Concentrate (tonnes)	290,097	311,020	(7%)
<b>Payable Metal in Product Sold</b>			
Copper (tonnes)	272,299	304,266	(11%)
Gold (ounces)	59,673	72,860	(18%)
Silver (ounces)	3,581,185	4,092,872	(13%)
Molybdenum (tonnes)	4,935	2,609	89%

Year Ended 31 December	2021 US\$ Million	2020 US\$ Million	Change% Fav/(Unfav)
Revenue	2,965.2	1,999.8	48%
<b>Operating Expenses</b>			
<b>Production Expenses</b>			
Mining	(244.1)	(211.8)	(15%)
Processing	(235.8)	(216.1)	(9%)
Other	(413.7)	(323.5)	(28%)
<b>Total Production Expenses</b>	<b>(893.6)</b>	<b>(751.4)</b>	<b>(19%)</b>
Freight (transportation)	(77.2)	(69.0)	(12%)
Royalties	(89.9)	(62.6)	(44%)
Other <sup>(i)</sup>	185.0	10.7	1,629%
<b>Total Operating Expenses</b>	<b>(875.7)</b>	<b>(872.3)</b>	<b>(0%)</b>
Other Expenses	(42.2)	(10.0)	(322%)
<b>EBITDA</b>	<b>2,047.3</b>	<b>1,117.5</b>	<b>83%</b>
Depreciation and Amortisation Expenses	(732.8)	(695.5)	(5%)
<b>EBIT</b>	<b>1,314.5</b>	<b>422.0</b>	<b>211%</b>
<b>EBITDA Margin</b>	<b>69%</b>	<b>56%</b>	<b>23%</b>

(i). Other operating expenses include changes in inventories, corporate recharges and other costs of operations.

# MANAGEMENT DISCUSSION AND ANALYSIS CONTINUED

Las Bambas produced 290,097 tonnes of copper in 2021, 20,923 tonnes (7%) below 2020 due to lower average feed grades and community roadblocks that led to a complete shutdown of the mine in December for approximately two weeks.

Revenue of US\$2,965.2 million was 48% higher than 2020 due to higher realised commodity prices (US\$1,148.8 million) and higher molybdenum sales volumes (US\$39.7 million). This was partly offset by lower copper sales volumes (US\$223.4 million). MMG entered into a series of commodity hedges during 2021 to manage commodity price risk and protect the strong free cash flow in the year. The majority of instruments have a collar structure that provides a floor price protection and retains some upside exposure.

Copper sales volumes were 11% lower compared to the prior year, primarily due to community roadblocks that caused over 100 days of disruption to concentrate transport in 2021. These roadblocks are the result of community negotiations for business opportunities and additional contributions as well as further commitments from the Peruvian Government. The most recent disruptions bring total days of transport lost since the commencement of operations in early 2016 to over 400 days. While MMG remains committed to pursuing constructive dialogue, the actions of external agents, disproportionate demands on MMG and an inability to reach enduring agreements continue to limit Las Bambas' operations, future investment and economic contribution to regional communities and the Peruvian economy.

As at 31 December 2021, inventory at the mine site was approximately 57,000 tonnes of copper in concentrate. This stockpiled copper concentrate is expected to be drawn down and shipped by the third quarter of 2022, subject to no further prolonged disruptions over this period.

Molybdenum sales volumes were higher by 2,326 tonnes as a result of increased production in 2021 following debottlenecking works that were completed in June 2020 as well as higher feed grades.

Total production expenses of US\$893.6 million was 19% above 2020. Higher mining costs of US\$32.3 million was due to higher total material moved and higher maintenance costs. Diesel costs were also higher due to higher prices and increased consumption. Processing costs increased by US\$19.7 million driven by higher reagent and grinding media consumption in line with higher milling volumes. Production expenses were also impacted by higher employee incentives as Las Bambas enters the first year of employee profit share agreements under Peruvian law. (US\$50.0 million), higher expenditure on development studies (US\$29.9 million) and higher expenditure on health,

security and community programs (US\$29.2 million). Royalty expenses were higher by US\$27.3 million reflecting higher revenue.

The higher production expenses were largely offset by favourable stock movement of US\$155.7 million due to a lower net drawdown of finished goods (US\$185.9 million) reflecting lower copper concentrate sales volumes, partly offset by a lower build-up of ore stockpiles (US\$24.7 million). Operating expenses were also favourably impacted by lower concentrate logistics costs reflecting lower sales volumes (US\$9.6 million). This resulted in total operating expenses of US\$875.7 million being in line with 2020 levels.

C1 costs in 2021 were US\$1.02/lb compared to US\$1.00/lb in 2020. Stable unit costs were a function of the deferral of planned project spending (due to ongoing permitting delays and community disruptions), cost controls and higher by-product credits (particularly Molybdenum) offsetting pressures associated with increased milling volumes, lower grades, higher social costs and higher consumables prices.

## 2022 OUTLOOK

Las Bambas production for 2022 is expected to be in the range of 300,000 to 320,000 tonnes of copper in concentrate, with development of the Chalcobamba open pit and associated waste dumps to be commissioned progressively over the next five months, followed by first production during the second half of 2022.

C1 cost guidance of US\$1.30-1.40/lb for 2022 represents a significant increase on 2021. Higher cost guidance is due to a number of one-off factors and industry cost escalation, including:

- Project development expenses that have been deferred from previous years, including pre-stripping at Chalcobamba;
- the likelihood of an industry standard bonus payment linked to labour contract negotiations scheduled for the first half of 2022;
- lower capitalised mining costs relative to 2021;
- increased material movement and consumables and energy usage as well as higher consumables and energy prices;
- lower budgeted contribution from by-product credits; and
- higher TC/RCs and selling costs.

From 2023 onwards, Las Bambas is expected to benefit from improved unit costs performance as a result of the development of Chalcobamba, investment in the new mine fleet and the third ball mill and higher production rates than the 2020 to 2022 period.

# MINE ANALYSIS

## 2021 OVERVIEW

REVENUE (US\$ million):

**\$437.3**

ORE MILLED (tonnes)

**2,448,517**

COPPER CATHODE  
PRODUCED (tonnes)

**48,017**

PRODUCT: | COPPER CATHODE

OWNERSHIP: 100% MMG



# KINSEVERE

# MANAGEMENT DISCUSSION AND ANALYSIS CONTINUED

## Mine Analysis — Kinsevere

Year Ended 31 December	2021	2020	Change% Fav/(Unfav)
<b>Production</b>			
Ore Mined (tonnes)	20,075	1,925,609	(99%)
Ore Milled (tonnes)	2,448,517	2,448,852	(0%)
Waste Movement (tonnes)	-	8,773,208	(100%)
Copper Cathode (tonnes)	48,017	72,007	(33%)
<b>Payable Metal in Product Sold</b>			
Copper (tonnes)	47,325	70,787	(33%)

Year Ended 31 December	2021 US\$ Million	2020 US\$ Million	Change% Fav/(Unfav)
Revenue	437.3	418.9	4%
<b>Operating Expenses</b>			
<b>Production Expenses</b>			
Mining	(20.1)	(63.4)	68%
Processing	(85.7)	(95.0)	10%
Other	(78.2)	(94.1)	17%
<b>Total Production Expenses</b>	<b>(184.0)</b>	<b>(252.5)</b>	<b>27%</b>
Freight (transportation)	(8.3)	(12.1)	31%
Royalties	(25.9)	(24.9)	(4%)
Other <sup>(i)</sup>	(54.1)	(45.5)	(19%)
<b>Total Operating Expenses</b>	<b>(272.3)</b>	<b>(335.0)</b>	<b>19%</b>
Other Expenses	(27.4)	(15.6)	(76%)
<b>EBITDA</b>	<b>137.6</b>	<b>68.3</b>	<b>102%</b>
Depreciation and Amortisation Expenses	(29.1)	(117.2)	75%
<b>EBIT</b>	<b>108.5</b>	<b>(48.9)</b>	<b>322%</b>
<b>EBITDA Margin</b>	<b>31%</b>	<b>16%</b>	<b>94%</b>

# MANAGEMENT DISCUSSION AND ANALYSIS CONTINUED

Kinsevere revenue increased by US\$18.4 million or 4% to US\$437.3 million compared to the 2020. This increase was driven by higher realised copper prices (US\$156.1 million), partly offset by a 33% reduction in copper sales volumes in line with lower production (US\$137.7 million).

Copper cathode production of 48,017 tonnes was 23,990 tonnes (33%) lower than 2020. This was due to mining activities being suspended since the second half of 2020, and plant feed being entirely reliant on medium and low-grade stockpiles and third-party ores. Average plant feed grade was 2.00% in 2021 compared to 3.08% in 2020. Despite lower ore grades, processing plant performance remained strong, with improved recoveries (2021: 96.6%, 2020: 95.4%) due to better acid dissolution of treated ore from the stockpiles.

Total production expenses decreased by US\$68.5 million or 27% compared to 2020. This was mainly driven by lower mining costs (US\$43.3 million). Processing costs were also lower than 2020 by US\$9.3 million due to lower energy consumption in the electrowinning circuit and lower sulfuric acid prices. Other production costs were also lower compared to 2020 (US\$15.9 million) driven by lower COVID-19 related expenses (US\$6.8 million) incurred at the beginning of the pandemic to establish management systems and protocols and lower logistics costs (US\$4.7 million).

Depreciation and amortisation expenses were US\$88.1 million (75%) lower compared to 2020, in line with no mining activities.

During the year ended 31 December 2021, following extended discussions MMG Kinsevere reached agreement with Mining Company Katanga SARL (MCK) to settle legal proceedings against MMG Kinsevere with the process to remove the freezing order of Company assets progressing well. All legal proceedings have been withdrawn.

C1 costs for 2021 were US\$1.95/lb, higher than US\$1.81/lb in 2020. The unfavourable impact of lower copper produced (US\$0.79/lb) was largely offset by lower cash production expenses (US\$0.65/lb).

## 2022 OUTLOOK

Copper cathode production for 2022 is expected to be in the range of 45,000-50,000 tonnes. Mining of the remaining oxide reserves is expected to resume in April 2022, following the wet season. This will improve the average plant feed grade, however, plant feed will continue to be supplemented by the lower grade remaining stockpiles and 3rd party ores, particularly during the first quarter of 2022.

Reflecting the resumption of mining activity during the year, 2022 C1 costs are expected to be between US\$2.50 and US\$2.80/lb.

On 24 March 2022, MMG's board approved the development of the Kinsevere Expansion Project. The total investment amount is expected to be between US\$550 to US\$600 million (including \$180 to \$200 million in 2022) will enable the mining and processing of Kinsevere's sulphide copper and cobalt reserves. Further detail on this project can be located in the Development Projects section of this report.

# MINE ANALYSIS

## 2021 OVERVIEW

REVENUE (US\$ million):

**\$482.9**

ORE MILLED (tonnes)

**1,891,701**

ZINC IN CONCENTRATE  
PRODUCED (tonnes)

**180,313**

PRODUCTS:

ZINC CONCENTRATE  
LEAD CONCENTRATE

OWNERSHIP:

100% MMG

# DUGALD RIVER

# MANAGEMENT DISCUSSION AND ANALYSIS CONTINUED

## Mine Analysis — Dugald River

Year Ended 31 December	2021	2020	Change% Fav/(Unfav)
<b>Production</b>			
Ore Mined (tonnes)	1,862,862	1,982,988	(6%)
Ore Milled (tonnes)	1,891,701	1,958,672	(3%)
Zinc in Zinc Concentrate (tonnes)	180,313	177,704	1%
Lead in Lead Concentrate (tonnes)	20,361	23,847	(15%)
<b>Payable Metal in Product Sold</b>			
Zinc (tonnes)	153,992	152,573	1%
Lead (tonnes)	18,988	23,301	(19%)
Silver (ounces)	1,184,179	1,583,186	(25%)

Year Ended 31 December	2021 US\$ Million	2020 US\$ Million	Change% Fav/(Unfav)
Revenue	482.9	331.3	46%
<b>Operating Expenses</b>			
<b>Production Expenses</b>			
Mining	(91.1)	(81.0)	(12%)
Processing	(73.4)	(60.8)	(21%)
Other	(71.0)	(57.4)	(24%)
<b>Total Production Expenses</b>	<b>(235.5)</b>	<b>(199.2)</b>	<b>(18%)</b>
Freight (transportation)	(12.9)	(12.6)	(2%)
Royalties	(18.6)	(11.3)	(65%)
Other <sup>(i)</sup>	(4.6)	(4.0)	(15%)
<b>Total Operating Expenses</b>	<b>(271.6)</b>	<b>(227.1)</b>	<b>(20%)</b>
Other Expenses	1.4	(4.2)	133%
<b>EBITDA</b>	<b>212.7</b>	<b>100.0</b>	<b>113%</b>
Depreciation and Amortisation Expenses	(59.8)	(59.9)	0%
<b>EBIT</b>	<b>152.9</b>	<b>40.1</b>	<b>281%</b>
<b>EBITDA Margin</b>	<b>44%</b>	<b>30%</b>	<b>47%</b>

(i). Other operating expenses include changes in inventories, corporate recharges and other costs of operations.

# MANAGEMENT DISCUSSION AND ANALYSIS CONTINUED

Revenue increased by US\$151.6 million (46%) to US\$482.9 million due to higher realised commodity prices (US\$164.5 million) and higher zinc sales volumes (US\$2.4 million). This was partly offset by lower lead concentrate sales volumes (US\$15.4 million).

Zinc sales volumes were slightly higher in 2021 driven by higher zinc production. Full year zinc production of 180,313 tonnes was a record for the operation and was 1% above the prior year. This is due to improved stope performance, with higher mined ore grade (11.0% vs. 10.6%), and strong plant performance with improved recovery rates (87.9% vs. 86.8%) compared to 2020, which offset influence of lower mined tonnes. On a zinc equivalent basis, Dugald River's production exceeded 200,000 tonnes for the second consecutive year.

Total production expenses were higher by US\$36.3 million compared to 2020 despite lower mining and milling volumes. This was attributable to the unfavourable foreign exchange rate impact with the strengthening of the Australian dollar (US\$16.2 million). Processing costs were higher due to increased water consumption (US\$2.0 million) as a result of higher pastefill volumes and one-off savings in 2020 relating to the on sale of gas (US\$5.4 million). Mining costs were also higher due to increased backfilling costs (US\$3.5 million) and higher hauling costs (US\$1.9 million) with the mine depth increasing. Employee costs in 2021 were higher by US\$7.2 million across all areas due to increased headcount and higher employee incentive payments.

Dugald River's zinc C1 costs were US\$0.67/lb in 2021 compared to US\$0.70/lb in 2020. Lower costs were a reflection of the significant reduction in treatment charges, higher production rates and higher lead prices.

## 2022 OUTLOOK

Production guidance for Dugald River in 2022 is between 170,000 and 190,000 tonnes of zinc in zinc concentrate, C1 costs are expected to be in the range of US\$0.70-0.80/lb. Cash production expenses are expected to increase slightly due to higher prices for energy and consumables. C1 costs also remain sensitive to zinc treatment charges and lead and silver by-product prices. This may provide a tailwind to full year C1 costs if current prices continue to prevail.

Resource conversion and near-mine exploration drilling will continue to support planned early-stage expansion studies.

# MINE ANALYSIS

## 2021 OVERVIEW

REVENUE (US\$ million):

**\$365.2**

ORE MILLED (tonnes)

**1,022,487**

ZINC IN CONCENTRATE  
PRODUCED (tonnes)

**69,454**

PRODUCTS:

ZINC CONCENTRATE  
LEAD CONCENTRATE  
PRECIOUS METALS CONCENTRATE  
GOLD DORÉ

OWNERSHIP: **100% MMG**

# ROSEBERY

# MANAGEMENT DISCUSSION AND ANALYSIS CONTINUED

## Mine Analysis — Rosebery

Year Ended 31 December	2021	2020	Change% Fav/(Unfav)
<b>Production</b>			
Ore Mined (tonnes)	1,004,168	991,124	1%
Ore Milled (tonnes)	1,022,487	979,718	4%
Zinc in Zinc Concentrate (tonnes)	69,454	67,393	3%
Lead in Lead Concentrate (tonnes)	25,053	23,272	8%
Copper in Precious Metals Concentrate (tonnes)	1,567	1,537	2%
Gold (ounces)	43,010	43,580	(1%)
Silver (ounces)	3,375,624	3,436,505	(2%)
<b>Payable Metal in Product Sold</b>			
Copper (tonnes)	1,613	1,562	3%
Zinc (tonnes)	59,562	63,962	(7%)
Lead (tonnes)	24,820	21,787	14%
Gold (ounces)	37,537	36,476	3%
Silver (ounces)	2,856,635	2,742,882	4%

Year Ended 31 December	2021 US\$ Million	2020 US\$ Million	Change% Fav/(Unfav)
Revenue	365.2	280.7	30%
<b>Operating Expenses</b>			
<b>Production Expenses</b>			
Mining	(76.5)	(69.2)	(11%)
Processing	(32.5)	(29.7)	(9%)
Other	(27.6)	(23.1)	(19%)
<b>Total Production Expenses</b>	<b>(136.6)</b>	<b>(122.0)</b>	<b>(12%)</b>
Freight (transportation)	(8.9)	(6.5)	(37%)
Royalties	(18.8)	(15.0)	(25%)
Other <sup>(i)</sup>	2.4	(6.4)	138%
<b>Total Operating Expenses</b>	<b>(161.9)</b>	<b>(149.9)</b>	<b>(8%)</b>
Other Expenses	-	(0.5)	100%
<b>EBITDA</b>	<b>203.3</b>	<b>130.3</b>	<b>56%</b>
Depreciation and Amortisation Expenses	(79.7)	(50.8)	(57%)
<b>EBIT</b>	<b>123.6</b>	<b>79.5</b>	<b>55%</b>
<b>EBITDA Margin</b>	<b>56%</b>	<b>46%</b>	<b>22%</b>

(i). Other operating expenses include changes in inventories, corporate recharges and other costs of operations.

# MANAGEMENT DISCUSSION AND ANALYSIS CONTINUED

Rosebery produced 69,454 tonnes of zinc and 25,053 tonnes of lead in 2021. This represented a 3% and 8% improvement in zinc and lead production compared to 2020. On a zinc equivalent basis, production was 157,482 tonnes, 11% higher than 2020. Declining ore grades were offset by higher recoveries and increased mining and plant throughput.

Revenue increased by US\$84.5 million (30%) to US\$365.2 million due to higher zinc (US\$60.4 million), lead (US\$11.6 million), silver (US\$8.8 million) and copper prices (US\$4.8 million). Sales volumes were also higher by US\$1.8 million primarily due to higher lead (US\$4.7 million) and precious metals (US\$4.4 million) sales volumes, partly offset by lower zinc sales volumes (US\$7.6 million).

Total production expenses increased by US\$14.6 million (12%) compared to 2020 mainly due to unfavourable exchange rates with the strengthening of the Australian dollar in 2021.

Rosebery's zinc C1 costs were negative (US\$0.34/lb) in 2021 compared to US\$0.01/lb in 2020 reflecting the higher precious metal by-products credits and higher zinc production.

## 2022 OUTLOOK

Rosebery is expected to produce between 55,000 and 65,000 tonnes of zinc in zinc concentrate in 2022 at a C1 cost of US\$0.00 to 0.15/lb. This guidance range reflects longer-term grade declines, lower budgeted by-product credits and higher costs associated with operating at depth as well as increasing energy prices. Similar to Dugald River, full year C1 costs remain highly sensitive to prevailing treatment charges and by-product prices.

Resource extension and near-mine exploration continue, with results indicating further extensions to the resource and mine life. As a result, the Company is currently investigating the potential for short-term capacity increases at existing tailings storage facilities while studying and permitting a proposed site for a new tailings storage facility to support an extended life of mine.

# MANAGEMENT DISCUSSION AND ANALYSIS CONTINUED

## Cash Flow Analysis

### NET CASH FLOW

Year Ended 31 December	2021 US\$ Million	2020 US\$ Million
Net Operating Cash Flows	2,551.5	1,358.2
Net Investing Cash Flows	(573.7)	(515.8)
Net Financing Cash Flows	(915.2)	(867.2)
<b>Net Cash Inflows/(Outflows)</b>	<b>1,062.6</b>	<b>(24.8)</b>

**Net operating cash inflows** increased by US\$1,193.3 million (88%) to US\$2,551.5 million driven by higher EBITDA (US\$1,345.7 million) attributable to higher commodity prices, partly offset by lower sales volumes at Las Bambas. Operating cash flows were also favourably impacted by net working capital movements (US\$139.3 million) due to timing of receipt of cash from the December 2020 holding certificate sales. This was partly offset by the SUNAT VAT 2011/2012 payment (US\$170.4 million), a lower net tax refund in Peru (US\$47.4 million) and higher tax payments in the DRC (US\$26.4 million).

**Net investing cash outflows** increased by US\$57.9 million (11%) to US\$573.7 million. This was mainly due to increased capitalised mining costs at Las Bambas of US\$222.6 million, compared to US\$197.4 million in 2020 and higher capital expenditure at Dugald River (US\$21.2 million) mainly due to the installation of an underground refrigeration plant (US\$16.5 million). At Rosebery, capital expenditure increased by US\$18.7 million due to expansion of the existing tailings facilities (US\$7.7 million), higher capitalised mining costs (US\$4.5 million) and higher resource infill drilling costs (US\$3.4 million).

**Net financing cash outflows** increased by US\$48.0 million (6%) compared to 2020 due to net repayments of borrowings of US\$890.3 million (2020: US\$453.3 million) and payment of interest and financing costs of US\$279.0 million (2020: US\$362.6 million). This was partly offset by net proceeds received from the share placement in June 2021 (US\$299.0 million).

# MANAGEMENT DISCUSSION AND ANALYSIS CONTINUED

## Financial Sources and Liquidity

	31 December 2021 US\$ Million	31 December 2020 US\$ Million	Change US\$ Million
Total Assets	13,024.1	12,298.0	726.1
Total Liabilities	(9,096.1)	(9,628.3)	532.2
<b>Total Equity</b>	<b>3,928.0</b>	<b>2,669.7</b>	<b>1,258.3</b>

Total equity increased by US\$1,258.3 million to US\$3,928.0 million as at 31 December 2021, mainly due to the profit for the year of US\$920.5 million and net proceeds from the share placement of US\$299.0 million in June 2021.

The Group's objectives in managing capital are to safeguard its ability to continue as a going concern, support sustainable growth, enhance shareholder value and provide capital for potential acquisitions and investment.

The gearing ratio for the Group is defined as net debt (total borrowings excluding finance charge prepayments, less cash and cash equivalents) divided by the aggregate of net debt and total equity as set out in the following table:

Year Ended 31 December	2021 US\$ Million	2020 US\$ Million
Total Borrowings (excluding Prepaid Finance Charges) <sup>1</sup>	6,348.3	7,238.5
Less: Cash and Cash Equivalents	(1,255.3)	(192.7)
<b>Net Debt</b>	<b>5,093.0</b>	<b>7,045.8</b>
Total Equity	3,928.0	2,669.7
<b>Net Debt + Total Equity</b>	<b>9,021.0</b>	<b>9,715.5</b>
<b>Gearing Ratio</b>	<b>0.56</b>	<b>0.73</b>

1. Borrowings at an MMG Group level reflect 100% of the borrowings of the Las Bambas Joint Venture Group. Las Bambas Joint Venture Group borrowings at 31 December 2021 were US\$3,812.0 million (31 December 2020: US\$4,400.2 million) and Las Bambas Joint Venture Group cash and cash equivalents at 31 December 2021 were US\$836.3 million (31 December 2020: US\$102.2 million). For the purpose of calculating the gearing ratio, Las Bambas Joint Venture Group's borrowings have not been reduced to reflect the MMG Group's 62.5% equity interest. This is consistent with the basis of preparation of MMG's financial statements.

Under the terms of relevant debt facilities held by the Group, the gearing ratio for covenant compliance purposes is calculated exclusive of US\$2,261.3 million (31 December 2020: US\$2,261.3 million) of shareholder debt that was

used to fund the MMG Group's equity contribution to the Las Bambas Joint Venture Group. For the purpose of the above, it has, however, been included as borrowings.

# MANAGEMENT DISCUSSION AND ANALYSIS CONTINUED

## AVAILABLE DEBT FACILITIES

At 31 December 2021, the Group (excluding the Las Bambas Joint Venture Group) had available to it undrawn debt facilities of US\$560.0 million (31 December 2020: US\$650.0 million). This was represented by:

- (i) US\$300.0 million (2020: US\$300.0 million) that was undrawn and available under a US\$300.0 million revolving credit facility with ICBC maturing in December 2023;
- (ii) US\$80.0 million (2020: US\$80.0 million) that was available under an US\$85.0 million facility with China Development Bank maturing in September 2023; and
- (iii) US\$180.0 million (2020: nil) that was undrawn and available under a new US\$450 million Dugald River project facility with Album Trading Company maturing in June 2022.

At 31 December 2021, the Las Bambas Joint Venture Group had available to it undrawn debt facilities of US\$1,150.0 million (31 December 2020: US\$1,150.0 million). This was represented by:

- (i) US\$175.0 million (2020: US\$175.0 million) that was undrawn and available under a US\$175.0 million revolving credit facility provided by BOC Sydney, for general corporate purposes;

- (ii) US\$175.0 million (2020: US\$175.0 million) that was undrawn and available under a US\$175.0 million revolving credit facility provided by ICBC Luxembourg, for general corporate purposes; and

- (iii) US\$800.0 million (2020: 800.0 million) that was undrawn and available under an US\$800.0 million three years revolving credit facility to support the operation through the COVID-19 pandemic with China Development Bank, Bank of China, Industrial and Commercial Bank of China Limited and The Export-Import Bank of China.

The Group's certain available external debt facilities are subject to covenant compliance requirements. The Group was not in breach of covenant requirements in respect of the Group's borrowings at 31 December 2021. Certain financial covenants are measured with reference to the financial performance of the Group or its subsidiaries and may be influenced by future operational performance and community related disruptions.

## PLACING OF NEW SHARES UNDER GENERAL MANDATE

On 8 June 2021, a total of 565,000,000 new Shares (Placing Shares), representing approximately 6.54% of the total issued share capital of the Company (as enlarged by the issue and allotment of the Placing Shares as at 8 June 2021), were successfully appointed placing agents at the placing price of HK\$4.15 per Placing Share pursuant to the terms of the placing agreement entered into between the Company and the placing agents on 1 June 2021. The Placing Shares were allotted to not less than six placees (who are independent professional, institutional or other investors), who and whose ultimate beneficial owners are third parties independent of the Company and its connected persons.

The placing price represented: (i) a discount of approximately 8.39% to the closing price of HK\$4.53 per Share as quoted on The Stock Exchange of Hong Kong Limited (Stock Exchange) on 31 May 2021, being the last trading day of the Shares prior to the date of the placing agreement (Last Trading Day); (ii) a discount of approximately 10.10% to the average closing price

of approximately HK\$4.62 per Share as quoted on the Stock Exchange for the last five consecutive trading days and including the Last Trading Day; and (iii) a discount of approximately 12.50% to the average closing price of approximately HK\$4.74 per Share as quoted on the Stock Exchange for the last ten consecutive trading days and including the Last Trading Day.

The Placing Shares were allotted and issued under the general mandate granted to the Board at the annual general meeting (AGM) of the Company held on 20 May 2021. The net proceeds from the Placing amounted to approximately HK\$2,321.1 million (equivalent to approximately US\$299.0 million) with a net price per Placing Share of approximately HK\$4.11, will be used for (i) potential future acquisitions or projects; and (ii) replenishment of working capital and general corporate purposes to support the Company's strategy, as detailed in the Company's announcement dated 1 June 2021.

# MANAGEMENT DISCUSSION AND ANALYSIS CONTINUED

Items	Percentage of Total Net Proceeds	Amount (HK\$ in Million)	Expected Time of Usage
Potential Future Acquisitions or Projects	50%	1,160.56	on or before 31 December 2023
Replenishment of Working Capital and General Corporate Purposes	50%	1,160.56	on or before 31 December 2023

As at the date of this report, the net proceeds from the Placing have not been immediately required for these purposes and the Company continues to hold these funds in short-term deposits.

## Development Projects

On 24 March 2022, it was announced that the Las Bambas operation has received regulatory approval from the Peru Ministry of Energy and Mines for the development of the Chalcobamba pit and associated infrastructure, following submission of the Company's original application in February 2019.

The Chalcobamba deposit is located approximately four kilometres north west from the Las Bambas process plant near the community of Huancaire. The operation will be developed by open pit mining with associated waste dumps, to be commissioned progressively over the next five months. Ore will be transported by haul truck for approximately 15 kilometres to the existing crushing and conveying plant located near the Ferrobamba pit. The development of the Chalcobamba deposit is expected to underpin a production increase at Las Bambas to around 380,000 to 400,000 tonnes of copper in concentrate per annum for the medium term.

The Company looks forward to working with the new Government of Peru and the Huancaire community to advance development. The project is significant for the economy of Peru and will support additional social contribution and financial and business opportunities for local and regional communities.

On 24 March 2022, MMG's board approved the development of the Kinsevere Expansion Project. The total investment amount is expected to be between US\$550 million and US\$600 million (including \$180 to \$200 million in 2022) will enable the mining and processing of Kinsevere's sulphide copper and cobalt reserves.

The project will extend the life of the Kinsevere operation for at least 13 years from 2022 and, once fully ramped up, will result in total annual production of approximately 80,000 tonnes of copper cathode and between 4,000-6,000 tonnes of cobalt in cobalt hydroxide. Construction is expected to commence in 2022, with first cobalt production expected in 2023, and first cathode production from the sulphide orebody expected in 2024. Kinsevere will continue to produce copper cathode from the remaining oxide orebody during the construction phase, with annual copper production expected to remain broadly around 2021 levels of approximately 50,000 tonnes over this time.

The higher production rates as well revenue from cobalt by-product credits is expected to result in C1 costs of US\$1.30 – 1.40/lb when at a steady state of operation, around 30% below the average level over the past 3 years, and will move Kinsevere into the bottom half of the global cost curve.

There were no other major development projects noted during the year ended 31 December 2021.

# MANAGEMENT DISCUSSION AND ANALYSIS CONTINUED

## Contracts and Commitments

A total of 685 contracts have been reviewed during 2021 either through market engagements or in-contract renegotiations. The annual operational or capital values addressed by these activities is US\$1,299.09 million.

Significant additional contracting activities were undertaken for all of the Company's operations throughout 2021 to ensure the security of supply for critical inputs and other requirements as necessary to enable continued operations and the management of risks through the ongoing global COVID-19 pandemic as well as other disruptions.

### LAS BAMBAS

New and revised agreements were finalised to support optimising production and development options for Las Bambas, including: contracts for projects construction, mining services, site infrastructure, such as facilities relocation, haul road at the mine site and waste rock dump, supply of grinding media, reagents, and other consumables, additional mobile equipment, major component repair, and contracts for engineering, earthmoving, road maintenance, logistics services, and civil works. Multiple goods and consultancy, studies, and testing services contracts were also finalised in support of the operations. These processes involved engagement with various local communities. Continuous improvement initiatives included contract optimisation and renegotiation with certain suppliers to ensure a sustainable cost base for the business. Significant activity was also undertaken to maintain safety and surety of supply during the COVID-19 pandemic and frequent blockades to support continued operations.

### KINSEVERE

New and revised agreements were finalised with regard to various goods and services focused on supporting the operation and continuous improvement in terms of cost performance, including; security, operations and exploration services contracts, grinding media and contracts for the supply of reagents and commodities. Activity continued regarding surety of supply during the COVID-19 pandemic to support continued operations and also management of increased shipping costs and shipping delays.

### DUGALD RIVER

New and revised agreements were finalised for requirements in support of optimising production performance and operations, including; contracts related to construction of the chiller plant, goods and services requirements for site infrastructure projects, multiple contracts for the supply of reagents and fuel, and other site support services. A major ongoing activity during this period was the review of long-term energy options to drive cost reduction and increase uptake of renewable energy.

### ROSEBERY

New and revised agreements were finalised with regard to various goods and services with a focus on supporting tailings-related activities and maintaining production performance. These included contracts for engineering services and consultancy agreements for project-related requirements; multiple goods agreements for the supply of bulk chemicals, key mining consumables and partial mobile fleet replacement.

### Group (Including Global Geoscience and Discovery Requirements)

New and revised agreements were finalised with regards to various goods and services, including corporate insurance broker service and captive management contracts, market intelligence services contracts, IT-related services and licence agreements, and a number of professional services consultancy agreements (including services for SHEC, including for environmental issues such as GHG emissions analysis, Corporate Affairs, Treasury, Human Resources and Operational Technical Excellence).

# MANAGEMENT DISCUSSION AND ANALYSIS CONTINUED

## People

As at 31 December 2021, the Group employed a total of 4,238 full-time equivalent employees (2020:3,958) in its continuing operations (excluding contractors and casual employees) with the majority of employees based in Australia, Peru, the DRC and China.

Total employee benefits expenses for the Group's operations for the year ended 31 December 2021, including Directors' emoluments, totalled US\$306.3 million (2020: US\$247.4 million). The increase was primarily driven by higher profit share payments due to higher profitability at Las Bambas, increased annual salary, and the sign-on bonuses received by the local community members hired in 2021.

The Group has remuneration policies that align with market practice and remunerates its employees based on the accountabilities of their role, their performance, market practice, legislative requirements and the performance of the Group. Employee benefits include market-competitive fixed remuneration, performance-related incentives, a limited company equity scheme and, in specific cases, insurance and medical support. A range of targeted training and development programs are provided to employees across the Group that are designed to improve individual capability and enhance employee and Group performance.

## Exploration

### AUSTRALIA

#### Dugald River

Surface drilling commenced within the mining lease at Dugald River in the second quarter of 2021 to test the host slate horizons on the periphery of the wireframe and along strike into the Southern Leases of the Dugald River mine for zinc. A secondary aim was to test the copper mineralisation through the hanging wall schists, calc-silicate and slate units. Deep holes tested the lower bounds of the Inferred zinc, lead and silver resource. Lower block A and E are the main zinc target zones where it is predicted the structural relationships are more conducive to wider and higher-grade mineralised zones based on the current measured resource. Additional drilling is planned for 2022 to test the disseminated copper targets along the southern periphery of the known zinc lode, following up on copper intersections from 2021 and the lower extents of the inferred resource along strike from north to south.

Underground resource drilling continued with two rigs drilling to convert areas of indicated to measured resource. Underground resource drilling continues to expand our understanding of the structural complexity of the Dugald River system. A reduction in the Resource tonnes is counter-balanced with marginally higher zinc grades.

#### Rosebery

During 2021, in-mine drilling activities continued to focus on resource conversion and resource extension drilling around U, JRS, V South, H, K and P Lenses. Resource conversion programs performed to expectation. Resource Extension programs are ongoing and results from these extension programs were positive during the reporting period. Additional Resource Extensions programs in the Northern Deeps target focused on Z Lens which is providing results above expectation with further sulphide intercepts received from Marionoak. These programs are targeting additional mineral extensions down-dip and to the north of known mining zones. Interpretations continue with the 2021 results to realise the potential of these zones and other areas on the Mine Lease.

# MANAGEMENT DISCUSSION AND ANALYSIS CONTINUED

## AMERICA

### Las Bambas

During 2021 exploration drilling was performed on near-surface, skarn and porphyry copper mineralisation at the Chalcobamba Southwest Zone as well as along the southern margin of the Chalcobamba Deposit. Drilling was also performed at the Jatun Charcas, Ferrobamba South, Ferrobamba East, Ferrobamba Deeps and Chalcobamba Deeps targets. A total of 47 drill holes were completed for 19,039 metres. All core has been logged and assayed. The analytical results for this drilling will be reported on separately.

- Chalcobamba Southwest Zone

Drilling continued at the Chalcobamba Southwest Zone, located immediately southwest of the current Chalcobamba Ore Reserve pit. Fifteen drill holes were completed for a total of 4,632 metres.

- Chalcobamba South

Ten drill holes were completed at Chalcobamba South for a total of 3,431 metres. This drilling is targeting the extension of mineralization along the southern edge of the future Chalcobamba pit.

- Chalcobamba Deeps

Three drill holes were completed at Chalcobamba Deeps for a total of 1,756 metres. This drilling targets the extension of mineralization below the currently defined open pit at Chalcobamba.

- Ferrobamba South

Six drill holes (2,512 meters) were completed at the Ferrobamba South project targeting potential skarn mineralization located along the southern margin of the Ferrobamba intrusive complex.

- Ferrobamba East

One drill hole for 319 meters was completed at the Ferrobamba East project targeting breccias associated with elevated levels of gold, silver, copper, molybdenum, lead and zinc in surface rock and soil samples.

- Ferrobamba Deeps

A total of 6,207 meters of drilling were completed on eleven drill holes at the Ferrobamba Deeps target. The combined DDH and RC drilling is designed to test the depth projection of higher-grade mineralization currently being mined by the open pit. RC pre-collars were used for five of the DDH holes to reduce drill time and cost. The targeted mineralisation could serve to deepen the open pit or provide future ore for UG mining activity. A Proof of Concept Study for potential UG mining at Ferrobamba Deeps is underway and will be completed in 2022.

## AFRICA

### Kinsevere

In 2021, exploration activities continue to focus on the development of the satellite copper deposits within a roughly 50km radius of the Kinsevere Mine ("RAD50) that may be suitable for economic exploitation and processing at the Kinsevere plant. Exploration activities included resource delineation drilling at Sokoroshe II and Mwepu projects, and prospect testing drilling at Shandwe and Tumbwe projects.

Resource models of both Sokoroshe II and Mwepu projects will be updated once all of the assay results are received.

# MANAGEMENT DISCUSSION AND ANALYSIS CONTINUED

Project	Hole Type	Meterage (metres)	Number of Holes	Average Length (metres)
<b>Australia</b>				
Dugald River	Diamond Surface	18,268	28	652
	Diamond Underground	73,789	390	189
Rosebery	Diamond Surface	4,664	4	1,166
	Diamond Underground	87,093	355	245
<b>Americas</b>				
Las Bambas	Diamond (Chalcobamba SW)	4,632	15	300
	Diamond (Chalcobamba Deeps)	1,756	3	749
	Diamond (Ferrobamba Deeps)	5,027	11	380
	Diamond (Jatun Charcas)	182	1	182
	Diamond (Chalcobamba South)	3,431	10	343
	Diamond (Ferrobamba South)	2,512	6	419
	Diamond (Ferrobamba East)	319	1	319
	Reverse Circulation (Ferrobamba Deeps)	1,180	5	320
<b>Africa</b>				
Kinsevere	Diamond (MWEPU)	2,170	18	121
	Reverse Circulation (SHANDWE)	3,085	37	83
	Diamond (SOKOROSHE II)	2,514	11	229
	Reverse Circulation (TUMBWE)	1,423	14	102
<b>Total Equity</b>		<b>212,045</b>	<b>909</b>	<b>233</b>

## Material Acquisitions and Disposals

The Group made no material acquisition or disposal in the year ended 31 December 2021.

## Events After the Reporting Date

Other than the matters outlined adjacent, there have been no matters that have occurred subsequent to the reporting date, which have significantly affected, or may significantly affect, the Group's operations, results or state of affairs in future years.

- The Board has approved the progression of Kinsevere Expansion Project ("KEP").

# MANAGEMENT DISCUSSION AND ANALYSIS CONTINUED

## Financial and Other Risk Management

### FINANCIAL RISK FACTORS

The Group's activities expose it to a variety of financial risks, including commodity price risk, interest rate risk, foreign exchange risk, credit risk and liquidity risk. The Group's overall risk management program focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the Group's financial performance. The Group can use derivative financial instruments such as interest rate swaps and commodity swaps to manage certain exposures. The Group does not and is prohibited from entering into derivative contracts for speculative purposes.

Financial risk management is carried out by the Group Treasury function under proposals approved by the Board. Group Treasury identifies, evaluates and manages financial risks in close cooperation with the Group's operating units. The Board approves written principles for overall risk management, as well as policies covering specific areas, such as those identified below.

#### (a) Commodity price risk

The prices of copper, zinc, lead, gold, silver and molybdenum are affected by numerous factors and events that are beyond the control of the Group. These metal prices change on a daily basis and can vary significantly up and down over time. The factors impacting metal prices include both broader macro-economic developments and micro-economic considerations relating more specifically to the particular metal concerned.

During the year ended 31 December 2021, the Group entered into various commodity trades to hedge the sales prices for copper and zinc. This included:

- Zero/low-cost collar hedges:
  - » 10,700 tonnes of zinc with put strike price ranging from US\$2,550/tonne to US\$2,800/tonne and call strike price ranging from US\$3,225/tonne to US\$3,340/tonne which will be settled through January 2022 to March 2022;
  - » 59,400 tonnes of copper at put strike price ranging from US\$9,000/tonne to US\$9,550/ton and call strike price ranging from US\$10,000/tonne to US\$11,200/tonne which will be settled through January 2022 to April 2022.
- Fixed price swap hedges: 8,000 tonnes of copper with fixed price ranging from US\$9,538/tonne to US\$9,662/tonne which will be settled in January 2022.

A change in commodity prices during 2022 can result in favourable or unfavourable financial impact for the Group during 2022.

The following table contains details of the hedging instrument used in the Group's hedging strategy:

At 31 December 2021	Term	Carrying Amount of Hedging Instrument US\$ Million	Favourable/ (Unfavourable) Changes in Fair Value used for Measuring Ineffectiveness		Settled Portion of Hedging Instrument Realised Losses/ (Gain) US\$ Million	Hedging Gain/(Loss) Recognised in Cash Flow Hedge Reserve US\$ Million	Cost of Hedging Reserve US\$ Million
			Hedging Instrument US\$ Million	Hedged Item US\$ Million			
<b>Cash Flow Hedges</b>							
Derivative Financial Liabilities	January 2021 to March 2021	-	-	-	5.5	-	-
Derivative Financial Assets	June 2021 to December 2021	-	-	-	2.5	-	-

# MANAGEMENT DISCUSSION AND ANALYSIS CONTINUED

The following table details the sensitivity of the Group's financial assets balance to movements in commodity prices. Financial assets arising from revenue on provisionally priced sales are recognised at the estimated fair value of the total consideration of the receivable and subsequently

remeasured at each reporting date. At the reporting date, if the commodity prices increased/(decreased) by 10% and taking into account the commodity hedges, with all other variables held constant, the Group's post-tax profit would have changed as set out below:

Commodity	2021		2020		Increase in OCI US\$ Million
	Commodity Price Movement	Increase/(Decrease) in Profit US\$ Million	Commodity Price Movement	Increase/(Decrease) in Profit US\$ Million	
Copper	+10%	(23.9)	+10%	(11.0)	-
Zinc	+10%	1.1	+10%	2.0	(6.3)
<b>Total</b>		<b>(22.8)</b>		<b>(9.0)</b>	<b>(6.3)</b>

Commodity	2021		2020		Decrease in OCI US\$ Million
	Commodity Price Movement	Increase/(Decrease) in Profit US\$ Million	Commodity Price Movement	Increase/(Decrease) in Profit US\$ Million	
Copper	-10%	25.5	-10%	(18.9)	-
Zinc	-10%	(1.7)	-10%	(2.0)	6.3
<b>Total</b>		<b>23.8</b>		<b>(20.9)</b>	<b>6.3</b>

## (b) Interest rate risk

The Group is exposed to interest rate risk primarily through interest bearing borrowings and investment of surplus cash holdings. Deposits and borrowings at variable rates expose the Group to cash flow interest rate risk. Deposits and borrowings at fixed rates expose the Group to fair value interest rate risk. Details of the Group's cash and cash equivalents and the Group's borrowings are set out in the Financial Statements.

The Group regularly monitors its interest rate risk to ensure there are no undue exposures to significant interest rate movements. Any decision to hedge interest rate risk is assessed periodically in light of the overall Group's exposure, the prevailing interest rate market and any funding counterparty requirements. Regular reporting of the Group's debt and interest rates is provided to the MMG Executive Committee.

In 2020, MLB entered into a notional US\$2,100 million five-year amortising interest rate swap with respect to the floating six-month LIBOR base rate applicable under its existing project facility, converting the floating rate to a fixed base rate. The main sources of hedge ineffectiveness are considered to be the effects of counterparty credit risks on the hedging instrument, the possibility of LIBOR rates becoming negative and uncertainty associated with benchmark interest rate reform. Further, if LIBOR rates become negative for a period of time, then this corresponding component of the hedging instrument will be ineffective from year two to year five. A floor was purchased on LIBOR at zero for the first year of the hedge instrument.

# MANAGEMENT DISCUSSION AND ANALYSIS CONTINUED

The following table contains details of the hedging instrument used in the Group's hedging strategy:

At 31 December 2021	Term	Notional Amortising Amount US\$ Million	Carrying Amount of Hedging Instrument US\$ Million	Favourable/(Unfavourable) Changes in Fair Value used for Measuring Ineffectiveness		Settled Portion of Hedging Instrument Realised Losses US\$ Million	Hedging Gain Recognised in Cash Flow Hedge Reserve <sup>2</sup> US\$ Million	Hedge Ineffectiveness Recognised in Profit or Loss US\$ Million
				Hedging Instrument US\$ Million	Hedged Item US\$ Million			
<b>Cash Flow Hedges</b>								
Derivative Financial Assets/(Liabilities) <sup>1</sup>	June 2020 to June 2025	1,860	31.8	42.5	(42.5)	(6.8)	29.0	-

1. In 2020, the Group has entered into a notional US\$2,100 million five-year amortising interest rate swap with BOC Sydney. The purpose of the arrangement is to fix approximately half of the remaining interest rate exposure accompanying the floating interest rate MLB project facility (borrowings of US\$3,754.2 million outstanding at 31 December 2021, maturing in July 2032) from CDB, ICBC, BOC Sydney and The Export-Import Bank of China for a period of five years. The interest rate swap hedge will amortise in line with the MLB project facility and swap the six-month LIBOR exposure for a fixed rate (0.5425% per annum from June 2021 to June 2025).

2. The hedging gain recognised in cash flow hedge reserve is the amount after tax.

At 31 December 2020	Term	Notional Amortising Amount US\$ Million	Carrying Amount of Hedging Instrument US\$ Million	Favourable/(Unfavourable) Changes in Fair Value used for Measuring Ineffectiveness		Settled Portion of Hedging Instrument Realised Losses US\$ Million	Hedging Gain Recognised in Cash Flow Hedge Reserve US\$ Million	Hedge Ineffectiveness Recognised in Profit or Loss US\$ Million
				Hedging Instrument US\$ Million	Hedged Item US\$ Million			
<b>Cash Flow Hedges</b>								
Derivative Financial Assets/(Liabilities)	June 2020 to June 2025	2,020.0	(10.7)	(10.7)	10.7	(1.4)	(7.3)	-

At 31 December 2021 and 2020, if the interest rate had increased/(decreased) by 100 basis points, taking into account the interest rate swap, with all other variables held constant, post-tax profit/(loss) and other comprehensive income (OCI) would have changed as follows:

US\$ Million	2021				2020			
	+100 Basis Points		-100 Basis Points		+100 Basis Points		-100 Basis Points	
	Increase/ (Decrease) in Profit After Tax	Increase/ (Decrease) in OCI						
<b>Financial Assets</b>								
Cash and Cash Equivalents	8.5	-	(8.5)	-	1.3	-	(1.3)	-
<b>Financial Liabilities</b>								
Borrowings (Taking into Account the Impact of the Interest Rate Swap)	(14.8)	26.5	2.9	(24.9)	(19.0)	39.1	(18.5)	(15.9)
<b>Total</b>	<b>(6.3)</b>	<b>26.5</b>	<b>(5.6)</b>	<b>(24.9)</b>	<b>(17.7)</b>	<b>39.1</b>	<b>(19.8)</b>	<b>(15.9)</b>

# MANAGEMENT DISCUSSION AND ANALYSIS CONTINUED

## EFFECT OF BENCHMARK INTEREST RATES REFORM

As noted in the Financial Statements, the Group has adopted the Phase I and Phase II Amendments to HKFRS 9, HKAS 39 and HKFRS 7 Interest Rate Benchmark Reform. Refer to the Financial Statements for details of borrowings which may be impacted by the interest rate benchmark reform.

Additionally, the Group has cash flow hedge relationship (as described above for the interest rate swap) which will also be subject to the interest rate benchmark reform. In respect of the interest rate swap, the amendments provide temporary relief from applying specific hedge accounting requirements to the hedging relationships if it directly gets affected by benchmark interest rates reform. This will prevent hedge accounting from terminating but may result in hedge ineffectiveness. Any hedge ineffectiveness continues to be recorded in the consolidated statement of profit or loss.

Under the amendments, hedge accounting is not discontinued solely because of the interest rate benchmark reform. Hedging relationships (and related

documentation) are required to be amended to reflect modifications to the hedged item, hedging instrument and hedged risk. Amended hedging relationships should meet all qualifying criteria to apply hedge accounting, including effectiveness requirements. The Group currently anticipates that the areas of greatest change will be amendments to the contractual terms of US\$ LIBOR-referenced floating-rate debt and swaps, and updating hedge designations.

The Group is closely monitoring the market and the output from the various industry working groups managing the transition to new benchmark interest rates. This includes announcements made by IBOR regulators (including the Financial Conduct Authority 'FCA' and the US Commodity Futures Trading Commission) regarding the transition from IBOR (including the US\$ LIBOR) to the Sterling Overnight Index Average rate ("SONIA"), the Secured Overnight Financing rate ("SOFR") and the Tokyo Overnight Average rate ("TONA").

Below is the list of derivative and non-derivative financial instrument which will be impacted by IBOR replacement:

Financial Instrument	Type of Instrument	Maturing in	Notional Value US\$ Million	Carrying Value US\$ Million
US\$ Debt Linked to LIBOR <sup>1</sup>	Non-Derivative Liability	Through January 2022 to July 2032	2,169.2	2,169.2
US\$ Debt Linked to LIBOR Designated in Cash Flow Hedge <sup>1</sup>	Non-Derivative Liability	June 2025	1,860.0	1,860.0
Interest Rate Swap Converting LIBOR to Fixed (Cash Flow Hedge)	Derivatives	June 2025	1,860.0	31.8

1. For the US\$ Debt, the fallback clauses are under negotiation with lenders. This relief does not extend to the requirement that the designated interest rate risk component continues to be reliably measurable and if the risk component is no longer reliably measurable, the hedging relationship is discontinued. The Group has determined that US\$ LIBOR interest rate risk components continue to be reliably measurable.

In response to the announcements, the Group has put in place an interest rate benchmark transition programme being led by the Group's Treasury team. Treasury team has commenced the discussions with the internal and external stakeholders to understand the impact of the transition and work involved.

# MANAGEMENT DISCUSSION AND ANALYSIS CONTINUED

## RISKS ARISING FROM THE INTEREST RATE BENCHMARK REFORM

The following are the key risks for the Group arising from the transition:

- **Interest rate basis risk:** There are two elements to this risk as outlined below:
  - » If bilateral negotiations with the Group's counterparties are not successfully concluded before the cessation of LIBOR publishing, there are significant uncertainties with regard to the interest rate that may apply. The Group is working closely with counterparties to avoid this from occurring.
  - » Interest rate basis risk can arise if the move to the alternate benchmark rate occurs at different timing for the non-derivative instrument (the project finance facility) and the derivative instrument (the interest rate swap) held to manage the interest risk on the non-derivative. The Group will monitor this risk against its risk management policy which shall allow for temporary mismatches of up to 12 months and transact additional basis interest rate swaps if required.
- **Liquidity risk:** There are differences between the LIBOR and the various alternative benchmark rates which the Group may be adopting. The LIBOR is published for a period (e.g., one month or six months) and includes an inter-bank credit spread, whereas the alternative benchmark rates are typically risk-free overnight rates with no embedded credit spread and published at the

end of the overnight period. These differences can result in uncertainty regarding the floating rate interest payments which will require additional liquidity management.

Management of the Group shall ensure sufficient liquidity is available to accommodate any unexpected increases in overnight rates.

- **Accounting risk:** If transition to alternate benchmark rates is finalised in a manner which does not permit the application of reliefs introduced in the Phase 2 amendments, this can lead to discontinuation of hedge accounting relationships (i.e., gains or losses recognised in the other comprehensive income will be re-classified to profit and loss). This can also lead to increased volatility in profit or loss if re-designated hedges are not fully effective and volatility in the profit or loss if non-derivative financial instruments are modified or de-recognised. Management of the Group aims to agree timely changes to the contracts to allow HKFRS 9 reliefs to apply and does not expect to close out derivatives and enter into new ones in respect of the existing hedge relationship.

Below are details of the hedging instruments and the related hedged items that will be subject to transition to alternative benchmark interest rates, by hedge type. The terms of the hedged items listed match those of the corresponding hedging instruments.

Hedge Relationship	Prior to Transition Instrument Type	Maturing in	Notional Value US\$ Million	Carrying Value US\$ Million	Hedged Item	Transition Progress
Cash Flow Hedge	Receive 6-month US\$ LIBOR, pay US dollar fixed interest rate swap	June 2025	1,860.0	31.8	US\$ LIBOR debt	Discussion with counterparty of derivatives are in process.

As noted earlier, the Group will continue to apply the Phase 1 amendments to HKFRS 9/HKAS 39 until the uncertainty arising from the interest rate benchmark reform with respect to the timing and amount of underlying cashflows to which the Group is exposed ends.

# MANAGEMENT DISCUSSION AND ANALYSIS CONTINUED

## (c) Foreign exchange risk

The Group operates internationally and is exposed to foreign currency exchange risk. The Group's reporting currency and functional currency of the majority of subsidiaries within the Group is US dollars. The majority of revenue received by the Group is in US dollars. The Group's foreign currency exchange risk arises predominantly from the currency of the countries in which the Group's operations are located. Any decision to hedge foreign currency risk is assessed periodically in light of the Group's exposure, the prevailing foreign currency market and any funding counterparty requirements.

Based on the Group's net monetary assets and financial liabilities at 31 December 2021 and 2020, a movement of the US dollar against the principal non-functional currencies as illustrated in the table below, with all other variables held constant, would cause changes in post-tax profit as follows:

	2021		2020	
	Weakening of US Dollar	Strengthening of US Dollar	Weakening of US Dollar	Strengthening of US Dollar
	(Decrease)/Increase in Profit After Tax			
10% Movement in Australian Dollar (2020: 10%)	(5.7)	5.7	(16.2)	16.2
10% Movement in Peruvian Sol (2020: 10%)	0.7	(0.7)	(10.0)	10.0
<b>Total</b>	<b>(5.0)</b>	<b>5.0</b>	<b>(26.2)</b>	<b>26.2</b>

## (d) Credit risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Group. The Group is exposed to counterparty credit risk through sales of metal products on normal terms of trade, through deposits of cash and settlement risk on foreign exchange transactions. While the most significant exposure to credit risk is through sales of metal products on normal terms of trade, the majority of sales for mining operations were made under contractual arrangements whereby provisional payment is received promptly after delivery and the balance within 30 to 120 days from delivery. The aging analysis of the trade receivables is provided in the Financial Statements, and 100% of the balance is aged less than six months based on invoice date. The carrying amount of the Group's trade receivables at Fair Value Through Profit/(Loss) as disclosed in the Financial Statements best represents their respective maximum exposure to credit risk. The Group holds no collateral over any of these balances.

Investments in cash, short-term deposits and similar assets are with approved counterparty banks. Counterparties are assessed prior to, during and after the conclusion of transactions to ensure exposure to credit risk is limited to acceptable levels. There has been no change in the estimation techniques or significant assumptions made during the year ended 31 December 2021 in assessing the Expected Credit Loss for these financial assets. The limits are set to minimise the concentration of risks and therefore mitigate the potential for financial loss through counterparty failure. Impairment is provided for where the credit risk is perceived to exceed the acceptable levels and there are concerns on recoverability of the relevant assets. The management of the Group considers cash and cash equivalents that are deposited with financial institutions with high credit rating to be low credit risk financial assets.

# MANAGEMENT DISCUSSION AND ANALYSIS CONTINUED

Other receivables include balances related to various matters including other taxes, indemnities, restricted cash in relation to MCK case and the last instalment receivable for sale of Sepon. These balances are assessed at the reporting date considering contractual and non-contractual legal rights to receive such amounts as well as the expectation of recoverability based on expert third party advice and management assessment based on all available information. There are no significant increases in credit risk for these balances since their initial recognition and the

Group provided impairment based on a 12 month ECL. For the years ended 31 December 2021 and 2020, the Group assessed the ECL for these balances and considered no significant impact to the consolidated financial statements.

The Group's most significant customers are CMN, Citic Metal Peru Investment Limited ("CITIC Metal"), and Trafigura Pte Ltd ("Trafigura"). Revenue earned from these customers as a percentage of total revenue was:

	2021	2020
CMN	38.2%	37.9%
CITIC Metal	16.6%	18.3%
Trafigura	13.2%	14.6%

The Group's largest debtor at 31 December 2021 was Minmetals North-Europe Aktiebolag, with a balance of US\$18.1 million (2020: US\$121.1 million) and the five largest debtors accounted for 96.2% (2020: 85.0%) of the Group's trade receivables. Credit risk arising from sales to large concentrate customers is managed by contracts that stipulate a provisional payment of at least 90% of the

estimated value of each sale. For most sales a second provisional payment is received within 60 days of the vessel arriving at the port of discharge. Final payment is recorded after completion of the quotation period and assaying.

The credit risk by geographic region was:

US\$ Million	At 31 December	
	2021	2020
Asia	28.7	297.5
Europe	20.9	67.9
Australia	1.8	0.6
Other	12.5	3.2
	63.9	369.2

## (e) Liquidity risk

Liquidity risk is the risk that the Group will encounter difficulty in meeting obligations associated with financial liabilities.

Management utilises short and long-term cash flow forecasts and other consolidated financial information to ensure that appropriate liquidity buffers are maintained to support the Group's activities.

The table below analyses the Group's financial assets and liabilities into relevant maturity groupings based on the remaining period at the reporting date to the contractual maturity date. The amounts disclosed in each maturity grouping are the contractual undiscounted cash flows for financial instruments.

# MANAGEMENT DISCUSSION AND ANALYSIS CONTINUED

US\$ Million	Within 1 Year	Between 1 and 2 Years	Between 2 and 5 Years	Over 5 Years	Total	Total Carrying Value
<b>At 31 December 2021</b>						
<b>Financial Assets</b>						
Cash and Cash Equivalents	1,255.3	-	-	-	1,255.3	1,255.3
Trade Receivables	63.9	-	-	-	63.9	63.9
Other Receivables	150.6	135.6	14.3	-	300.5	300.5
Derivative Financial Assets	0.5	26.7	5.5	-	32.7	32.7
Other Financial Assets	1.8	-	-	-	1.8	1.8
<b>Financial Liabilities</b>						
Trade and Other Payables	(451.0)	(164.8)	-	-	(615.8)	(615.8)
Derivative Financial Liabilities	(4.9)	-	-	-	(4.9)	(4.9)
Borrowings (Including Interest)	(899.6)	(1,610.8)	(3,212.0)	(1,644.1)	(7,366.5)	(6,298.1)
Lease Liabilities (Including Interest)	(30.0)	(24.8)	(49.7)	(98.2)	(202.7)	(131.1)
	<b>86.6</b>	<b>(1,638.1)</b>	<b>(3,241.9)</b>	<b>(1,742.3)</b>	<b>(6,535.7)</b>	<b>(5,395.7)</b>
<b>At 31 December 2020</b>						
<b>Financial Assets</b>						
Cash and Cash Equivalents	192.7	-	-	-	192.7	192.7
Trade Receivables	369.2	-	-	-	369.2	369.2
Other Receivables	139.4	23.4	16.7	5.8	185.3	185.3
Other Financial Assets	1.7	-	-	-	1.7	1.7
<b>Financial Liabilities</b>						
Trade and Other Payables	(470.2)	(112.2)	-	-	(582.4)	(582.4)
Derivative Financial Liabilities	(35.8)	(6.0)	1.7	-	(40.1)	(40.0)
Other Financial Liabilities	-	-	-	(145.4)	(145.4)	(145.4)
Borrowings (Including Interest)	(1,152.6)	(969.2)	(4,418.1)	(1,999.6)	(8,539.5)	(7,179.5)
Lease Liabilities (Including Interest)	(33.0)	(29.7)	(57.0)	(113.4)	(233.1)	(148.7)
	<b>(988.6)</b>	<b>(1,093.7)</b>	<b>(4,456.7)</b>	<b>(2,252.6)</b>	<b>(8,791.6)</b>	<b>(7,347.1)</b>

# MANAGEMENT DISCUSSION AND ANALYSIS CONTINUED

## (f) Sovereign risk

The Group conducts all of its operations outside of Hong Kong and, as such, it is exposed to various levels of political, economic and other risks and uncertainties. These risks and uncertainties vary from country to country. Material risks include, but are not limited to, regime or policy change, fluctuation in currency exchange rates, changes to licensing regimes and amendments to concessions, licences, permits and contracts, and changing political conditions and governmental regulations.

Changes in any mining or investment policies or shifts in political attitudes in the jurisdictions in which the Group operates may adversely affect the Group's operations and profitability. The decline in growth and macroeconomic activity in many developing nations has resulted in governments seeking alternative means of increasing their income, including increases to corporate tax, VAT and royalty rates, coupled with increased audit and compliance activity.

The DRC Government during 2018 made changes to the 2002 Mining Code and Mining Regulations. These changes were enacted (2018 Mining Code) and continue to result in an increased tax burden on mining companies. As the Peru political situation continues to evolve in 2022 the Group will continue to work closely with the relevant authorities and community groups to minimise the potential risk of social instability and disruptions to Las Bambas operations.

Some of the countries in which the Group operates carry higher levels of sovereign risk. Political and administrative changes and reforms in law, regulations or taxation may impact sovereign risk. Political and administrative systems can be slow or uncertain and may result in risks to the Group including the ability to obtain tax refunds in a timely manner. The Group has processes in place to monitor any impact on the Group and implement responses to such changes.

## Contingent Liabilities

### BANK GUARANTEES

Certain bank guarantees have been provided in connection with the operations of certain subsidiaries of the Company primarily associated with the terms of mining leases, mining concessions, exploration licences or key contracting arrangements. At the end of the reporting period, no material claims have been made under these guarantees. The amount of these guarantees may vary from time to time depending upon the requirements of the relevant regulatory authorities.

At 31 December 2021, these guarantees amounted to US\$291.5 million (2020: US\$417.7 million). The Group has an A\$100.0 million guarantee (approximately US\$72.5 million) which decreased during the year from A\$230.0 million (approximately US\$176.7 million), revolving bank guarantee facility with BOC Sydney ("BG Facility"), which is guaranteed by CMN. The Company has entered into a counter-indemnity agreement in favour of CMN for the maximum principal amount outstanding under the BG Facility.

As at 31 December 2021, the bank guarantee that the Group was maintaining subsequent to the sale of Century mine in 2017 had been reduced to nil as New Century undertook an equity raise and replaced the bank guarantee which the Group provided by cash backing or other external insurance providers.

### CONTINGENT LIABILITIES – TAX-RELATED CONTINGENCIES

The Group has operations in multiple countries, each with its own taxation regime. The nature of the Group's activities requires it to comply with various taxation obligations including corporation tax, royalties, withholding taxes, transfer pricing arrangements with related parties, resource and production-based taxes, environmental taxes and employment related taxes. Application of tax laws and interpretation of tax laws may require judgement to assess risk and estimate outcomes, particularly in relation to the application of income taxes and withholding tax to the Group's cross-border operations and transactions. The evaluation of tax risks considers both assessments received and potential sources of challenge from tax authorities. Additionally, the Group is currently subject to a range of audits and reviews by taxation authorities in Australia, Peru, Zambia and the DRC. No disclosure of an estimate of financial effect of the subject matter has been made in the consolidated financial statements as, in the opinion of the management of the Group, such disclosure may seriously prejudice the position of the Group in dealing with these matters.

Tax matters with uncertain outcomes arise in the normal course of business and occur due to changes in tax law, changes in interpretation of tax law, periodic challenges and

# MANAGEMENT DISCUSSION AND ANALYSIS CONTINUED

disagreements with tax authorities, and legal proceedings. The status of proceedings for such uncertain tax matters will impact the ability to determine the potential exposure, and in some cases, it may not be possible to determine a range of possible outcomes, including timing of resolution or determining a reliable estimate of the potential exposure.

## PERU – WITHHOLDING TAXES (2014/15/16)

Included within such uncertain tax matters are audits of the 2014, 2015 and 2016 tax years for MLB in relation to withholding taxes on fees paid under certain loans, which were provided to MLB pursuant to facility agreements entered into among MLB and a consortium of Chinese banks in connection with the acquisition of the Las Bambas mine in 2014. MLB received assessment notices from the Peruvian tax authority (National Superintendence of Tax Administration of Peru or “SUNAT”), which advised that, in its opinion, MLB and the Chinese banks are related parties and thus a 30% withholding tax rate ought to be imposed rather than the 4.99% applied. The assessments of omitted tax plus penalties and interest until the estimate date of Peru Tax Court resolution are PEN224.3 million (approximately US\$58.3 million), PEN613.6 million (approximately US\$159.4 million) and PEN767.5 million (approximately US\$199.3 million) for 2014, 2015 and 2016 tax years respectively.

In relation to these assessments, having received external legal and tax advice, the Group has formed the view that the Company and its controlled entities are not related parties to Chinese banks under Peruvian tax law. MLB notes that the Peruvian tax law was amended to apply from October 2017 onwards to provide expressly that parties are not related by being under state ownership for the purposes of withholding taxes. MLB has appealed the assessments. SUNAT could bring a similar challenge regarding the rate of withholding tax applied by MLB for the part of the 2017 tax year before the amendment to the Peruvian tax law. Where MLB is not successful in rebutting or appealing such challenge(s), this could result in significant additional tax liabilities.

## PERU – VAT REFUND CLAIMS (2011/12)

Included as an uncertain tax matter is the decision from the Peru Tax Court in relation to SUNAT’s audit of MLB’s VAT refund claims in the 2011 and 2012 years. SUNAT conducted an audit of MLB’s tax affairs of the 2011 and 2012 financial years and challenged certain VAT matters. SUNAT disallowed MLB’s claim, despite MLB providing a substantial amount of documentary evidence to support its position during and after the audit, which MLB is of the opinion it is entitled to do, pursuant to Peruvian law.

For the year ended 31 December 2021, SUNAT collected PEN 685.0 million (approximately US\$171.0 million) from MLB bank account in respect of VAT, penalties and interest. Based on the latest legal advice, there is a high probability of a positive outcome in the judiciary. Hence, the Group recognised the deducted amount as a “non-current receivable” from SUNAT.

The Group continues to proactively cooperate with the relevant taxation authorities and to actively manage these audits and reviews. Where appropriate, the Group has filed appeals with either the relevant tax authority or the relevant tax court. For all such open tax matters that the Group presently has, any ultimate obligation would depend on future resolution of the matters and currently, where applicable, provisions have been raised to recognise potential liabilities.

## CONTINGENT LIABILITIES - OTHER CONTINGENCIES

In 2019, MCK filed a claim against MMG Kinsevere, to compensate MCK for losses allegedly suffered as a result of Kinsevere’s decision to not renew or extend the mining services contract with its associate entity MCK Trucks (then known as NB Mining SA) in 2018 on the basis that MCK was entitled to a “life of mine” agreement with Kinsevere. Court proceedings continued between MMG Kinsevere and MCK in the DRC. MCK also obtained freezing orders in February 2020 over certain assets of Kinsevere, which have been partly enforced over US\$15.0 million cash held in bank accounts in the DRC. A settlement in this matter was agreed in December 2021. Subsequent to such settlement, in January 2022 the DRC Commercial Court ordered the release of the frozen cash funds in DRC bank accounts. Part of the settlement amount has been paid while the remaining balance has been recognised as a provision pending satisfaction of all conditions precedent to the settlement agreement.

# MANAGEMENT DISCUSSION AND ANALYSIS CONTINUED

## Charges on Assets

As at 31 December 2021, certain borrowings of the Group were secured as follows:

- (a) Approximately US\$3,754.2 million (31 December 2020: US\$4,307.6 million) from China Development Bank, Industrial and Commercial Bank of China Limited, BOC Sydney and The Export-Import Bank of China was secured by share security over the entire share capital of MMG South America Management Co Ltd and each of its subsidiaries including MLB, a debenture over the assets of MMG South America Management Co Ltd, an assets pledge agreement and production unit mortgage in respect of all of the assets of MLB, assignments of shareholder loans between MMG South America Management Co Ltd and its subsidiaries and security agreements over bank accounts of MLB.
- (b) Approximately US\$57.8 million (31 December 2020: US\$92.5 million) from ICBC Peru Bank, Banco de Crédito del Peru and Scotiabank Peru was secured by mine fleet equipment procured under asset finance arrangements.

At 31 December 2020, borrowing of US\$342.2 million from China Development Bank and BOC Sydney was substantively secured by the shares and assets of MMG Dugald River Pty Ltd ("MMG Dugald River"). This consists of a charge over the shares in MMG Dugald River, a real property mortgage over all of the interests in land of MMG Dugald River, a general security agreement in respect of all of the assets of MMG Dugald River, and specific security over certain assets owned by MMG Australia Limited relating to the Dugald River project, and a featherweight charge over all of MMG Australia Limited's other assets. This borrowing was guaranteed by CMC. The restrictions on above assets and guarantee provided by CMC were lifted with the borrowing's prepayment during 2021.

## Future Prospects

MMG's vision is to build the world's most respected mining company. We mine to create wealth for our people, host communities and shareholders with an ambition to double the size and value of MMG, and then double again by 2030. MMG has established strong foundations that support future growth and development. The Board is committed to sustaining the successful model that brings together the best fit management team and a strong relationship with China that draws upon the strength of the world's largest commodities consumer, provides deep understanding of markets and access to its sources of funding.

The Company is focused on containing costs, continually improving productivity, growing its resource base and strengthening the balance sheet. This will enable the Company to step into its next phase of disciplined growth.

Las Bambas copper production in 2022 is expected to be around 300,000 to 320,000 tonnes. The continued development of this mine is significant for the economy of Peru and will support additional social contribution and financial and business opportunities for local and regional communities.

MMG expects to produce between 45,000 and 50,000 tonnes of copper cathode at Kinsevere, and between 225,000 and 255,000 tonnes of zinc at its Dugald River and Rosebery operations in 2022.

In the DRC, MMG will now progress the next phase of Kinsevere development, namely the transition to the mining and processing of sulphide ores, following the approval of the project by the Board in March 2022. This project will extend Kinsevere's mine life, increase copper production back to around 80,000 tonnes of copper cathode per annum and 4,000 to 6,000 tonnes of cobalt in cobalt hydroxide. Construction will commence in 2022, with first cobalt production expected in 2023, and first cathode production from the sulphide orebody expected in 2024. MMG will continue to invest in regional exploration programs focusing on proving up discoveries within an operating radius of the Kinsevere mine.

In relation to Dugald River, the Company continues to focus on sustained delivery of annual mine throughput of two million tonnes. This will pave the way for targeted zinc equivalent production to remain at around 200,000 tonnes

# MANAGEMENT DISCUSSION AND ANALYSIS CONTINUED

annually. At Rosebery, resource extension and near mine exploration drilling will continue during 2022, with results continuing to indicate further extensions to the resource and mine life. MMG remains committed to extending the operating life of this important asset.

Total capital expenditure in 2022 is expected to be between US\$700.0 million and US\$800.0 million. US\$400.0-500.0 million is attributable to Las Bambas, including the Chalcobamba development, completion of the third ball mill project and expansion of the Las Bambas tailings dam facility. At Kinsevere, capital expenditure plan in 2022 is approximately US\$200.0-220.0 million in which approximately US\$180.0-200.0 million is for the expansion project.

MMG will continue to focus on the next phase of growth. Currently the company has no future plans for material investments or capital assets sanctioned by the Board, other than those detailed in this report or announced to the market.

# DIRECTORS AND SENIOR MANAGEMENT

## Directors' Biographies

### CHAIRMAN

#### MR JIAO JIAN

Mr Jiao, aged 53, a Non-executive Director of the Company since August 2018, was appointed as the Chairman of the Company in January 2022. He was a Non-executive Director of the Company from December 2010 to February 2017 and the Chairman of the Company from August 2014 to February 2017. Mr Jiao was also an Executive Director and the Chief Executive Officer (CEO) of the Company from February 2017 to July 2018 and was redesignated to a Non-executive Director of the Company since August 2018. He is a member of the Company's Governance, Remuneration and Nomination Committee.

Mr Jiao was reappointed as Vice President of China Minmetals Corporation (CMC) and designated as director and the President of China Minmetals Corporation Limited (CMCL) in August 2018. He was appointed as the Chairman of China Minmetals Non-ferrous Metals Company Limited (CMN) in February 2016 and has been a director of CMN since December 2009.

Mr Jiao holds a Bachelor's degree in International Economics from the Nankai University in the People's Republic of China (PRC) and a Master's degree in Business Administration from Saint Mary's University in Canada. He has extensive experience in international trade, investment and corporate management.

Mr Jiao joined the CMC and its subsidiaries (CMC Group) in 1992. He was the Vice President of CMN from 2007 to May 2010. Mr Jiao was the President of CMN from May 2010 to January 2016. He was a director and the President of China Minmetals Non-ferrous Metals Holding Company Limited (CMNH) from December 2009 to February and January 2016, respectively. Mr Jiao was the Vice President of CMC from December 2015 to January 2017. He was also a director of China Minmetals H.K. (Holdings) Limited (Minmetals HK) from August 2016 to March 2017. Mr Jiao was a director of Hunan Nonferrous Metals Holding Group Co., Ltd from July 2010 to January 2021. He was the Chairman of two public companies listed in PRC from April 2010 to April 2014.

### EXECUTIVE DIRECTOR

#### MR LI LIANGANG

Mr Li, aged 57, was appointed as the Interim CEO and an Executive Director of the Company in January 2022. He has served on the Executive Committee of the Company as the Executive General Manager – Commercial in January 2020 and is the Executive General Manager – Australia and Commercial since July 2020 with responsibilities for the Dugald River and Rosebery operations and Australia support functions, and also the Supply and Marketing functions. Mr Li is also currently responsible for the Africa operations. He is also a director of a number of subsidiaries of the Company.

Mr Li holds a Bachelor's degree in English language from the Normal College for Foreign Language of Beijing Union University in the PRC. He has extensive experience in international business and the non-ferrous metals industry.

Mr Li joined CMC in 1987. He has held various senior management positions with subsidiaries of CMC in the PRC, Australia, Mexico and the USA. Mr Li was also a Director of the Company from 2009 to 2012. He was a Vice President of CMN in Beijing, leading several global trading departments from 2016 to 2018. Mr Li was the President and CEO of Minmetals Inc. (L.A.) from 2018 to 2019.

### NON-EXECUTIVE DIRECTORS

#### MR ZHANG SHUQIANG

Mr Zhang, aged 55, was appointed as a Non-executive Director of the Company in February 2017. He is a member of the Company's Audit and Risk Management Committee.

Mr Zhang has been the General Manager of the Finance Department of CMC since January 2016, a director of CMNH and CMN since February 2016, and a director of Minmetals HK since August 2016. He was appointed as the Chairman of Minmetals Finance Co., Ltd. in September 2018.

Mr Zhang graduated from Zhejiang Metallurgical Economy College in the PRC, majoring in Financial Accounting. He also obtained a Master's degree in Economics from Wuhan University of Technology in the PRC.

# DIRECTORS AND SENIOR MANAGEMENT CONTINUED

Mr Zhang started his career at China National Nonferrous Metals Import and Export Corporation, working as the Financial Accountant since 1987. From 1997 to 2000, he served as the Deputy Chief of the Finance Division of China National Nonferrous Metals Industry Trading Group Corporation. From 2000 to 2002, Mr Zhang served as the Assistant General Manager of the Finance Department of China National Nonferrous Metals Industry Trading Group Corporation. He also served as the Assistant General Manager (from April 2002 to March 2003) and the Deputy General Manager (from March 2003 to October 2005) of the Finance Department of CMN. From October 2005 to May 2013, Mr Zhang was the Deputy General Manager of the Finance Department of CMC. From May 2013 to December 2015, he served as the Vice President and the Chief Financial Officer (CFO) of CMN and CMNH. From December 2015 to January 2016, Mr Zhang was the acting Deputy General Manager of the Finance Department of CMC. From December 2016 to August 2018, he was a director of Minmetals Development Co., Ltd. From April 2017 to May 2020, Mr Zhang was a director of Minmetals Capital Co., Ltd. and from July 2017 to June 2020, he was a director of Minmetals Innovative Investment Co., Limited. Mr Zhang was the Vice Chairman and a director of Xiamen Tungsten Co. Ltd (a company listed on the Shanghai Stock Exchange) from January 2014 to December 2014. He was also a director of Hunan Nonferrous Metals Holding Group Co., Ltd from August 2013 to January 2017 and a director of China Tungsten and Hightech Materials Co., Ltd. (a company listed on the Shenzhen Stock Exchange) from June 2016 to November 2018.

## MR XU JIQING

Mr Xu, aged 54, was redesignated from an Executive Director to a Non-executive Director of the Company in January 2020. Prior to his redesignation, he was an Executive Director and Executive General Manager of the Company from May 2013 to December 2019 with responsibility for various areas, most recently China Relations, Marketing and Supply. Mr Xu was also a Non-executive Director of the Company from May 2009 to May 2013. He is a member of the Company's Audit and Risk Management Committee and the Governance, Remuneration and Nomination Committee.

Mr Xu was appointed as President of CMN in January 2020. He has been a director of CMN since February 2016.

Mr Xu holds a Bachelor's degree in Accounting from the University of International Business and Economics in the PRC, and a Master's degree in Business Administration from Saint Mary's University in Canada. He is a qualified senior accountant in the PRC, a fellowship member of the Certified General Accountants Association of Canada and a chartered professional accountant member of the Chartered Professional Accountants of British Columbia, Canada. Mr Xu has extensive experience in strategic planning, accounting, marketing and corporate financial and risk management.

Mr Xu joined the CMC Group in 1991, holding a number of management roles from 1997 in various Finance departments. He was the Vice President and CFO of CMN between 2005 and 2013.

## INDEPENDENT NON-EXECUTIVE DIRECTORS

### DR PETER CASSIDY

Dr Cassidy, aged 76, was appointed as an Independent Non-executive Director of the Company in December 2010. He is the Chairman of the Company's Governance, Remuneration and Nomination Committee and a member of Audit and Risk Management Committee.

Dr Cassidy is a metallurgical engineer with over 50 years' experience in the resources and energy sectors, including more than 30 years as a director of major public companies listed in Australia, Canada, the USA and Hong Kong. Following his retirement from the position of CEO of Goldfields Limited in 2001, he has served as a non-executive director on the Boards of companies involved in the base metals, precious metals and renewable energy generation sectors. He was also a member of the Board of Advice of Monash University Division of Mining and Resources Engineering.

Dr Cassidy has most recently been involved in the development and operation of major mining and processing projects in Australia, Peru, the PRC, Laos, Papua New Guinea, the DRC and Côte d'Ivoire.

# DIRECTORS AND SENIOR MANAGEMENT CONTINUED

## MR LEUNG CHEUK YAN

Mr Leung, aged 70, was appointed as an Independent Non-executive Director of the Company in July 2012. He is a member of the Company's Audit and Risk Management Committee and Governance, Remuneration and Nomination Committee.

Mr Leung is a solicitor admitted to practise law in Hong Kong, England and Wales, and Victoria and the Australian Capital Territory in Australia. He holds a Bachelor of Social Science (First Class Honours) degree from the Chinese University of Hong Kong, and a Master of Philosophy degree from the University of Oxford. Mr Leung, a corporate finance and capital markets specialist, was a partner at Baker & McKenzie and for many years the head of its securities practice group in Hong Kong. He retired from Baker & McKenzie in 2011.

Mr Leung was an independent non-executive director of Bank of China Limited (a company listed on the Hong Kong Stock Exchange and the Shanghai Stock Exchange) from September 2013 to September 2019.

## MR CHAN KA KEUNG, PETER

Mr Chan, aged 70, was appointed as an Independent Non-executive Director, the Chairman of the Audit and Risk Management Committee and a member of the Governance, Remuneration and Nomination Committee of the Company in December 2019.

Mr Chan graduated from Hong Kong Polytechnic majoring in accounting. He is a member of Hong Kong Institute of Certified Public Accountants, a fellow member of the Association of Chartered Certified Accountants of the United Kingdom, an associate member of The Chartered Governance Institute (formerly known as The Institute of Chartered Secretaries and Administrators) of the United Kingdom, and a member of CPA Australia.

From January 1994 to December 2008, Mr Chan served as Beijing-based managing partner of the Tax and Investment Advisory Service Department and then managing partner of the NPA Transaction Advisory Service Department of Ernst & Young. He also served as member of the executive committee of the Hong Kong Chamber of Commerce in

China from 1996 to 2003 and the Chairman of Hong Kong Chamber of Commerce in China in 2000 and 2003.

Mr Chan was an independent non-executive director of CRR Corporation Limited (a company listed on the Hong Kong Stock Exchange and the Shanghai Stock Exchange) from May 2015 to May 2018. He was also an independent non-executive director of Metallurgical Corporation of China Ltd. (a company listed on the Hong Kong Stock Exchange and the Shanghai Stock Exchange) and China Railway Signal & Communication Corporation Limited (a company listed on the Hong Kong Stock Exchange and the Shanghai Stock Exchange) from November 2014 to April 2020 and from August 2018 to January 2022 respectively.

# DIRECTORS AND SENIOR MANAGEMENT CONTINUED

## Biographies of Senior Management

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### **MR ROSS CARROLL, CHIEF FINANCIAL OFFICER**

Mr Carroll, aged 57, was appointed as CFO and a member of the Executive Committee of the Company in December 2015, with responsibility for Finance, Legal, Risk and Audit, Mergers and Acquisitions, and Project Services. He is also a director of a number of subsidiaries of the Company.

Prior to joining the Company, Mr Carroll was CEO and Managing Director of Macmahon Holdings Limited (a company listed on the Australian Securities Exchange), and previously held the positions of CFO and director of International Mining, and Chief Operating Officer of Mining at Macmahon Holdings Limited. Prior to that, he was CFO of Woodside Petroleum Limited, and also worked in senior financial roles within BHP Billiton Limited.

Mr Carroll has extensive experience in the mining industry and in corporate finance, capital management and business development. He holds a Bachelor's degree in Commerce from the University of Melbourne and is a Certified Public Accountant with the Australian Society of Certified Practising Accountants. Mr Carroll is a member of the Australian Institute of Company Directors and was previously a member of the Executive Committee of the Western Australian Chamber of Mines.

### **MR TROY HEY, EXECUTIVE GENERAL MANAGER – CORPORATE RELATIONS**

Mr Hey, aged 51, has served on the Executive Committee of the Company since August 2013 in his capacity as the Executive General Manager – Stakeholder Relations. His present role title is Executive General Manager – Corporate Relations. In this role, he is responsible for Stakeholder Relations, Corporate Affairs, Human Resources, Global Business Services and Technology. Mr Hey is also a director of a number of subsidiaries of the Company.

Prior to joining the Company as General Manager – Stakeholder and Investor Relations in April 2011, Mr Hey was the General Manager – Media and Reputation at Foster's Group since 2005. He was previously the Group Manager – Public Affairs for WMC Resources Limited, up to its acquisition by BHP Billiton Limited in 2005. Mr Hey began his career in economic and public policy consultancy at the Allen Consulting Group and Australian Centre for Corporate Public Affairs, before working across the aviation, entertainment and mining sectors.

Mr Hey has over 20 years' experience in government, media, community and investor relations, economic and public policy, industry association and communications management.

Mr Hey has dual degrees in Law and Commerce from the University of Melbourne and is the recipient of an Australia-Japan Foundation Language Scholarship at Kwansai Gakuin University, Nishinomiya, Japan.

### **MR WEI JIANXIAN, EXECUTIVE GENERAL MANAGER – AMERICAS**

Mr Wei, aged 56, has served on the Executive Committee of the Company since December 2019 in his capacity as the Executive General Manager – Americas. He is also a director of a number of subsidiaries of the Company.

Mr Wei was appointed as a director and the Chairman of Lumina Copper SAC in October 2020.

Prior to joining the Company, Mr Wei was the President of Minmetals Mining Holdings Limited. He previously held the positions of the President of Minmetals Hanxing Mining Co., Ltd and the President of Anhui Kaifa Mining Co., Ltd., managing the construction and operation of one of the China's largest underground mines.

Mr Wei has over 30 years of both open pit and underground mining experience covering operations management and mine planning.

Mr Wei is a Professoriate Senior Engineer of Mining and holds a Bachelor's degree in Mining Engineering from The Beijing Institute of Iron and Steel Engineering (now known as University of Science and Technology Beijing) in the PRC.

# DIRECTORS' REPORT

The board of directors of the Company (Board) is pleased to present the Annual Report together with the audited Financial Statements of the Group for the year ended 31 December 2021.

## PRINCIPAL ACTIVITIES

The principal activities of the Group during the financial year were exploration, development and mining of zinc, copper, gold, silver and lead deposits around the world.

The full details of the principal activities of the Company's subsidiaries are set out in Note 15 to the Consolidated Financial Statements.

An analysis of the Group's revenue for the year ended 31 December 2021 by reportable segments, together with their respective contributions to profit from operations (EBIT), is set out in Note 4 to the Consolidated Financial Statements.

## STRATEGY AND BUSINESS REVIEW

MMG's vision is to build the world's most respected mining company. We mine to create wealth for our people, host communities and shareholders with an ambition to double the size and value of MMG, and then double again by 2030.

MMG has established strong foundations that support future growth and development. The Company has four strategic drivers that are embedded into corporate planning and decision-making processes:

- **China Champion:** Building on the strength of the world's largest consumer of metals and mineral resources to create a sustainable competitive advantage.
- **Business Miner:** Adopting a mindset that leverages excellence in owning and operating mines to generate superior returns on investment, enhancing our ability to fund and deliver future growth.
- **Federation of MMG:** Embracing the advantages of an empowered and diverse operating structure with core group disciplines and guiding values that drive a unique way of working across our international footprint.
- **Delivering Progress:** Taking pride in mining's role in driving social progress through local, regional and national contributions and delivering materials for a changing world.

Aligned with achievement of its ambitions, the Company is structured along the following lines:

- **Operations:** Largely self-sufficient sites, with regional offices driving local efficiencies.
- **Group operations support:** A limited number of experts in areas critical to the operation of the global asset base.

- **Global services:** Lowest cost delivery of truly global and shared activities.
- **Corporate:** A lean corporate office, based in Melbourne and Beijing, focused on only what is needed to operate and govern a listed business and deliver inorganic growth.

The Board is committed to sustaining the successful model that brings together the best fit management team and a strong relationship with China that draws upon the strength of the world's largest commodities consumer, provides deep understanding of markets and access to its sources of funding.

The Company is focused on containing costs, continually improving productivity, growing its resource base and strengthening the balance sheet. This will enable the Company to step into its next phase of disciplined growth.

A review of the business of the Group during the year, possible risks and uncertainties that the Group may be facing, and a discussion on the Group's future business development are provided in the Chairman's Review, CEO's Report and the Management Discussion and Analysis in this Annual Report.

In addition to financial performance, the Group maintains a belief that a high standard of corporate social responsibility is essential for building good corporate and social relationships, motivating staff and creating sustainable returns. Further discussion on the Group's environmental policies and performance, relationships with its key stakeholders and compliance with relevant laws and regulations which have a significant impact on the Group is provided on pages 86 to 97 of this Annual Report.

## MAJOR CUSTOMERS AND SUPPLIERS

During the year, sales to the largest customer and the five largest customers in aggregate accounted for approximately 38.3% and approximately 78.3% of the total sales of the Group respectively. Purchases from the five largest suppliers to the Group in aggregate accounted for approximately 16.9% of the total purchases of the Group during the year.

Apart from CMC, the ultimate controlling Shareholder, having an interest of approximately 88.4% in one of the five largest customers, none of the Directors or any of their close associates or any Shareholders (which to the knowledge of the Directors, owned more than 5% of the total number of issued shares of the Company) had any beneficial interest in any of the five largest customers or suppliers of the Group.

# DIRECTORS' REPORT CONTINUED

## RESULTS AND APPROPRIATIONS

The results of the Group for the year ended 31 December 2021 are set out in the Consolidated Statement of Profit or Loss in the Financial Statements on page 105 of this Annual Report.

No interim dividend was declared for 2021 (2020: nil). The Board does not recommend the payment of a final dividend for the year ended 31 December 2021 (2020: nil).

## RESERVES

Movements in reserves of the Group during the year are set out in Note 24 to the Consolidated Financial Statements.

## DISTRIBUTABLE RESERVES

Details of the distributable reserves of the Company as at 31 December 2021 are set out in Note 24 to the Consolidated Financial Statements.

## PROPERTY, PLANT AND EQUIPMENT

Movements in property, plant and equipment during the year are set out in Note 12 to the Consolidated Financial Statements.

## BORROWINGS

Particulars of borrowings of the Group, as at 31 December 2021, are set out in Note 25 to the Consolidated Financial Statements.

During 2021, the Company and its subsidiaries continued to maintain loan agreements that included conditions imposing specific performance obligations on a controlling Shareholder. A breach of such an obligation would cause a default in respect of loans that are significant to the operations of the issuer, the details of which are set out below.

### LOAN AGREEMENTS WITH COVENANTS RELATING TO SPECIFIC PERFORMANCE OF THE CONTROLLING SHAREHOLDER

In accordance with the continuing disclosure requirements under Rule 13.21 of the Listing Rules, following are the details of the Group's facility agreements that contain covenants requiring specific performance obligations of the controlling Shareholders.

#### 1. Facilities granted by China Development Bank and Bank of China Limited, Sydney Branch to MMG Dugald River

On 27 June 2013, the Company, MMG Dugald River and certain other subsidiaries entered into a facility agreement

with CDB and BOC Sydney in relation to the financing of the development and construction of the Dugald River project for an amount up to US\$1.0 billion (Dugald River Facility). On 27 June 2016, the parties to the Dugald River Facility entered into an amendment agreement pursuant to which the Dugald River Facility was reduced to US\$550.0 million. On 9 January 2018, the Dugald River Facility was further amended to, among other things, reduce the security arrangements and relax covenant compliance requirements. The Dugald River Facility was available for drawdown until 27 June 2018, and was to be repaid by 28 June 2026. On 21 June 2021, the outstanding amount of US\$297.2 million was repaid in full and the Dugald River Facility terminated.

Pursuant to the terms of the amended Dugald River Facility, on the occurrence of the following events (among others), CDB and/or BOC Sydney were entitled to declare all outstanding loans under the facility immediately due and payable if:

- CMCL ceases to legally and beneficially own, directly or indirectly, at least 51% of the total number of issued shares of the Company; or
- CMCL ceases to have the power to:
  - (a) cast, or control the casting of, more than one half of the maximum number of votes that might be cast at a general meeting of the Company; or
  - (b) appoint or remove all, or the majority, of the directors or other equivalent officers of the Company; or
  - (c) give directions with respect to the Company's operating and financial policies with which the directors or other equivalent officers of the Company are obliged to comply.

#### 2. Facility granted by Industrial and Commercial Bank of China Limited to MMG Finance Limited

On 21 December 2020, MMG Finance Limited (MMG Finance) entered into a facility agreement (2020 ICBC Facility) pursuant to which ICBC agreed to provide MMG Finance with a US\$300.0 million revolving credit facility for a term of three years for general corporate purposes. As at 31 December 2021, the 2020 ICBC Facility was undrawn.

Under the 2020 ICBC Facility, an event of default will occur in the event that the Company ceases to be a subsidiary of CMN, or MMG Finance ceases to be a wholly owned subsidiary of the Company, and the lender is entitled to declare all outstanding loans under the facilities immediately due and payable.

# DIRECTORS' REPORT CONTINUED

### 3. Facilities granted by Bank of China Limited, Sydney Branch and Industrial and Commercial Bank of China Limited, Luxembourg Branch to Minera Las Bambas S.A.

On 21 August 2019, Minera Las Bambas S.A. entered into a US\$175.0 million three-year revolving loan facility for its operational funding requirements with each of BOC Sydney and ICBC Luxembourg (2019 Facilities). As at 31 December 2021, both of the 2019 Facilities were undrawn.

Under the 2019 Facilities, on the occurrence of the following events, BOC Sydney and/or ICBC Luxembourg may, by not less than 5 days' notice to Minera Las Bambas S.A., cancel commitments and declare all outstanding loans under their respective facility agreement immediately due and payable if:

- CMC ceases to beneficially hold more than 50% of the issued share capital of the Company; or
- CMC ceases to have the power, directly or indirectly, to:
  - (a) cast, or control the casting of, more than 50% of the maximum number of votes that might be cast at a general meeting of the Company; or
  - (b) appoint or remove all, or the majority, of the directors or other equivalent officers of the Company; or
  - (c) give directions with respect to the operating and financial policies of the Company with which the directors or other equivalent officers of the Company are obliged to comply.

The same control requirements are imposed on the Company in relation to its interest in and control of Minera Las Bambas S.A., failing which BOC Sydney and/or ICBC Luxembourg may also cancel commitments and declare all outstanding loans under their respective facility agreement immediately due and payable.

### 4. Facility granted by China Development Bank to MMG Limited

On 4 September 2020, the Company entered into a facility agreement (2020 CDB Facility) pursuant to which CDB agreed to provide the Company with a US\$85.0 million credit facility for a term of three years for general corporate purposes. The 2020 CDB Facility will be available for draw down during the first two years of the term. As at 31 December 2021, the amount of US\$5.0 million was outstanding under the 2020 CDB Facility.

Under 2020 CDB Facility, an event of default will occur in the event that CMN ceases to beneficially hold more than 51% of the issued share capital of the Company, and CDB is entitled to declare all outstanding loans under the facility immediately due and payable.

### 5. Facility granted by China Development Bank, Bank of China Limited, Sydney Branch, Industrial and Commercial Bank of China Limited, Macau Branch and The Export-Import Bank of China to Minera Las Bambas S.A.

On 19 October 2020, Minera Las Bambas S.A. entered into a US\$800.0 million three-year credit facility for its operational funding requirements with each of CDB, BOC Sydney, ICBC Macau and EXIM Bank (2020 Las Bambas Facility). As at 31 December 2021, the 2020 Las Bambas Facility was undrawn.

Under the 2020 Las Bambas Facility, on the occurrence of the following events, CDB, BOC Sydney, ICBC Macau and EXIM Bank may, by not less than 20 days' notice to Minera Las Bambas S.A., declare all outstanding loans under their respective facility agreement immediately due and payable if:

- CMC ceases to beneficially hold more than 50% of the issued share capital of the Company; or
- CMC ceases to have the power, directly or indirectly, to:
  - (a) cast, or control the casting of, more than 50% of the maximum number of votes that might be cast at a general meeting of the Company; or
  - (b) appoint or remove all, or the majority, of the directors or other equivalent officers of the Company; or
  - (c) give directions with respect to the operating and financial policies of the Company with which the directors or other equivalent officers of the Company are obliged to comply.

The same control requirements are imposed on the Company in relation to its interest in and control of Minera Las Bambas S.A., failing which CDB, BOC Sydney, ICBC Macau and EXIM Bank may also cancel commitments and declare all outstanding loans under their respective facility agreement immediately due and payable.

## FIVE-YEAR FINANCIAL SUMMARY

A summary of the results and of the assets and liabilities of the Group for the past five financial years is set out on pages 193 to 194 of this Annual Report.

## SHARE CAPITAL

Details of the movements in the Company's share capital are set out in Note 23 to the Consolidated Financial Statements.

# DIRECTORS' REPORT CONTINUED

## DONATIONS

Donations made by the Group during the year for charitable and community purposes amounted to approximately US\$476,680.

## DIRECTORS

The Directors who held office during the year and up to the date of this report are as follows:

### CHAIRMAN

Mr GUO Wenqing (Non-executive Director)  
(Resigned as a Non-executive Director and the Chairman of the Company on 5 January 2022)

Mr JIAO Jian (Non-executive Director)  
(Appointed as the Chairman of the Company on 5 January 2022)

### EXECUTIVE DIRECTORS

Mr GAO Xiaoyu (CEO)  
(Resigned as an Executive Director and the CEO of the Company on 5 January 2022)

Mr LI Liangang (Interim CEO)  
(Appointed as an Executive Director and the Interim CEO of the Company on 5 January 2022)

### NON-EXECUTIVE DIRECTORS

Mr ZHANG Shuqiang

Mr XU Jiqing

### INDEPENDENT NON-EXECUTIVE DIRECTORS

Dr Peter CASSIDY

Mr LEUNG Cheuk Yan

Mr CHAN Ka Keung, Peter

On 5 January 2022, Mr Li Liangang was appointed as an Executive Director and the Interim CEO of the Company. In accordance with article 77 of the articles of association of the Company, Mr Li will retire at the forthcoming annual general meeting of the Company (AGM) and, being eligible, offer himself for re-election.

In accordance with article 98 of the articles of association of the Company, Mr Jiao Jian will retire by rotation at the forthcoming AGM and, being eligible, offer himself for re-election.

In accordance with article 98 of the articles of association of the Company and Code Provisions B.2.2 and B.2.3 in the revised Appendix 14 of the Listing Rules with effect from 1 January 2022, Dr Peter Cassidy will retire by rotation at the forthcoming AGM and, being eligible, offer himself for re-election.

The Company has received from each of the Independent Non-executive Directors an annual confirmation of independence pursuant to Rule 3.13 of the Listing Rules and considers them to be independent.

## DIRECTORS' SERVICE CONTRACTS

No Director proposed for re-election at the forthcoming AGM has an unexpired service contract that is not determinable by the Company or any of its subsidiaries within one year without payment of compensation, other than normal statutory compensation.

## DIRECTORS' INTERESTS IN TRANSACTION, ARRANGEMENT OR CONTRACT OF SIGNIFICANCE

No contracts of significance to which the Company, any of its holding companies, or any of their subsidiaries was a party, in which a Director had a material interest, subsisted at the end of the year or at any time during the year.

# DIRECTORS' REPORT CONTINUED

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

As at 31 December 2021, the interests and short positions of the Directors and the CEO of the Company or any of their associates in the shares, underlying shares and debentures of the Company or any of its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (SFO)), which were required to be notified to the Company and the Hong Kong Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which they are taken or deemed to have under such provisions of the SFO), or which were required to be recorded in the register required to be kept pursuant to Section 352 of the SFO or which were required to be notified to the Company and the Hong Kong Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers as set out in Appendix 10 of the Listing Rules (Model Code) were as follows:

### LONG POSITION IN THE SHARES AND THE UNDERLYING SHARES OF THE COMPANY AS AT 31 DECEMBER 2021

Name of Director	Nature of Interest	Number of Underlying Shares Held			Approximate Percentage of Total Number of Issued Shares (%) <sup>3</sup>
		Number of Shares Held	Options	Performance Awards <sup>2</sup>	
GAO Xiaoyu <sup>1</sup>	Personal	-	-	21,754,763	0.25

Notes:

1. On 5 January 2022, Mr Gao Xiaoyu resigned as an Executive Director and the CEO of the Company. His interests in the 21,754,763 performance awards granted under 2019, 2020 and 2021 Performance Awards lapsed on the same day.
2. The Director's interests in the underlying shares of the Company are through performance awards granted by the Company, details of which are set out under the section headed 'Performance Awards' on pages 66 to 69 of this Annual Report.
3. The calculation is based on the number of shares and/or underlying shares as a percentage of the total number of issued shares of the Company (that is, 8,639,126,253 shares) as at 31 December 2021.

Save as disclosed above, as at 31 December 2021, none of the Directors or the CEO of the Company or any of their associates had any interests or short positions in any shares, underlying shares or debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO), which were required to be notified to the Company and the Hong Kong Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions, which they are taken or deemed to have under such provisions of the SFO), or which were required to be entered in the register required to be kept pursuant to Section 352 of the SFO or which were required to be notified to the Company and the Hong Kong Stock Exchange pursuant to the Model Code. In addition, none of the Directors or the CEO of the Company or any of their associates had been granted or had exercised any rights to subscribe for any equity or debt securities of the Company or any of its associated corporations (within the meaning of Part XV of the SFO) during the year ended 31 December 2021.

# DIRECTORS' REPORT CONTINUED

## DIRECTORS' INTERESTS IN COMPETING BUSINESSES

During the year ended 31 December 2021, the interests of Directors in a business that competes or is likely to compete with the businesses of the Group, as defined in the Listing Rules, are as follows:

1. Mr Guo Wenqing, a Non-executive Director and the former Chairman of the Company (resigned on 5 January 2022), is:
  - » a director and the President of CMC;
  - » the Chairman of CMCL; and
  - » the Chairman of China Metallurgical Group Corporation.
2. Mr Jiao Jian, a Non-executive Director of the Company (appointed as Chairman of the Company on 5 January 2022), is:
  - » a Vice President of CMC;
  - » a director and the President of CMCL; and
  - » the Chairman of CMN.
3. Mr Gao Xiaoyu, an Executive Director and the former CEO of the Company (resigned on 5 January 2022), is:
  - » a director of CMN; and
  - » a director of Top Create Resources Limited (Top Create).
4. Mr Zhang Shuqiang, a Non-executive Director of the Company, is:
  - » the General Manager of the Finance Department of CMC;
  - » a director of CMNH;
  - » a director of CMN;
  - » a director of Minmetals HK; and
  - » the Chairman of Minmetals Finance Co., Ltd..
5. Mr Xu Jiqing, a Non-executive Director of the Company, is:
  - » a director and the President of CMN.

Although the Group and the above companies are involved in businesses in the same industry, they are separate companies operated by separate and independent management. The Company is therefore capable of carrying on its business independently of, and at arm's length from, the CMC Group.

## PERMITTED INDEMNITY AND DIRECTORS' AND OFFICERS' LIABILITY INSURANCE

Pursuant to the articles of association of the Company and subject to the provisions of the Companies Ordinance, every Director or other officer of the Company shall be indemnified out of the assets of the Company against all loss and liabilities which he/she may sustain or incur in or about the execution of the duties of his/her office or otherwise in relation thereto, provided that such Article shall only have effect in so far as its provisions are not avoided by the Companies Ordinance. The Company has arranged appropriate Directors' and officers' liability insurance coverage for the Directors and officers of the Company during the year.

# DIRECTORS' REPORT CONTINUED

## SHARE OPTION SCHEME

### 2013 SHARE OPTION SCHEME

Pursuant to share option scheme adopted at the extraordinary general meeting of the Company (EGM) held on 26 March 2013 (2013 Share Option Scheme), options were granted to eligible participants under 2016 Options. As at 31 December 2021, there were a total of 4,074,630 options outstanding granted under 2016 Options, which represented approximately 0.05% of the total number of issued shares of the Company as at that date.

The following is a summary of the principal terms of the 2013 Share Option Scheme:

#### 1. Purpose

The purpose of the 2013 Share Option Scheme is to enable the Company to grant awards to selected employees of the Group as incentives or rewards for their contribution or potential contribution to the development and growth of the Group.

#### 2. Participants

The Company may grant an option to anyone who is an employee of the Company, its subsidiaries or any other company that is associated with the Company and is so designated by the Directors on the date of grant.

#### 3. Total number of shares available for issue under the 2013 Share Option Scheme

The total number of shares available for issue under the 2013 Share Option Scheme is 454,761,265 shares, representing approximately 5.26% of the total number of issued shares of the Company as at the date of this report.

#### 4. Maximum entitlement of each participant

No option may be granted to any eligible person which, if exercised in full, would result in the total number of shares issued and to be issued upon exercise of the options already granted and to be granted to such eligible person under the 2013 Share Option Scheme (including exercised, cancelled and outstanding options) in the 12-month period up to and including the date of such new grant exceeding 1% of the total number of issued shares of the Company as at the date of such new grant. Any grant of further options above this limit shall be subject to the requirements under the Listing Rules.

#### 5. Period within which the shares must be taken up under an option

The Board may in its absolute discretion determine the period during which an option may be exercised, save that such period shall not be more than 10 years from the date on which such option is granted and accepted subject to the provisions for early termination.

#### 6. Minimum period for which an option must be held before it can be exercised

The minimum period for which an option must be held before it can be exercised is 12 months from the date of grant, subject to the Board having the right to determine a longer minimum period at the time of granting the option.

#### 7. Time of acceptance and the amount payable on acceptance of the option

No amount is payable upon application or acceptance of an option.

#### 8. Basis of determining the exercise price

The exercise price shall be determined by the Board at the time of grant of the relevant option and shall not be less than the highest of:

- » the closing price per share of the Company as stated in the Hong Kong Stock Exchange's daily quotations sheet on the date of grant of the relevant option; and
- » an amount equivalent to the average closing price per share of the Company as stated in the Hong Kong Stock Exchange's daily quotations sheets for the five business days immediately preceding the date of grant of the relevant option.

#### 9. The remaining life of the 2013 Share Option Scheme

The 2013 Share Option Scheme will terminate on 26 March 2023 unless terminated earlier by the Board.

# DIRECTORS' REPORT CONTINUED

## 2016 Options

On 15 December 2016, the Company granted options to the eligible participants pursuant to the 2013 Share Option Scheme (2016 Options). There were 4,074,630 options outstanding as at 31 December 2021, which represented approximately 0.05% of the total number of issued shares of the Company as at that date.

During the year ended 31 December 2021, the movements of the 2016 Options were as follows:

Category of Participant	Date of Grant <sup>1</sup>	Exercise Price per Share (HK\$)	Exercise Period <sup>2</sup>	Number of Options				Balance as at 31 December 2021
				Balance as at 1 January 2021	Granted During the Year	Exercised During the Year <sup>3</sup>	Lapsed During the Year <sup>4</sup>	
Employees of the Group	15 December 2016	2.29	4 years after the date of vesting	11,192,385	-	(6,257,076)	(860,679)	4,074,630
<b>Total</b>				<b>11,192,385</b>	<b>-</b>	<b>(6,257,076)</b>	<b>(860,679)</b>	<b>4,074,630</b>

### Notes:

- The closing price of the shares of the Company immediately before the date on which the options were granted on 15 December 2016 was HK\$2.25 per share.
- The vesting and performance period of the options is three years from 1 January 2016 to 31 December 2018, with 60% of vested options exercisable from 1 January 2019 and 40% of the vested options subject to a 12-month exercise deferral period, such options being exercisable after 1 January 2020. The vesting of options is conditional upon the achievement of certain performance conditions as set out in the respective letters of grant including, among others, achievement of resources growth and market-related performance targets during the vesting period. Options vest on a percentage basis based on the target performance level achieved. Achievement of the Company and individual performance conditions have resulted in 33.33% of the 2016 Options granted to participants vesting on 22 May 2019.
- The weighted average closing price of the shares of the Company immediately before the date on which the options were exercised was HK\$4.68.
- Options lapsed due to cessation of employment.
- No options were cancelled during the period.

# DIRECTORS' REPORT CONTINUED

## PERFORMANCE AWARDS

Pursuant to the performance awards granted under the Long-Term Incentive Equity Plan, performance awards were granted to eligible participants under the 2018 Performance Awards, 2019 Performance Awards, 2020 Performance Awards and 2021 Performance Awards. As at 31 December 2021, there were a total of 101,556,419 performance awards outstanding granted under the 2019 Performance Awards, 2020 Performance Awards and 2021 Performance Awards, which represented approximately 1.18% of the total number of issued shares of the Company as at that date.

### 2018 PERFORMANCE AWARDS

On 29 June 2018, the Company granted performance awards to the eligible participants pursuant to the Long-Term Incentive Equity Plan (2018 Performance Awards). There were no performance awards outstanding as at 31 December 2021.

During the year ended 31 December 2021, the movements of the 2018 Performance Awards were as follows:

Category of Participant	Date of Grant <sup>1</sup>	Number of Performance Awards					Balance as at 31 December 2021
		Balance as at 1 January 2021	Granted During the Year	Vested During the Year	Cancelled During the Year	Lapsed During the Year <sup>2</sup>	
Employees of the Group	29 June 2018	7,002,799	-	(835,659)	-	(6,167,140)	-
<b>Total</b>		<b>7,002,799</b>	<b>-</b>	<b>(835,659)</b>	<b>-</b>	<b>(6,167,140)</b>	<b>-</b>

Notes:

- The vesting and performance period of the performance awards is three years from 1 January 2018 to 31 December 2020. The vesting of performance awards is conditional upon the achievement of certain performance conditions as set out in the respective letters of grant including, among others, achievement of resources growth and market-related performance targets during the vesting period. Performance awards vest on a percentage basis based on the threshold and target performance levels achieved. Portions of the vested performance awards will be subject to holding locks for various periods of up to two years after vesting. The performance awards are granted for nil cash consideration. Achievement of the Company and individual performance conditions have resulted in 16.7% of the 2018 Performance Awards granted to participants vesting on 10 June 2021.
- Performance awards lapsed due to cessation of employment and non-achievement of performance conditions during the vesting period.

# DIRECTORS' REPORT CONTINUED

## 2019 PERFORMANCE AWARDS

On 3 May 2019, the Company granted performance awards to the eligible participants pursuant to the Long-Term Incentive Equity Plan (2019 Performance Awards). There were 17,400,963 performance awards outstanding as at 31 December 2021, representing approximately 0.20% of the total number of issued shares of the Company as at that date.

During the year ended 31 December 2021, the movements of the 2019 Performance Awards were as follows:

Category and Name of Participant	Date of Grant <sup>2</sup>	Number of Performance Awards					Balance as at 31 December 2021
		Balance as at 1 January 2021	Granted During the Year	Vested During the Year	Cancelled During the Year	Lapsed During the Year <sup>3</sup>	
<b>Director</b>							
GAO Xiaoyu <sup>1</sup>	3 May 2019	5,604,754	-	-	-	-	5,604,754
<b>Employees of the Group</b>							
	3 May 2019	12,845,086	-	-	-	(1,048,877)	11,796,209
<b>Total</b>		<b>18,449,840</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>(1,048,877)</b>	<b>17,400,963</b>

Notes:

1. On 5 January 2022, Mr Gao Xiaoyu resigned as an Executive Director and the CEO of the Company. His interests in the 5,604,754 performance awards lapsed on the same day.
2. The vesting and performance period of the performance awards is three years from 1 January 2019 to 31 December 2021. The time of vesting will be on or around June 2022. The vesting of performance awards is conditional upon the achievement of certain performance conditions as set out in the respective letters of grant including, among others, achievement of resources growth and market-related performance targets during the vesting period. Performance awards vest on a percentage basis based on the threshold and target performance levels achieved. Portions of the vested performance awards will be subject to holding locks for various periods of up to two years after vesting. The performance awards are granted for nil cash consideration.
3. Performance awards lapsed due to cessation of employment.

# DIRECTORS' REPORT CONTINUED

## 2020 PERFORMANCE AWARDS

On 29 April 2020, the Company granted performance awards to the eligible participants pursuant to the Long-Term Incentive Equity Plan (2020 Performance Awards). There were 63,573,192 performance awards outstanding as at 31 December 2021, representing approximately 0.74% of the total number of issued shares of the Company as at that date.

During the year ended 31 December 2021, the movements of the 2020 Performance Awards were as follows:

Category and Name of Participant	Date of Grant <sup>3</sup>	Number of Performance Awards					Balance as at 31 December 2021
		Balance as at 1 January 2021	Granted During the Year	Vested During the Year	Cancelled During the Year	Lapsed During the Year <sup>4</sup>	
<b>Director</b>							
GAO Xiaoyu <sup>1</sup>	29 April 2020	12,130,042	-	-	-	-	12,130,042
<b>Employees of the Group<sup>2</sup></b>	29 April 2020	57,440,413	-	-	-	(5,997,263)	51,443,150
<b>Total</b>		<b>69,570,455</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>(5,997,263)</b>	<b>63,573,192</b>

Notes:

- On 5 January 2022, Mr Gao Xiaoyu resigned as an Executive Director and the CEO of the Company. His interests in the 12,130,042 performance awards lapsed on the same day.
- The Employees of the Group includes Mr Li Liangang who was the Executive General Manager – Australia and Commercial prior to his appointment as an Executive Director and the Interim CEO of the Company on 5 January 2022. He was granted 2,295,115 performance awards on 29 April 2020.
- The vesting and performance period of the performance awards is three years from 1 January 2020 to 31 December 2022. The time of vesting will be on or around June 2023. The vesting of performance awards is conditional upon the achievement of certain performance conditions as set out in the respective letters of grant including, among others, achievement of resources growth, financial and market-related performance targets during the vesting period. Performance awards vest on a percentage basis based on the threshold and target performance levels achieved. Portions of the vested performance awards will be subject to holding locks for various periods of up to two years after vesting. The performance awards are granted for nil cash consideration.
- Performance awards lapsed due to cessation of employment.

# DIRECTORS' REPORT CONTINUED

## 2021 PERFORMANCE AWARDS

On 21 June 2021, the Company granted performance awards to the eligible participants pursuant to the Long-Term Incentive Equity Plan (2021 Performance Awards). There were 20,582,264 performance awards outstanding as at 31 December 2021, representing approximately 0.24% of the total number of issued shares of the Company as at that date.

During the year ended 31 December 2021, the movements of the 2021 Performance Awards were as follows:

Category and Name of Participant	Date of Grant <sup>3</sup>	Number of Performance Awards					Balance as at 31 December 2021
		Balance as at 1 January 2021	Granted During the Year	Vested During the Year	Cancelled During the Year	Lapsed During the Year <sup>4</sup>	
<b>Director</b>							
GAO Xiaoyu <sup>1</sup>	21 June 2021	-	4,019,967	-	-	-	4,019,967
<b>Employees of the Group<sup>2</sup></b>	21 June 2021	-	17,286,814	-	-	(724,517)	16,562,297
<b>Total</b>		-	<b>21,306,781</b>	-	-	<b>(724,517)</b>	<b>20,582,264</b>

Notes:

- On 5 January 2022, Mr Gao Xiaoyu resigned as an Executive Director and the CEO of the Company. His interests in the 4,019,967 performance awards lapsed on the same day.
- The Employees of the Group includes Mr Li Liangang who was the Executive General Manager – Australia and Commercial prior to his appointment as an Executive Director and the Interim CEO of the Company on 5 January 2022. He was granted 760,615 performance awards on 21 June 2021.
- The vesting and performance period of the performance awards is three years from 1 January 2021 to 31 December 2023. The time of vesting will be on or around June 2024. The vesting of performance awards is conditional upon the achievement of certain performance conditions as set out in the respective letters of grant including, among others, achievement of resources growth, financial and market-related performance targets during the vesting period. Performance awards vest on a percentage basis based on the threshold and target performance levels achieved. Portions of the vested performance awards will be subject to holding locks for various periods of up to two years after vesting. The performance awards are granted for nil cash consideration.
- Performance awards lapsed due to cessation of employment.

# DIRECTORS' REPORT CONTINUED

## SUBSTANTIAL SHAREHOLDERS' INTERESTS AND SHORT POSITIONS IN THE SHARES AND UNDERLYING SHARES OF THE COMPANY

So far as is known to the Directors and the CEO of the Company, as at 31 December 2021, the following persons had interests or short positions in the shares or underlying shares of the Company that were required to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO, or that were recorded in the register required to be kept by the Company under Section 336 of the SFO:

### LONG POSITION IN THE SHARES OF THE COMPANY AS AT 31 DECEMBER 2021

Name of Substantial Shareholder	Capacity	Number of Shares Held <sup>1</sup>	Approximate Percentage of Total Number of Issued Shares (%) <sup>2</sup>
China Minmetals Corporation (CMC)	Interest of controlled corporations	5,847,166,374	67.68
China Minmetals Corporation Limited (CMCL)	Interest of controlled corporations	5,847,166,374	67.68
China Minmetals Non-ferrous Metals Holding Company Limited (CMNH)	Interest of controlled corporations	5,847,166,374	67.68
China Minmetals Non-ferrous Metals Company Limited (CMN)	Interest of controlled corporations	5,847,166,374	67.68
Album Enterprises Limited (Album Enterprises)	Interest of controlled corporations	5,847,166,374	67.68
China Minmetals H.K. (Holdings) Limited (Minmetals HK)	Beneficial owner	5,847,166,374	67.68

Notes:

1. Minmetals HK is owned as to approximately 39.04%, 38.95% and 22.01% by CMCL, Album Enterprises and Top Create respectively. Album Enterprises and Top Create are wholly owned by CMN that, in turn, is owned as to approximately 99.999% and 0.001% by CMNH and CMCL respectively. CMNH is a wholly owned subsidiary of CMCL. CMCL is owned as to approximately 87.5% by CMC and approximately 0.8% by China National Metal Products Co. Ltd. that, in turn, is a wholly owned subsidiary of CMC. Accordingly, each of CMC, CMCL, CMNH, CMN and Album Enterprises was deemed as interested in the 5,847,166,374 shares of the Company held by Minmetals HK.
2. The calculation is based on the number of shares that each person is interested in (whether directly/indirectly interested or deemed to be interested) as a percentage of the total number of issued shares (that is, 8,639,126,253 shares) of the Company as at 31 December 2021.

Save as disclosed above, as at 31 December 2021, there was no other person who was recorded in the register of the Company, as having an interest or short positions in the shares or underlying shares of the Company who was required to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO, or who was recorded in the register required to be kept by the Company under Section 336 of the SFO.

# DIRECTORS' REPORT CONTINUED

## CONNECTED TRANSACTIONS

During the year ended 31 December 2021 the Group had the following material connected transactions, details of which are set out below:

- On 2 December 2020, the Company announced that it had resolved to satisfy the Performance Awards in respect of the 2018, 2019 and 2020 Performance Awards, to the extent they vest in accordance with their terms, by way of issue and allotment of an aggregate of up to 104,451,681 new Award Shares pursuant to the general mandate granted to the Board at the AGM held on 21 May 2020. Certain incentive participants under the Company's Long-Term Incentive Equity Plan are directors of the Company and/or directors of Significant Subsidiaries of the Company, each of whom is a connected person of the Company under the Listing Rules. Accordingly, the proposed issuance of new Award Shares by the Company to such incentive participants, to the extent that the relevant performance awards vest in accordance with their terms (of up to 42,916,206 new Award Shares), will constitute non-exempt connected transactions of the Company under Chapter 14A of the Listing Rules and shall be subject to, among others, approval by the Independent Shareholders at an EGM.

On 10 February 2021, the Company despatched (i) a Circular to provide Shareholders with details of the issue of new Award Shares, advice from the Independent Board Committee and advice from Somerley Capital Limited to the Independent Board Committee and the Independent Shareholders, in relation to the issue of new Award Shares and (ii) a Notice of Meeting to Shareholders convening an EGM on 4 March 2021 at which the issue of Award Shares was considered. The issue of the new Award Shares was approved by the shareholders entitled to vote at the EGM.

- On 2 May 2021, the Company announced that Minera Las Bambas S.A. (MLB) had entered into agreements with China 19th Metallurgical Corporation Sucursal Peru (MCC19) for the execution of the construction and installation of a third ball mill at Las Bambas, and associated works, including the installation of harmonic filters in the mill. The construction works were valued at up to approximately US\$22.0 million, and the installation works at up to approximately US\$2.2 million. During 2021, approximately US\$15.2 million and US\$1.7 million was paid to MCC19 respectively, pursuant to the terms of the agreements.

MCC19 is a wholly owned subsidiary of CMC, the ultimate controlling shareholder of the Company, and is therefore an associate of CMC and a connected person of the Company under the Listing Rules. As a result, the agreements with MLB constitute connected transactions for the Company under Chapter 14A of the Listing Rules.

- On 15 June 2021, the Company announced that MLB had entered into agreements with MCC19 for the execution of civil and electromechanical works associated with the construction of transmission lines valued at approximately US\$4.2 million, and the construction of fuel tanks, a water tank and emulsion silos valued at approximately US\$8.3 million. During 2021, approximately US\$2.9 million and US\$5.8 million was paid to MCC19 respectively, pursuant to the terms of the agreements.

MCC19 is a wholly owned subsidiary of CMC, the ultimate controlling shareholder of the Company, and is therefore an associate of CMC and a connected person of the Company under the Listing Rules. As a result, the agreements with MLB constitute connected transactions for the Company under Chapter 14A of the Listing Rules.

## CONTINUING CONNECTED TRANSACTIONS

During the year ended 31 December 2021, the Group had the following material continuing connected transactions, details of which are set out below:

- On 27 June 2014, MMG South America Company Limited (MMG SA) entered into an agreement with CMN in relation to the sale of copper concentrate to be purchased by MMG SA from the Las Bambas Project to the CMN Group (Las Bambas CMN Copper Sale Framework Agreement), subject to the approval of the Independent Shareholders. The Independent Shareholders approved the Las Bambas CMN Copper Sale Framework Agreement, and the proposed annual caps on sales, at an EGM held on 21 July 2014.

On 11 January 2016, pursuant to the terms of the Las Bambas CMN Copper Sale Framework Agreement, MMG SA and CMN entered into an agreement to set out the specific terms on which the sale and purchase of the copper concentrate between CMN and MMG SA will be made (Las Bambas CMN Copper Concentrate Offtake Agreement).

In accordance with the Las Bambas CMN Copper Sale Framework Agreement, the term of the Las Bambas CMN Copper Concentrate Offtake Agreement is for the term of the life of the Las Bambas mine. The annual caps with respect to the Las Bambas CMN Copper Sale Framework Agreement are set as a fixed quantity of copper contained in copper concentrate from the Las Bambas Project to be sold by MMG SA to members of the CMN Group in a year, which for the year commencing 1 January 2021 was set at 277,000 tonnes. During the year ended 31 December 2021, approximately 172,000 tonnes of copper contained in copper concentrate were sold by MMG SA to members of the CMN Group under the Las Bambas CMN Copper Concentrate Offtake Agreement.

# DIRECTORS' REPORT CONTINUED

CMN is a controlling Shareholder, and is therefore a connected person of the Company under the Listing Rules. Accordingly, the Las Bambas CMN Copper Sale Framework Agreement and Las Bambas CMN Copper Concentrate Offtake Agreement constitute continuing connected transactions for the Company under Chapter 14A of the Listing Rules.

2. On 11 January 2016, pursuant to the Shareholders' Agreement, MLB and CITIC Metal Peru Investment Limited (CITIC) entered into an agreement for the sale and purchase of CITIC's entitlement to copper concentrate from the Las Bambas mine (CITIC Copper Concentrate Offtake Agreement). The term of the CITIC Copper Concentrate Offtake Agreement is for the term of the life of the Las Bambas mine. The annual caps with respect to the CITIC Copper Sale Framework Agreement are set as a fixed quantity of copper contained in copper concentrate from the Las Bambas Project to be sold by MLB to CITIC in a year, which for the year commencing 1 January 2021 was set at 127,000 tonnes. During the year ended 31 December 2021, approximately 74,000 tonnes of copper contained in copper concentrate were sold by MLB to CITIC under the CITIC Copper Concentrate Offtake Agreement.

As CITIC controls more than 10% of the total number of issued shares of MMG SAM, it is a substantial shareholder of MMG SAM. CITIC is therefore a connected person of the Company and the transactions contemplated under the CITIC Copper Concentrate Offtake Agreement constitute continuing connected transactions of the Company under Chapter 14A of the Listing Rules.

3. On 13 July 2017 (Hong Kong time), the Company announced that MLB and China Minmetals Nonferrous Metals Peru SAC (Minmetals Peru) entered into the Las Bambas Grinding Media Supply Agreement for the Las Bambas operation for an initial term of 6 months.

On 22 December 2017 (Hong Kong time) and on 31 December 2018, MLB elected to exercise options to extend the Las Bambas Grinding Media Supply Agreement, each for a further period of 12 months.

On 18 December 2019, MLB elected to exercise its final option to extend the Las Bambas Grinding Media Supply Agreement for a further period of 6 months.

The Las Bambas Grinding Media Supply Agreement expired on 30 June 2020, however, orders placed under the Las Bambas Grinding Media Supply Agreement prior to its expiry continued to be delivered during the remainder of 2020 and the first half of 2021.

The cap for the period to 30 June 2020 under the Las Bambas Grinding Media Supply Agreement was US\$8.0 million. For the period ended 31 December 2021, the orders placed under the Las Bambas Grinding Media Supply Agreement prior to 30 June 2020, to the value of approximately US\$3.0 million, were continued to be delivered during 2021. These deliveries have now ceased.

Minmetals Peru is a wholly owned subsidiary of CMC and is therefore an associate of CMC and a connected person of the Company under the Listing Rules. Accordingly, the Las Bambas Grinding Media Supply Agreement constitutes a continuing connected transaction for the Company under Chapter 14A of the Listing Rules.

4. On 4 July 2019, MMG Australia Limited (MMG Australia) entered into an agreement with Album Trading Co., Ltd. (Album Trading) in relation to the sale of concentrate from the Rosebery mine by MMG Australia to Album Trading (Rosebery Concentrate Sales Agreement) for the period from 1 January 2020 to 31 December 2021. The annual cap for sales for each year of this agreement was US\$50.0 million.

On 24 December 2020, the Company announced that the value of transactions under the Rosebery Concentrate Sales Agreement had exceeded the annual cap for the financial year ending 31 December 2020, as a result of both higher than expected production levels at the Rosebery Mine and copper, gold and silver prices. For the same reasons, the Company expected that the amount payable under the Rosebery Concentrate Sales Agreement for the year ending 31 December 2021 would be higher than originally estimated. Accordingly, the Directors (including the Independent Non-executive Directors but excluding the Interested Directors) (i) ratified the transactions under the Rosebery Concentrate Sales Agreement and approved a revised annual cap for the financial year ending 31 December 2020 of US\$85.0 million and (ii) approved a revised annual cap for the year ending 31 December 2021 of US\$100.0 million.

During the year ended 31 December 2021, sales of approximately US\$85.0 million were transacted under the Rosebery Concentrate Sales Agreement.

On 9 December 2021, MMG Australia entered into an agreement with Minmetals North-Europe in relation to the sale of concentrate for the period from 1 January 2022 to 31 December 2023. The annual cap for sales for each year of this agreement is \$100.0 million.

Album Trading and Minmetals North Europe are each a wholly owned subsidiary of CMC, the ultimate controlling shareholder of the Company, and is therefore an associate of CMC and a connected person of the

# DIRECTORS' REPORT CONTINUED

Company under the Listing Rules. Accordingly, the agreements with MMG Australia constitute continuing connected transactions for the Company under Chapter 14A of the Listing Rules.

5. On 5 December 2018, the Company announced that MMG Dugald River had entered into a zinc concentrate sales agreement with Minmetals North-Europe for sales of approximately 100,000 - 120,000 dry metric tonnes of zinc during 2019, 2020 and 2021 with an annual cap of US\$130.0 million per year (Dugald River Zinc Concentrate Sales Agreement).

During the year ended 31 December 2021, sales of approximately US\$121.0 million were transacted under the Dugald River Zinc Concentrate Sales Agreement.

On 16 December 2021, MMG Dugald River entered into an agreement with Minmetals North-Europe in relation to the sale of zinc concentrate for the period from 1 January 2022 to 31 December 2024. The annual cap for sales for each year of this agreement is \$145.0 million.

Minmetals North-Europe is a wholly owned subsidiary of CMC, the ultimate controlling shareholder of the Company, and is therefore an associate of CMC and a connected person of the Company under the Listing Rules. As a result, the agreement with MMG Dugald River constitutes a continuing connected transaction for the Company under Chapter 14A of the Listing Rules.

6. During 2021, each of MLB, MMG Dugald River and MMG Finance, each a subsidiary of the Company, entered into separate agreements with Minmetals (U.K.) Limited (Minmetals UK) in relation to the provision of agency services by Minmetals UK for executing certain commodity and quotational period (QP) hedging transactions on the LME or with financial institutions on behalf of each respective subsidiary (Commodity Hedging Agency Agreements).

The annual cap applicable to the service charges to be paid by each of the subsidiaries in aggregate to Minmetals UK under the Commodity Hedging Agency Agreements was set at US\$6.0 million. During the year ended 31 December 2021, US\$3.35 million in service charges payable to Minmetals UK were incurred by the subsidiaries.

Minmetals UK is a wholly owned subsidiary of CMC, the ultimate controlling shareholder of the Company, and is therefore an associate of CMC and a connected person of the Company under the Listing Rules. As a result, the Commodity Hedging Agency Agreements constitute continuing connected transactions for the Company under Chapter 14A of the Listing Rules.

7. On 30 July 2020, the Company announced that it had entered into shipping framework agreement with Minmetals Logistics Group Co., Ltd (Minmetals Logistics) in relation to the provision of ocean transport by Minmetals Logistics for the shipment of the products of the Group (Shipping Framework Agreement) during 2020, 2021 and 2022 with annual caps of US\$10.0 million for 2020 and US\$23.0 million for each of 2021 and 2022.

During the year ended 31 December 2021, services to the value of approximately US\$11.5 million were provided by Minmetals Logistics under the Shipping Framework Agreement.

Minmetals Logistics is a wholly owned subsidiary of CMC, the ultimate controlling shareholder of the Company, and is therefore an associate of CMC and a connected person of the Company under the Listing Rules. As a result, the Shipping Framework Agreement constitutes a continuing connected transaction for the Company under Chapter 14A of the Listing Rules.

8. On 2 September 2020, the Company announced that MLB had entered into molybdenum concentrate sales agreements with each of China Tungsten and Hightech Materials Co., Ltd. (China Tungsten) and CMN for sales of molybdenum concentrate during 2020, 2021 and 2022 with an annual cap of US\$15.0 million for each of China Tungsten and CMN for 2020 and US\$35.0 million for each of China Tungsten and CMN for each of 2021 and 2022 (Las Bambas Molybdenum Concentrate Sales Framework Agreements).

During the year ended 31 December 2021, sales of approximately US\$14.2 million were transacted under the agreement with CMN, and sales of approximately US\$9.0 million transacted under the agreement with China Tungsten.

China Tungsten is a wholly owned subsidiary of CMC, the ultimate controlling shareholder of the Company, and is therefore an associate of CMC and a connected person of the Company under the Listing Rules. CMN is the controlling shareholder of the Company and is therefore a connected person of the Company under the Listing Rules. As a result, the Las Bambas Molybdenum Concentrate Sales Framework Agreements each constitute a continuing connected transaction for the Company under Chapter 14A of the Listing Rules.

Upon the completion of the acquisition of Minerals and Metals Group on 31 December 2010, the following material continuing transaction became a continuing connected transaction under Chapter 14A of the Listing Rules (Grandfathered Continuing Connected Transaction) and details of this transaction for the year ended 31 December 2021 are set out below:

# DIRECTORS' REPORT CONTINUED

9. On 10 June 2010, MMG Management Pty Ltd, a wholly owned subsidiary of the Company, entered into a loan facility agreement with Album Enterprises (Grandfathered MMG Loan Facility) pursuant to which MMG Management Pty Ltd agreed to make loan facilities available to Album Enterprises on an uncommitted basis. During the year ended 31 December 2021, no amounts were advanced or outstanding under the Grandfathered MMG Loan Facility. Album Enterprises is a substantial Shareholder and is therefore a connected person of the Company under the Listing Rules. Accordingly, the Grandfathered MMG Loan Facility constitutes a Grandfathered Continuing Connected Transaction for the Company and the Company will comply with Listing Rule 14A.60 in respect of this transaction.

The Company has followed its pricing policies and guidelines when determining the price and terms of the connected transactions and continuing connected transactions conducted during the year.

## REVIEW OF CONTINUING CONNECTED TRANSACTIONS

The continuing connected transactions described above for the year ended 31 December 2021 have been reviewed by the Independent Non-executive Directors of the Company.

The Independent Non-executive Directors of the Company have confirmed that the continuing connected transactions have been entered into:

- (a) the ordinary and usual course of business of the Group;
- (b) either on normal commercial terms or better; and
- (c) in accordance with the respective terms of the Las Bambas CMN Copper Sale Framework Agreement, the Las Bambas CMN Copper Concentrate Offtake Agreement, the CITIC Copper Concentrate Offtake Agreement, the Las Bambas Grinding Media Supply Agreement, the Rosebery Concentrate Sales Agreement, the Dugald River Zinc Concentrate Sales Agreement, the Commodity Hedging Agency Agreements, the Shipping Framework Agreement and the Las Bambas Molybdenum Concentrate Sales Framework Agreements that are fair and reasonable, in the interests of the Shareholders as a whole.

The Company's auditor was engaged to report on the Group's continuing connected transactions in accordance with the Hong Kong Standard on Assurance Engagements 3000 (Revised) 'Assurance Engagements Other Than Audits or Reviews of Historical Financial Information' and with reference to Practice Note 740 'Auditor's Letter on

Continuing Connected Transactions under the Hong Kong Listing Rules' issued by the Hong Kong Institute of Certified Public Accountants. The auditor has issued their unqualified letter containing its conclusion in respect of the continuing connected transactions for the year ended 31 December 2021 disclosed above in accordance with Rule 14A.56 of the Listing Rules. A copy of the auditor's letter has been provided by the Company to the Hong Kong Stock Exchange.

In addition, the auditor of the Company has confirmed to the Board that nothing has come to their attention that causes them to believe that the above continuing connected transactions for the year ended 31 December 2021:

- (a) have not been approved by the Board;
- (b) were not, in all material respects, in accordance with the pricing policies of the Group where the transactions involve the provision of goods or services by the Group;
- (c) were not entered into, in all material respects, in accordance with the relevant agreements governing such transactions; and
- (d) the Las Bambas CMN Copper Sale Framework Agreement, the Las Bambas CMN Copper Concentrate Offtake Agreement, the CITIC Copper Concentrate Offtake Agreement, the Las Bambas Grinding Media Supply Agreement, the Rosebery Concentrate Sales Agreement, the Dugald River Zinc Concentrate Sales Agreement, the Commodity Hedging Agency Agreements, the Shipping Framework Agreement and the Las Bambas Molybdenum Concentrate Sales Framework Agreements have exceeded the respective annual caps or revised annual cap as disclosed in the announcements of the Company.

## CONTROLLING SHAREHOLDERS' INTERESTS IN CONTRACTS

On 22 July 2014 Top Create, a subsidiary of CMN, a controlling Shareholder, extended a loan facility for a principal sum of up to US\$2,262.0 million to MMG SA for a term of four years for the purpose of acquiring the Las Bambas Project. On 29 December 2017 and 22 December 2020, the Company announced that the loan facility was amended by the parties for the purpose of (among other things) extending the term of the loan from four years to eleven years, deferring payment dates and adjusting interest rates. Such loan facility was exempt from the announcement and reporting requirements of the Listing Rules with respect to connected transactions on the basis that it was unsecured and on normal commercial terms.

# DIRECTORS' REPORT CONTINUED

Particulars of other contracts of significance that exist between the Company (or one of its subsidiary companies) and a controlling Shareholder (or any of its subsidiaries) are set out under Connected Transactions on pages 71 to 74 of this Annual Report.

## RELATED PARTY TRANSACTIONS

Details of the related party transactions undertaken in the normal course of business are set out in Note 32 to the Consolidated Financial Statements.

Related party transactions set out in Note 32 to the Consolidated Financial Statements also constitute connected transactions and continuing connected transactions of the Company under the Listing Rules. The Company has complied with the disclosure requirements in accordance with Chapter 14A of the Listing Rules except for those transactions that are exempt from the disclosure requirements in Chapter 14A of the Listing Rules.

## MANAGEMENT CONTRACTS

No contracts concerning the management and administration of the whole or any substantial part of the business of the Company were entered into or existed during the year.

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

During the year ended 31 December 2021, neither the Company nor any of its subsidiaries purchased, sold or redeemed any of the Company's listed securities.

## EMOLUMENT POLICY

The Group's Emolument Policy is formulated by the Governance, Remuneration and Nomination Committee on the basis of employees' merit, market practice, qualifications and competence.

The determination of remuneration for the Directors takes into consideration factors such as remuneration paid by comparable companies, accountabilities of the Directors, applicable regional employment conditions. In the circumstance of Executive Directors, appropriate 'at-risk' performance-based remuneration is also provided.

The Company has adopted share option scheme and performance awards as incentives to the Executive Directors and eligible employees. Details of the share option scheme and performance awards are set out under the sections headed 'Share Option Scheme' and 'Performance Awards'. In relation to MMG, it has adopted both long-term and short-term 'at-risk' incentive plans to reward its Executive Directors and eligible employees and to align their incentive remuneration with the performance of MMG.

## RETIREMENT SCHEMES

Details of the Group's retirement schemes are set out in Note 11 to the Consolidated Financial Statements.

## DIRECTORS AND SENIOR MANAGEMENT

Particulars of the Directors and senior management of the Company are set out on pages 54 to 57 of this Annual Report.

## INDEPENDENT AUDITOR

The Consolidated Financial Statements have been audited by Deloitte Touche Tohmatsu who will retire at the forthcoming AGM and, being eligible, offer themselves for re-appointment.

## CORPORATE GOVERNANCE REPORT

Details of the Corporate Governance Report are set out on pages 76 to 85 of this Annual Report.

## SUFFICIENCY OF PUBLIC FLOAT

Based on information that is publicly available to the Company and within the knowledge of its Board, as at the latest practicable date prior to the printing of this report, the Company has maintained sufficient public float of not less than 25% of the Company's issued shares as required under the Listing Rules.

## EVENTS AFTER THE BALANCE SHEET DATE

Other than the matters outlined below, there have been no matters that have occurred subsequent to the reporting date, which have significantly affected, or may significantly affect, the Group's operations, results or state of affairs in future years.

- The Board has approved the progression of KEP.



By order of the Board

**JIAO Jian**  
**CHAIRMAN**

24 March 2022

# CORPORATE GOVERNANCE REPORT

The Company is committed to maintaining a high standard of corporate governance practices by emphasising a quality Board, sound internal controls, and transparency and accountability to all Shareholders.

## CORPORATE GOVERNANCE

The Corporate Governance Code and Corporate Governance Report (CG Code) set out in Appendix 14 of the Listing Rules has been amended and renamed the Corporate Governance Code (Revised CG Code). Part 2 of the Revised CG Code (Principles of good corporate governance, code provisions and recommended best practices) took effect on 1 January 2022. The Company has complied with all the code provisions set out in the CG Code throughout the year ended 31 December 2021, except for the deviations from code provision A.4.1 of the CG Code (deleted in the Revised CG Code) as explained under the section headed “Re-election of Directors”, code provisions A.2.7 and E.1.5 of the CG Code (code provisions C.2.7 and F.1.1 of the Revised CG Code) as explained under the section headed “Chairman of the Board and Chief Executive Officer” and “Dividend Policy” respectively and also code provision E.1.2 of the CG Code (code provision F.2.2 of the Revised CG Code) as explained below.

Code provision E.1.2 of the CG Code (code provision F.2.2 of the Revised CG Code) requires the Chairman of the Board to attend and answer questions at the AGM. Mr Guo Wenqing, the then Chairman of the Board, was not available for the AGM held on 20 May 2021 due to inability to travel to Hong Kong as a result of COVID-19 restrictions and conflicting business commitments. Accordingly, Mr Leung Cheuk Yan, an Independent Non-executive Director, a member of the Audit and Risk Management Committee and the Governance, Remuneration and Nomination Committee of the Company, was nominated by the Board to take the chair of the said meeting.

The Company adopted a Board Charter to outline the manner in which its constitutional powers and responsibilities will be exercised, delegated and discharged, having regard to principles of good corporate governance, international best practices and applicable laws. The Board Charter is adopted on the basis that strong corporate governance can add to the performance of the Company, create Shareholder value and engender the confidence of the investment market.

## DIRECTORS' SECURITIES TRANSACTIONS

The Company has adopted a model code for securities trading by Directors (Securities Trading Model Code) on terms no less exacting than the required standard of the Model Code.

Specific enquiry was made with all the Directors and all confirmed that they have complied with the requirements set out in the Model Code and the Securities Trading Model Code during the year ended 31 December 2021.

## BOARD

### COMPOSITION

The Board currently comprises seven Directors of which one is an Executive Director, three are Non-executive Directors and three are Independent Non-executive Directors.

The members of the Board as at the date of this report are as follows:

#### Executive Director

Mr LI Liangang (Interim CEO)  
(Appointed on 5 January 2022)

#### Non-executive Directors

Mr JIAO Jian (Chairman)  
(Appointed as Chairman on 5 January 2022)

Mr ZHANG Shuqiang

Mr XU Jiqing

#### Independent Non-executive Directors

Dr Peter CASSIDY

Mr LEUNG Cheuk Yan

Mr CHAN Ka Keung, Peter

The current Board possesses an appropriate balance of skills, experience and diversity of perspectives relevant to the management of the Company's business. The Directors' biographical information is set out on pages 54 to 57 under the section headed 'Directors and Senior Management' of this Annual Report.

### ROLE AND FUNCTION

The Board formulates overall strategies and policies of the Group. It also ensures the availability of adequate capital and managerial resources to implement the strategies adopted, the adequacy of systems of financial and internal control and the conduct of business in conformity with applicable laws and regulations. The Board members are fully committed to their roles and have acted in the best interests of the Group and its Shareholders at all times. There is no financial, business, family or other material/relevant relationship among the Directors.

All Directors are required to comply with Rule 3.08(d) of the Listing Rules to avoid actual and potential conflicts of interest and duty at all times. Directors are required to

# CORPORATE GOVERNANCE REPORT CONTINUED

declare their interest in the matters to be considered at each Board meeting and Board committee meeting. If a Director or any of his/her associates has material interest in the matter to be considered, the Director will not be counted in the quorum, nor allowed to vote at the meeting. The Director may also be required to withdraw from the meeting during discussion of the matter.

Board meetings are held regularly, approximately six times a year, and are also held on an ad hoc basis as required by business needs. Regular Board meetings and ad hoc Board meetings are attended by a majority of the Directors in person or through electronic means of communication.

During the year ended 31 December 2021, other than resolutions passed in writing by all the Directors, the Company held four regular Board meetings. The Company held an EGM on 4 March 2021 to approve the connected transaction in relation to the issue of new shares to connected persons under the Long-Term Incentive Equity Plan. The AGM was held on 20 May 2021.

The attendance of each Director at the Board meetings, the EGM and the AGM during the year ended 31 December 2021 is set out below. Figures in brackets indicate the maximum number of meetings held in the period in which the individual was a Board member.

Directors	Number of Meetings Attended		
	Board Meetings	EGM	AGM
<b>Executive Director</b>			
GAO Xiaoyu <sup>1</sup>	4/(4)	1/(1)	1/(1)
<b>Non-executive Directors</b>			
GUO Wenqing (Former Chairman) <sup>2</sup>	3/(4)	0/(1)	0/(1)
JIAO Jian (Chairman) <sup>3</sup>	4/(4)	0/(1)	0/(1)
ZHANG Shuqiang	4/(4)	0/(1)	0/(1)
XU Jiqing	4/(4)	0/(1)	0/(1)
<b>Independent Non-executive Directors</b>			
Peter CASSIDY	4/(4)	1/(1)	1/(1)
LEUNG Cheuk Yan	4/(4)	1/(1)	1/(1)
CHAN Ka Keung, Peter	4/(4)	1/(1)	1/(1)

Notes:

- Resigned as an Executive Director and the CEO of the Company on 5 January 2022. Mr Li Liangang was appointed as an Executive Director and the Interim CEO of the Company on the same day.
- Resigned as a Non-executive Director and the Chairman of the Company on 5 January 2022.
- Appointed as the Chairman of the Company on 5 January 2022.

## BOARD DIVERSITY

The Company has developed the Board Diversity Statement recognising and embracing the benefits of having a diverse Board to enhance the quality of its performance. With a view to achieving a sustainable and balanced development, the Company sees increasing diversity at the Board level as an essential element in supporting the attainment of its strategic objectives and its sustainable development.

In designing the Board's composition, the Company has considered Board diversity from a number of aspects, including but not limited to gender, age, cultural and educational background, ethnicity, professional experience, skills, knowledge and length of service.

All Board appointments will be based on merit, and candidates will be considered against objective criteria, having due regard to the benefits of diversity on the Board. The ultimate decision will be based on contribution that the selected candidate will bring to the Board.

The Board comprises members from a diverse background. The Company has at all times during the year had one Independent Non-executive Director who is a qualified accountant. One of the Independent Non-executive Directors is a qualified solicitor. Five Directors have experience sitting on the boards of other companies listed on the stock exchanges of Hong Kong, the PRC and Australia. Collectively the Directors have extensive experience in the metals and mining industry, trading, finance and accounting, business strategy, law, enterprise risk management and exposure or experience in various countries. Some of them are members of professional and/or industry bodies.

## CHAIRMAN OF THE BOARD AND CHIEF EXECUTIVE OFFICER

The Chairman of the Board currently is Mr Jiao Jian and Mr Li Liangang is the Interim CEO of the Company. The Chairman of the Board during 2021 was Mr Guo Wenqing and the CEO was Mr Gao Xiaoyu. The roles of the Chairman of the Board and the CEO/Interim CEO of the Company are segregated to ensure their respective independence, accountability and responsibility.

The Chairman takes the lead in formulating the Group's overall strategies and policies, ensures the Board's effective performance of its functions, including compliance with good corporate governance practices, and encourages and facilitates active contribution of Directors in Board activities. Directors with different views are encouraged to voice their concerns. They are allowed sufficient time for discussion of issues so as to ensure that Board decisions fairly reflect Board consensus. A culture of openness and debate is promoted to facilitate the effective contribution of

# CORPORATE GOVERNANCE REPORT CONTINUED

Non-executive Directors and Independent Non-executive Directors and to ensure constructive relations between Executive Directors, Non-executive Directors and Independent Non-executive Directors. During the year, the Chairman did not hold a separate meeting with the Independent Non-executive Directors. The Chairman met with all the Directors including the Non-executive Directors and Independent Non-executive Directors at each Board meeting. The preliminary section of each meeting was devoted to an exchange of ideas and discussion between the Chairman and the Directors.

The Chairman also ensures that all Directors are properly briefed on issues arising at Board meetings and have received, in a timely manner, adequate information, which must be accurate, clear, complete and reliable.

The CEO/Interim CEO, supported by a management committee comprising himself and senior management (Executive Committee), is responsible for managing the day-to-day operations of the Group and executing the strategies adopted by the Board. The CEO/Interim CEO is also accountable to the Board for the implementation of the Group's overall strategies, and coordination of overall business operations.

## EXECUTIVE DIRECTOR AND EXECUTIVE COMMITTEE

The Board has delegated the management of the Group's day-to-day operations to the CEO/Interim CEO and the Executive Committee. The Executive Committee is also required to report regularly to the Board on the progress being made by the Group's businesses.

The members of the Executive Committee as at the date of this report are as follows:

Mr LI Liangang (Interim CEO and Executive Director, Executive General Manager – Australia, Africa and Commercial);

Mr Ross CARROLL (CFO);

Mr Troy HEY (Executive General Manager – Corporate Relations); and

Mr WEI Jianxian (Executive General Manager – Americas).

With effect from 1 May 2022, Mr Nan WANG will join the Executive Committee as Executive General Manager – Australia and Africa.

## NON-EXECUTIVE DIRECTORS

The Non-executive Directors (including the Independent Non-executive Directors) provide a wide range of expertise and experience and bring independent judgement on issues relating to the Group's strategies, development, performance and risk management through their contribution at Board and committee meetings.

## INDEPENDENT NON-EXECUTIVE DIRECTORS

The Independent Non-executive Directors serve the important function of ensuring and monitoring the basis for an effective corporate governance framework. Their participation provides adequate checks and balances to safeguard the interests of Shareholders. The Board has three Independent Non-executive Directors and one of them has accounting or related financial management expertise. The Board confirms that the Company has received from each of the Independent Non-executive Directors a confirmation of independence for the year ended 31 December 2021 pursuant to Rule 3.13 of the Listing Rules and considers such Directors to be independent.

## RE-ELECTION OF DIRECTORS

Each of the Non-executive Directors entered into an appointment agreement with the Company for a specific term of three years, except for Dr Peter Cassidy. Dr Cassidy's appointment agreement commenced on 31 December 2010 and continues until either the Company or he terminates such agreement by serving on the other not less than one month's prior written notice.

In accordance with the Company's articles of association, each Director appointed by the Board shall be subject to re-election by Shareholders at the next general meeting (in the case of filling a casual vacancy) or at the next AGM (in the case of an addition to the Board), and thereafter be subject to retirement by rotation at least once every three years at the AGM. Dr Cassidy, who was appointed by the Board on 31 December 2010 to fill a casual vacancy, is also subject to retirement from the Board by rotation at least once every three years at the AGM. Since Dr Cassidy has been appointed, he has been re-elected by Shareholders at the AGMs held in 2011, 2013, 2016 and 2019. Dr Cassidy will be subject to election again at the 2022 AGM.

## DIRECTORS' TRAINING AND CONTINUOUS PROFESSIONAL DEVELOPMENT

Every newly appointed Director receives a briefing and orientation on his legal and other responsibilities as a listed company director and the role of the Board. He also receives a comprehensive induction package covering the statutory and regulatory obligations of a director, organisational structure, policies, procedures and codes of the Company, terms of reference of Board committees and charter of responsibilities. All Directors are encouraged to participate in continuous professional development and refresh their knowledge and skills.

All Directors have been updated on the latest developments regarding the Listing Rules and other applicable regulatory requirements to ensure compliance and enhance their awareness of good corporate governance practices.

# CORPORATE GOVERNANCE REPORT CONTINUED

All Directors have participated in continuous professional development by attending seminars and/or conferences and/or forums and/or in-house trainings to develop and refresh their knowledge and skills. In addition, attendance at briefing sessions (including the delivery of speeches) and the provision of reading materials on the relevant topics contributed toward continuous professional training. All Directors provided a record of training to the Company. A summary of training attended by the Directors for the year ended 31 December 2021 is set out below:

Directors	Type of Training (Notes)
<b>Executive Director</b>	
GAO Xiaoyu (Resigned on 5 January 2022)	1, 3
<b>Non-executive Directors</b>	
GUO Wenqing (Resigned on 5 January 2022)	1, 2, 3
JIAO Jian	1, 2, 3
ZHANG Shuqiang	1, 2, 3
XU Jiqing	1, 2, 3
<b>Independent Non-executive Directors</b>	
Peter CASSIDY	1, 3
LEUNG Cheuk Yan	1, 3
CHAN Ka Keung, Peter	1, 3

Notes:

1. Attending seminars and/or conferences and/or forums and/or in-house trainings.
2. Delivering speeches/presentations at seminars and/or conferences and/or forums.
3. Reading journals, documentaries, books, newspapers relating to the director's duties and responsibilities.

## DIRECTORS' AND OFFICERS' LIABILITIES INSURANCE

The Company has arranged appropriate directors' and officers' liabilities insurance in respect of legal action against the Directors and officers of the Company.

## THE BOARD COMMITTEES

There are two Board committees, namely the Audit and Risk Management Committee and the Governance, Remuneration and Nomination Committee, for overseeing particular aspects of the Company's affairs.

### AUDIT AND RISK MANAGEMENT COMMITTEE

The Audit and Risk Management Committee comprises five members including three Independent Non-executive Directors, namely Mr Chan Ka Keung, Peter as Chair,

Dr Peter Cassidy and Mr Leung Cheuk Yan, and two Non-executive Directors, namely Mr Zhang Shuqiang and Mr Xu Jiqing.

The Audit and Risk Management Committee is principally responsible for (i) financial reporting related matters, such as reviewing financial information and overseeing financial reporting related systems and controls; and (ii) advising the Board on high-level risk related matters, risk management and internal control, including advising on risk assessment and oversight of the internal audit function. The terms of reference of the Audit and Risk Management Committee are available on the websites of the Hong Kong Stock Exchange and the Company.

During the year ended 31 December 2021, the Audit and Risk Management Committee held five meetings. The Committee reviewed financial reporting matters, the Company's Financial Statements, annual and interim reports, the connected transactions and the continuing connected transactions entered into by the Group and the audit fees for the year ended 31 December 2021. It also reviewed the external audit scope and plans and audit findings, material risk profile and prioritised material risk analysis including internal audit plans and audit findings, treasury, tax matters, compliance against the Risk Management Framework, and the Insurance Program including the renewals of the annual insurance and the directors and officers liabilities insurance and the programs for Audit and Risk Management Committee activities for 2021 and 2022. The Committee discussed with senior management the independence of the external auditors and the effectiveness of the external and internal audit process.

The attendance of each member at the Audit and Risk Management Committee meetings for the year ended 31 December 2021 is set out below. Figures in brackets indicate the maximum number of meetings held in the period in which the individual was a member of the Audit and Risk Management Committee.

Members	Number of Meetings Attended
<b>Non-executive Directors</b>	
ZHANG Shuqiang	4/(5)
XU Jiqing	4/(5)
<b>Independent Non-executive Directors</b>	
Peter CASSIDY	5/(5)
LEUNG Cheuk Yan	5/(5)
CHAN Ka Keung, Peter (Chairman)	5/(5)

# CORPORATE GOVERNANCE REPORT CONTINUED

## GOVERNANCE, REMUNERATION AND NOMINATION COMMITTEE

The Governance, Remuneration and Nomination Committee comprises five members including three Independent Non-executive Directors, namely Dr Peter Cassidy as Chair, Mr Leung Cheuk Yan and Mr Chan Ka Keung, Peter, and two Non-executive Directors, namely Mr Jiao Jian and Mr Xu Jiqing.

The Governance, Remuneration and Nomination Committee is principally responsible for (i) developing, reviewing and monitoring the Group's policies and practices on corporate governance to ensure compliance with the relevant legal and regulatory requirements; (ii) formulating the Company's remuneration policy and structure for all Directors and senior management and to make recommendations to the Board on the Group remuneration policy and the remuneration of all Directors and senior management; (iii) formulating the policy for nomination of Directors and leading the process of identifying and nominating candidates suitably qualified to become Board members, and reviewing the structure, size and composition of the Board and Board Committees (including knowledge, skills and experience, independence and diversity of the members) and makes recommendations to the Board with regard to any changes. The terms of reference of the Governance, Remuneration and Nomination Committee are available on the websites of the Hong Kong Stock Exchange and the Company.

During the year ended 31 December 2021, the Governance, Remuneration and Nomination Committee held seven meetings. The Committee reviewed the Mineral Resources and Ore Reserves Statement, the Whistleblower Reports, the 2021 Disclosure Reports, the performance review and evaluation of the Board and the Board Committees, the Directors and senior management training program and the Corporate Governance Report for inclusion in the annual report. It also reviewed the remuneration policy, the incentive and retention plans, annual remuneration and the programs for Governance, Remuneration and Nomination Committee activities for 2021 and 2022.

The attendance of each member at the Governance, Remuneration and Nomination Committee meetings for the year ended 31 December 2021 is set out below. Figures in brackets indicate the maximum number of meetings held in the period in which the individual was a member of the Governance, Remuneration and Nomination Committee.

Members	Number of Meetings Attended
<b>Non-executive Directors</b>	
JIAO Jian	3/(7)
XU Jiqing	7/(7)
<b>Independent Non-executive Directors</b>	
Peter CASSIDY (Chairman)	7/(7)
LEUNG Cheuk Yan	7/(7)
CHAN Ka Keung, Peter	7/(7)

The Company's Mineral Resources and Ore Reserves Committee and Disclosure Committee also report to the Governance, Remuneration and Nomination Committee.

The Mineral Resources and Ore Reserves Committee is responsible for overseeing the Mineral Resources and Ore Reserves reporting process and ensuring its compliance with the Listing Rules and JORC Code.

The Disclosure Committee is responsible for advising on disclosure obligations of the Company. The Company has adopted a Disclosure Framework to ensure its compliance with the disclosure obligations under the Listing Rules and the timely disclosure of inside information to the market. The Disclosure Committee comprises the Interim CEO, CFO, Executive General Manager – Corporate Relations, the General Counsel and the Company Secretary. The Disclosure Framework requires employees to refer all information that potentially requires disclosure to a member of the Disclosure Committee.

## EXECUTIVE COMMITTEE

The Executive Committee reviews safety, health and environmental and social performance in order to improve efficiency and effectiveness. Specific Safety, Health, Environment and Community (SHEC) matters to be discussed by the Board include identification, review and governance of SHEC-related material issues, significant incidents, remediation/mitigation strategies and any specific areas of focus as identified by the Board.

# CORPORATE GOVERNANCE REPORT CONTINUED

## ACCOUNTABILITY AND AUDIT

### FINANCIAL REPORTING

The Directors acknowledge their responsibility for preparing all information and representations contained in the Financial Statements for the year ended 31 December 2021 as disclosed in this Annual Report. The Directors consider that the Financial Statements have been prepared in conformity with Hong Kong Financial Reporting Standards (HKFRS) issued by the Hong Kong Institute of Certified Public Accountants and the Companies Ordinance, and reflect amounts that are based on the best estimates and reasonable, informed and prudent judgement of the Board and management with an appropriate consideration to materiality. The Directors, having made appropriate enquiries, were not aware of any material uncertainties relating to events or conditions that might cast significant doubt upon the Group's and the Company's ability to continue as a going concern. Please refer to Note 2.1 to the Consolidated Financial Statements for further details.

Accordingly, the Directors have prepared the Financial Statements on a going-concern basis.

The statement of the Company's auditor regarding its responsibilities for the Financial Statements is set out in the Independent Auditor's Report on pages 98 to 103 of this Annual Report.

Management has provided all members of the Board with monthly updates giving a balanced and comprehensible assessment of the Company's performance, position and prospects in sufficient detail to enable the Board as a whole and each Director to discharge their duties.

### RISK MANAGEMENT AND INTERNAL CONTROLS

The Audit and Risk Management Committee assists the Board with regard to the oversight of the Company's risk management and internal control systems and practices.

The Risk and Audit function in MMG supports the Audit and Risk Management Committee and line management by:

- monitoring critical control failings across the industry and assessing implications for MMG;
- monitoring and reporting closeout of management agreed actions to improve control effectiveness and to correct non-compliances; and
- monitoring the Group's risk profile and reporting substantive changes in the risk profile.

The Company's risk management and internal audit processes are subject to periodic, independent external assessment against relevant International Standards and industry best practices.

The annual internal audit plan is approved by the Audit and Risk Management Committee. Its focus is on material risks to the business, both financial and non-financial.

The Audit and Risk Management Committee is responsible for ensuring that there is appropriate coordination between internal and external audit. It is also responsible for ensuring that internal audit is adequately resourced and has appropriate standing within the Group. It also reviews and monitors the effectiveness of internal audit.

MMG's Internal Audit Procedure requires the Risk and Audit function to maintain its independence. It also requires reporting, to the Chair of the Audit and Risk Management Committee, of any instance where the Group's independence may have been compromised.

### AUDITOR'S REMUNERATION

An analysis of the remuneration of the external auditor, Deloitte Touche Tohmatsu (which for these purposes includes any entity under common control, ownership or management with the external auditor or any entity that a reasonable and informed third party having knowledge of all relevant information would reasonably conclude as part of the audit firm nationally or internationally), for the year ended 31 December 2021 is set out as follows:

Services Rendered	Fee Paid/ Payable 2021 US\$'000
Audit Services	1,461.4
Other Assurance Services	7.1
Non-audit Services	10.0
	<b>1,478.5</b>

- establishing and maintaining Group-wide Standards relating to risk management and assurance;
- undertaking internal audits to test compliance with Group Standards and legal obligations and to assess the adequacy and effectiveness of critical controls to material risks;
- reporting control weaknesses and non-compliances at MMG's operations;

# CORPORATE GOVERNANCE REPORT CONTINUED

## COMPANY SECRETARY

Ms Leung Suet Kam, Lucia was appointed as Company Secretary of the Company in June 2001. She is a fellow of The Hong Kong Chartered Governance Institute (formerly known as The Hong Kong Institute of Chartered Secretaries) and The Chartered Governance Institute (formerly known as The Institute of Chartered Secretaries and Administrators). Ms Leung assists the Board by ensuring good information flow within the Board and that the Board policy and procedures including those on governance matters are followed. All the Directors are entitled to have access to the advice and services of the Company Secretary. She reports to the Chairman of the Board and also the CEO/Interim CEO. Ms Leung has attended various professional seminars during the year ended 31 December 2021, which exceed the requirements of the Listing Rules.

## SHAREHOLDERS' RIGHTS

### PROCEDURES FOR SHAREHOLDERS TO CONVENE A GENERAL MEETING

Shareholders holding at least 5% of the total voting rights of all Shareholders having a right to vote at the Company's general meeting can deposit a written request to convene a general meeting at Unit 1208, 12/F, China Minmetals Tower, 79 Chatham Road South, Tsimshatsui, Kowloon, Hong Kong, the registered office of the Company, for the attention of the Company Secretary, or send the written request to the Company by fax at +852 2840 0580.

The written request: (i) must state the general nature of the business to be dealt with at the meeting, and (ii) may include the text of a resolution that may properly be moved and is intended to be moved at the meeting and signed by the Shareholders concerned.

The request will be verified with the Company's Share Registrar and, upon confirmation that the request is proper and in order, the Board will convene a general meeting by serving sufficient notice to all the registered Shareholders.

However, if the request has been verified as not in order, the Shareholders concerned will be advised of this outcome and, accordingly, a general meeting will not be convened as requested.

Pursuant to the articles of association of the Company and the Companies Ordinance, the notice period to be given to all the registered Shareholders for consideration of the proposed resolutions at a general meeting is not less than 14 days.

If the Directors do not within 21 days after the date on which they become subject to the requirement to call a general meeting to be held on a date not more than 28 days after the date of the notice convening the meeting, the Shareholders concerned or any of them representing more than one half of the total votes of all of them, may themselves call a general meeting, provided that such general meeting must be called for a date not more than three months after the date on which the Directors become subject to the requirement to call a meeting.

Any reasonable expenses incurred by the Shareholders concerned by reason of the failure of the Directors duly to call a general meeting shall be repaid to the Shareholders concerned by the Company.

The procedures for Shareholders to convene a general meeting are available on the Company's website.

### PROCEDURES FOR SHAREHOLDERS TO PUT FORWARD PROPOSALS AT THE ANNUAL GENERAL MEETING

Shareholders holding at least 2.5% of the total voting rights of all Shareholders having the right to vote at the AGM, or at least 50 Shareholders who have a right to vote on the resolution at the AGM to which the request relates, can submit a written request to move a resolution at the AGM.

The written request must state the resolution and be signed by all the Shareholders concerned.

The written request must be deposited at Unit 1208, 12/F, China Minmetals Tower, 79 Chatham Road South, Tsimshatsui, Kowloon, Hong Kong, the registered office of the Company, for the attention of the Company Secretary, or sent to the Company by fax at +852 2840 0580 not later than six weeks before the AGM to which the request relates, or if later, the time at which notice is given of that meeting.

The request will be verified with the Company's Share Registrar and, upon confirmation that the request is proper and in order, the Board will include the resolution in the agenda for the next AGM in accordance with statutory requirements. However, if the request has been verified as not in order, the Shareholders concerned will be advised of this outcome and, accordingly, the proposed resolution will not be included in the agenda for the AGM.

The Company will be responsible for the expenses in serving the notice of the resolution and circulating the statement submitted by the Shareholders concerned.

The procedures for Shareholders to put forward proposals at the AGM are available on the Company's website.

# CORPORATE GOVERNANCE REPORT CONTINUED

## PROCEDURES FOR SHAREHOLDERS TO PROPOSE A PERSON FOR ELECTION AS A DIRECTOR

If a Shareholder wishes to propose a person other than a Director for election as a Director at an AGM or a general meeting, he/she can deposit a written notice to that effect signed by the Shareholder concerned at Unit 1208, 12/F, China Minmetals Tower, 79 Chatham Road South, Tsimshatsui, Kowloon, Hong Kong, the registered office of the Company, for the attention of the Company Secretary.

The written notice must:

- state the full name of the person proposed for election as a Director;
- state the person's biographical details as required by Rule 13.51(2) of the Listing Rules; and
- be accompanied by a confirmation signed by the candidate indicating his/her willingness to be appointed.

The period for lodgement of the above notice shall commence no earlier than the day after the despatch of the notice of the general meeting appointed for such election and end no later than seven days prior to the date of such meeting, provided that such period shall be at least seven days.

If the written notice is received after the AGM/general meeting notice has been despatched but later than seven clear calendar days prior to the date of the AGM/general meeting, the Company may need to consider the adjournment of the AGM/general meeting in order to allow a sufficient period of notice.

The procedures for Shareholders to propose a person for election as a Director at an AGM/general meeting are available on the Company's website.

## PROCEDURES FOR DIRECTING SHAREHOLDERS' ENQUIRIES TO THE BOARD

Shareholders may at any time send their enquiries and concerns to the Board in writing through the Company Secretary to the registered office of the Company at Unit 1208, 12/F, China Minmetals Tower, 79 Chatham Road South, Tsimshatsui, Kowloon, Hong Kong.

Shareholders may also make enquiries with the Board at the AGM/general meetings of the Company.

Shareholders' questions in relation to their shareholdings should be directed to the Company's Share Registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong.

## COMMUNICATION WITH SHAREHOLDERS AND INVESTORS

The Company endeavours to develop and maintain continuing relationships and effective communication with its Shareholders and investors. In an effort to facilitate and enhance the relationships and communication, the Company has adopted a Shareholder Communication Policy, which is available on the Company's website. The principles of the Shareholder Communication Policy are:

### CORPORATE COMMUNICATIONS

The Company will generally communicate with Shareholders and the investing public through the following corporate communication materials:

- financial reports (interim and annual reports), quarterly production reports and sustainability reports;
- announcements, Shareholder circulars and other disclosures through the websites of the Hong Kong Stock Exchange and the Company; and
- other corporate communications, presentations, publications and media releases of the Company.

The Company endeavours to use plain, non-technical language in all its communication materials provided to Shareholders and, where possible, the communication materials are made available in both English and Chinese.

### INVESTOR RELATIONS

The Company may from time to time conduct investor/analyst briefings and presentations, road shows, site visits, or marketing activities for the financial community.

Communications and dialogues with Shareholders, investors, analysts, media or other parties will be conducted in compliance with the disclosure obligations and requirements under the Disclosure Framework, which aims to ensure equal, fair and timely dissemination of information.

### CORPORATE WEBSITE

A dedicated 'Investors and Media Centre' section is available on the Company's website where all corporate communication materials including materials published on the website of the Hong Kong Exchanges and Clearing Limited ([www.hkexnews.hk](http://www.hkexnews.hk)) is posted as soon as practicable after their release.

# CORPORATE GOVERNANCE REPORT CONTINUED

The following information is available on the Company's website:

- the articles of association of the Company;
- the terms of reference of the Audit and Risk Management Committee and the Governance, Remuneration and Nomination Committee;
- a summary of the procedures for Shareholders to convene a general meeting, to put forward proposals at the AGM, and to propose a person for election as a Director;
- a news archive of stock exchange announcements and media releases; and
- an events calendar setting out important dates and forthcoming events of the Company.

Information on the Company's website is updated on a regular basis. Shareholders are encouraged to subscribe to news updates.

## SHAREHOLDER MEETINGS

Shareholders are encouraged to participate in AGM/general meetings or appoint proxies to attend and vote at meetings for and on their behalf if they are unable to attend.

Board members including the Chairman of the Board, and where appropriate, Chairmen and other members of the relevant Board committees or their delegates, appropriate management executives and representatives from the Company's external auditor will attend AGM/general meetings to answer Shareholders' questions.

In addition, separate resolutions are proposed at the AGM/general meetings on each substantially separate issue.

## DIVIDEND POLICY

The Company does not have a dividend policy. The Board will decide on the declaration/recommendation of any future dividends after taking into consideration a number of factors, including the prevailing market conditions, the Company's operating results, future growth requirements, liquidity position, and other factors that the Board considers relevant. The recommendation of the payment of any dividend is subject to the discretion of the Board, and any declaration of dividend will be subject to the approval of Shareholders at the AGM.

## ENVIRONMENTAL POLICIES AND PERFORMANCE

Respect for the environment is a core part of the way MMG operates. The objective of the Company is to maximise recycling and reuse and to minimise the draw on natural resources, with water being the most significant natural resource used in our operations. The Company also seeks to minimise energy use and the use of resources in the generation of electricity.

The environmental management approach is based on the principles of plan, do, check, act and aligns to the principles of ISO14001. The approach involves identification, assessment and control of material risks across all phases of our business, from exploration through to development, operation and mine closure. The Company works in partnership with its Stakeholders to understand the challenges and opportunities of its activities, and how best to manage them.

The MMG Safety, Security, Health and Environment (SSHE) Performance Standard defines MMG's minimum requirements and provides the basis for sustainable environmental management through its deployment at its operations. These requirements are audited as part of an integrated assurance process.

Through the application of the MMG Operating Model, operations focus on essential environmental delivery work, supported by functional excellence that drives continual improvement of our management processes.

# CORPORATE GOVERNANCE REPORT CONTINUED

## KEY STAKEHOLDER RELATIONSHIPS

The Company seeks Stakeholder relationships based on trust, transparency and mutual respect for culture, values and heritage. Understanding the needs, expectations and aspirations of communities impacted by its operations is vital for the Company to achieve its vision and growth objectives.

The Company's key relationships are with its employees, communities, suppliers, governments, Shareholders, non-government organisations, industry and customers.

Areas of interest vary between each Stakeholder group but cover topics including economic performance, safety and health management, employee development and well-being, environmental management and compliance and support for community and regional development.

Stakeholders interact with the Company through a variety of avenues including direct communication and meetings, receipt of newsletters and corporate publications, disclosures to the Hong Kong Stock Exchange and membership and representation on industry associations.

MMG has relationships with a range of customers globally for the sale of its products. The sales and marketing of all products is managed by a Group Sales and Marketing function that negotiates all terms and conditions at arm's length arrangements. All prices are referenced to LME or London Bullion Market Association market prices for the appropriate product sold. Further information is discussed in the Management Discussion and Analysis on pages 18 to 53 of this Annual Report.

Information on MMG's approach to environmental, social and governance issues will be reported in the 2021 MMG Sustainability Report available on the Company's website at ([www.mmg.com](http://www.mmg.com)) in the Second Quarter 2022.

## COMPLIANCE WITH LAWS AND REGULATIONS

The Company has adopted the Corporate Legal Compliance Standard and other practices to ensure adherence to applicable legal and regulatory requirements and, in particular, those that have a significant impact on the operations of the Group. Our Governance, Remuneration and Nomination Committee is delegated by the Board to review and monitor the Group's policies and practices on compliance with legal and regulatory requirements and such policies and practices are regularly reviewed. Any changes in the applicable laws, rules and regulations are brought to the attention of relevant employees and business units from time to time.

## CONSTITUTIONAL DOCUMENTS

There was no change to the Company's articles of association during the year ended 31 December 2021.

# ESG APPROACH AND PERFORMANCE

There was no change to the Company's articles of association during the year ended 31 December 2021.

MMG Limited (the Company) operates and develops copper, zinc and other base metals projects across Australia, the DRC and Peru. In 2021, MMG had four mining operations: Kinsevere, Las Bambas, Rosebery and Dugald River.

The Company is committed to responsible environmental and social performance and effective governance of its operations. This supports our growth strategy by helping to:

- manage reputational and regulatory risks;
- control costs and drive efficiencies;
- build strong stakeholder relationships; and
- attract and retain talented employees.

## ESG REPORTING AND MATERIALITY

The Company conducts a GRI-aligned materiality assessment to ensure that ESG issues which matter most to our stakeholders are reported.

The MMG Sustainability Report provides an annual summary of our approach and performance across our material sustainability issues. Elements of our sustainability reports are externally assured in line with our commitments as a member of the ICMM.

Further information on MMG's approach to health and safety, social development, environmental performance, key stakeholder relationships and compliance with laws and regulations will be reported in the 2021 MMG Sustainability Report available on the Company's website at ([www.mmg.com](http://www.mmg.com)) in the Second Quarter of 2022.

## CORPORATE GOVERNANCE

The Company is committed to maintaining a high standard of corporate governance practices demonstrated through an experienced Board, sound risk management and internal controls, and transparency and accountability to all shareholders. The Company complies with the principles of good corporate governance as set out in the Corporate Governance Code (CG Code) of the Hong Kong Listing Rules, those of the International Council on Mining and Metals (ICMM) and all external reporting obligations.

The Company has applied the principles of good corporate governance as set out in the Corporate Governance Code and Corporate Governance Report (CG Code) contained in Appendix 14 of the Hong Kong Listing Rules. It has complied with all applicable code provisions set out in the

Appendix 14 of the Hong Kong Listing Rules throughout the years, except for the deviation from code provision A.4.1 as explained under the section headed 'Re-election of Directors' of the MMG Annual Reports.

As a result, MMG has the Audit and Risk Management Committee and the Governance, Remuneration and Nomination Committee, both of which operate under clear Terms of References. MMG also has a number of Executive Management Committees, including the Executive Committee, the Disclosure Committee, Investment Review Committee, Mineral Resources and Ore Reserves Committee and Code of Conduct and People Committee. A function of the Executive Committee is to review safety, health and environmental and social performance in order to improve efficiency and effectiveness. Specific Safety, Health, Environment and Community (SHEC) matters to be discussed by the Board include identification, review and governance of SHEC-related material issues, significant incidents, remediation/mitigation strategies and any specific areas of focus as identified by the Board.

In accordance with the Company's Sustainable Development Framework, owned and endorsed by the Board and implemented across the business, the Board carries out identification, review and governance of SHEC-related material issues consistent with this framework. The framework aligns with the ICMM's ten sustainable development principles. The Company's approach is informed by our Corporate Governance Policy, People Policy, Shareholder Communication Policy, SHEC Policy, and Quality and Materials Stewardship Policy.

The Company applies business-wide standards to define the minimum requirements to manage material risks, meet legal requirements and external reporting obligations, and to create and preserve competitive advantage and organisational effectiveness. Our assurance program focuses on verifying that the critical controls required to manage material risk events are implemented and effective. These standards provide the basis for sustainable operations and are aligned to the International Council on Mining and Metals (ICMM's) Mining Principles and the eight ICMM Position Statements.

There is no universal formula for good corporate governance. Our emphasis throughout this Statement is on compliance with our internal standards, informed by Corporate Governance Code (CG Code) of the Hong Kong Listing Rules, those of the ICMM and all external reporting obligations.

# ESG APPROACH AND PERFORMANCE CONTINUED

## COMPLIANCE

The Governance, Remuneration and Nomination Committee is responsible for developing and reviewing the Company's policies and practices on corporate governance, the Code of Conduct and monitoring MMG's compliance with the Listing Rules and other applicable laws.

Our Executive Committee monitors our performance in line with the Group's policies, standards and regulatory requirements relating to safety, health, environment and community.

## BUSINESS ETHICS

MMG Values and Code of Conduct set out our commitment to operating in a responsible manner. We expect all our employees, contractors and suppliers to integrate these standards of behaviour into their working practices. The Company's Code of Conduct covers areas such as conflict of interest, fraud, anti-corruption and legal compliance and its application is overseen by our Code of Conduct and People Committee, chaired by the Executive General Manager, Corporate Relations. MMG engages an independent confidential whistleblower service which is available to all employees globally in their local language. MMG's Whistleblower Framework explains the process for reporting any improper conduct, the protections afforded to people who report improper conduct, how such reports will be dealt with and the type of action which may be taken as a result. The Whistleblower Framework is an integral part of MMG's of the Corporate Legal Compliance Standard. MMG also has an Anti-Corruption Standard.

All MMG employees including management and directors are informed of and required to comply with the Code of Conduct and anti-corruption standard and framework as a condition of their employment. An online training module is made available to employees and directors and face to face training is conducted from time to time. As part of our new set of Sustainability performance indicators in effect as of 2022, progress against targets relating to the percentage of employees required to complete anti-bribery and corruption training modules as well as grievance response and resolution times will be monitored by the MMG Executive Committee quarterly.

Data protection including customer data is ensured by the use of SAP, enforcing identification authorisation, monitored by the Global Business Service. Privacy is controlled by the Company's anti-corruption framework, segregation of duties and anti-bribery, anti-corruption and anti-competitive behaviour expectations. Confidentiality terms are also defined in all contracts. These processes and frameworks are monitored by legal, assurance and risk departments. In addition, all corporate technology applications are hosted

on Microsoft Azure cloud, with security design as well as Advanced Protection service procured from Microsoft.

In 2021, there were no confirmed significant non-compliances with the Company's Code of Conduct identified and no legal cases regarding corrupt practices brought against the issuer or its employees.

## DEVELOPING AND SUPPORTING OUR WORKFORCE AND PROTECTING LABOUR RIGHTS

The Company has one Standard governing people and benefits matters globally; the People Standard. This Standard is supported with detailed Work Quality Requirements, systems and processes to ensure global standards and local requirements are met, which include policies related to compensation and dismissal, working hours, recruitment and promotion.

The Company is also aligned with all national legislation and legal requirements in the countries where our operations are located. The Company, through robust selection processes, chooses the best people for each position and rewards them competitively with salary and benefits that are in line with market conditions and their contribution to our overall business success. The Company is committed to sharing its successes with our communities through local employment opportunities and by investing in training and education to help local residents' transition to careers in mining or related fields.

The Company provides its people with the opportunity to develop their skills, expertise and experience to optimise their contribution to our business and to develop their careers. The Company has two broad streams of vocational training; operational training and competency verification; to drive safety, efficiencies and manage material business risks.

In addition, the Company enables employees' professional development to enhance leadership capabilities and support career pathways. The Company undertakes extensive workforce and community engagement on, and offers support to, individuals affected by any business decisions to downsize or close operations.

The Company aims to provide safe workplaces that are free of discrimination and harassment, and which foster diversity and inclusion. The Company also has a global Diversity and Inclusion Model led by the Executive Committee. The Company, through the Code of Conduct and People Committee, provides guidance on diversity and inclusion policy and practice, working alongside the regions as they determine diversity and inclusion initiatives and actions specific to their region. MMG's approach to inclusion and

# ESG APPROACH AND PERFORMANCE CONTINUED

diversity supports our comparative advantage in attracting and retaining talent, in addition to delivering business benefits associated with greater levels of collaboration.

The Company promotes good mental health practices in the workplace and supports our workers to be physically fit and well rested so that they are able to carry out their duties safely.

We are committed to upholding the International Labour Organisation's (ILO) Declaration of Fundamental Principles and Rights at Work and their Core Labour Standards and comply with local labour laws. We uphold the rights of our employees to freedom of association and collective

representation and endeavour to have positive and constructive negotiations with elected representatives of these groups. We also uphold the ILO Principles regarding the elimination of all forms of forced and child labour.

In 2021, there were no confirmed non-compliance incidents or grievances in relation to labour practices that have had a significant impact on the Group.

The following tables represent MMG's workforce by gender, employment type age group and geographical region as well as the employee turnover rate by gender, age group and geographical region.

Table 1. Total Workforce by Employment Type and Site

Site	Permanent	Temporary	Permanent %	Temporary %	Total Workforce
Dugald River	271	378	42%	58%	649
Kinsevere	788	1079	42%	58%	1867
Las Bambas	2672	2995	47%	53%	5667
Rosebery	342	153	69%	31%	495
Corporate	158	7	96%	4%	165
Australian Operations	25	-	100%		25
<b>MMG</b>	<b>4256</b>	<b>4612</b>	<b>48%</b>	<b>52%</b>	<b>8868</b>

\*Please note this data represents MMG permanent and temporary employees, including contractors.

Table 2. Total Workforce by Gender and Site

Site	Male (#)	Female (#)	Male %	Female %	Total Workforce
Dugald River	240	31	89%	11%	271
Kinsevere	666	122	85%	15%	788
Las Bambas	2353	319	88%	12%	2672
Rosebery	308	34	90%	10%	342
Corporate	80	78	51%	49%	158
Australian Operations	17	8	68%	32%	25
<b>MMG</b>	<b>3664</b>	<b>592</b>	<b>86%</b>	<b>14%</b>	<b>4256</b>

\*Please note this data represents MMG permanent and temporary employees, not including contractors.

# ESG APPROACH AND PERFORMANCE CONTINUED

Table 3. MMG Workforce Turnover Rate by Age Group and Site

Site	<25 years	25-34 Yrs	35 - 44 Yrs	45 - 54 Yrs	55 - 64 Yrs	> 65 Yrs	Total Turnover Rate %
Dugald River	2	12	13	4	1	1	14%
Kinsevere	-	6	4	6	-	1	2%
Las Bambas	1	32	64	27	1	-	5%
Rosebery	2	9	16	8	8	6	16%
Corporate	-	7	10	1	3	-	13%
Australian Operations	-	-	4	1	1	-	25%
<b>MMG</b>	<b>5</b>	<b>66</b>	<b>111</b>	<b>47</b>	<b>14</b>	<b>8</b>	<b>6%</b>

\*Please note this table represents an average of total workforce during 2021, including all voluntary resignations for permanent and temporary employees.

Table 4. MMG Workforce Turnover Rate by Gender and Site

Site	Female	Male	Female (%)	Male (%)
Dugald River	9	24	27%	73%
Rosebery	3	14	18%	82%
Kinsevere	12	113	10%	90%
Las Bambas	4	45	8%	92%
Corporate	4	2	67%	33%
Australian Operations	11	10	52%	48%
<b>Total</b>	<b>43</b>	<b>208</b>	<b>17%</b>	<b>83%</b>

\*Please note this data represents MMG permanent and temporary employees, not including contractors.

Table 5. MMG Workforce Training by Employee Category

	Workforce	Trained Workforce (#)	Trained Workforce (%)	Total Trained Hours	Avg Trained Hours
Executives- level 5/6	5	4	80%	7.48	1.50
Senior Management- level 4	9	8	89%	29.50	3.28
Middle Management- level 3	106	79	75%	615.80	5.81
Lower Management- level 2	267	240	90%	4521.75	16.94
Employees- level 1	3869	3654	94%	174443.31	45.09
<b>Total</b>	<b>4256</b>	<b>3985</b>	<b>94%</b>	<b>179617.84</b>	<b>42.20</b>

\*Please note this data represents MMG permanent and temporary employees, not including contractors.

# ESG APPROACH AND PERFORMANCE CONTINUED

## COMMUNITY ENGAGEMENT

We recognise that strong stakeholder engagement from exploration through to the cessation of our mining activities is critical in ensuring that our business decisions are responsive to the needs and expectations of our host communities and governments. We aim to partner with our communities and strive to maintain socially and culturally inclusive and proactive communication with stakeholders regarding future plans and performance. MMG's commitment to the ICMM's Mining Principles, including the commitment to community dialogue and position on free, prior and informed consent regarding Indigenous people, guides our approach to stakeholder engagement. The Company's responsibilities regarding interactions and contribution to host communities are further defined in the Social Performance Standard.

The social and economic benefits we provide through our operations and their supply chains support our employees, shareholders, communities, regions and host countries to develop and prosper. This contribution comes through our payment of taxes, royalties, wages and employee entitlements; our purchase of goods and services; and through community compensation, benefit sharing and our direct investment in addressing the UN SDGs 1–6, as listed below:

SDG1: No Poverty

SDG2: Zero Hunger

SDG3: Good Health and Wellbeing

SDG4: Quality Education

SDG5: Gender Equality

SDG6: Clean Water and Sanitation

Investment by SDG	Dugald River	Kinsevere	Las Bambas	Rosebery	Total
SDG1: No Poverty	\$9,006		\$19,366,522		\$19,375,528
SDG2: Zero Hunger	\$3,753	\$921,880	\$2,903,724		\$3,829,357
SDG3: Good Health and Wellbeing	\$63,417		\$4,640,652	\$66,027	\$4,770,097
SDG4: Quality Education	\$4,503	\$167,160	\$4,019,121	\$118,520	\$4,309,304
SDG5: Gender Equality	\$10,507		\$83,105		\$93,612
SDG6: Clean Water and Sanitation			\$533,710		\$533,710
<b>Total</b>	<b>\$91,186</b>	<b>\$1,089,040</b>	<b>\$31,546,834</b>	<b>\$184,548</b>	<b>\$32,911,601</b>

In 2021, there were no confirmed non-compliance incidents or grievances in relation to human rights that have had a significant impact on the Group.

# ESG APPROACH AND PERFORMANCE CONTINUED

## SUPPLY CHAIN

The Company sources goods and services through a global supply chain to satisfy the requirements of our operating sites. Our suppliers are essential to our business and our commitments to the environment and social contributions; hence all suppliers must satisfactorily pass the Company's Due Diligence requirements prior to the commencement of any sourcing activity. We value our relationships with qualified suppliers.

In 2021, the Company engaged approximately 3,000 suppliers, of which over 90% were local suppliers: 39.58% in Peru, 35.45% in Australia, 8.54% in the DRC, 4.92% in South Africa, and 1.95% in China. Our total spend in 2021 was over US\$2,190 million.

The Company's supplier engagement and contract award process includes a comprehensive assessment across a range of criteria, including commercial, social, safety, environmental, quality and technical capabilities. As part of the supplier selection process, we also assess a range of non-financial criteria around supporting sustainable development in the regions where we work, including local community training and commitment to local employment.

As part of our supplier engagement process, the Company seeks formal agreement from suppliers to comply with the Supplier Code of Conduct and Anti-Corruption Framework as well as all relevant Company Standards, policies and procedures, including the Supply, Fatal Risk Management, Human Rights, Social Performance and Safety, Security, Health and Environment (SSHE) Performance Standards. In 2021 the Company regularly reviewed and reported on agreed contract performance measures, as well as identified and actioned improvement opportunities.

In 2021, there were no confirmed non-compliance incidents or grievances in relation to supply chain management that have had a significant impact on the Group.

## PRODUCT STEWARDSHIP

The Company aims to supply metal and metal concentrate products that consistently meet customer quality expectations and that are safe for people and the environment in their intended use. The Company has processes for managing customer complaints to facilitate timely and satisfactory resolution.

The Product Stewardship Procedure guides activities to understand the characteristics of the Company's products and manage its potential impacts on human health and the environment during transportation, storage and handling. Shipments of copper, zinc and lead concentrates comply with international maritime legislation and the Company's products are classified in line with the International Maritime

Organisation's (IMO) MARPOL Convention Annex V and the International Maritime Solid Bulk Cargoes Code. Most products are delivered by standard bulk container process without packaging materials. LB Moly concentrate is packed in non-returnable bags and loaded for shipment in ISO general purpose shipping containers.

The Company's global customers also have a shared responsibility for managing impacts throughout the life cycle of the goods they make from downstream processing of our products.

Products sold by the Company are commodities of which intellectual property is not applicable. The quality of products is priced with multiple commercial terms such as payable and claims in a wide range without recall. Therefore, no products sold or shipped are subject to recalls for safety and health reasons.

In 2021, a claim from a customer regarding specifications of the Las Bambas molybdenum concentrates was settled by commercial agreement. The Company is not aware of any significant incidents of non-compliance with regulations and voluntary codes concerning the provision and use of the Company's products and services that have had a significant impact on the Company.

## HEALTH AND SAFETY

The Company's first value is safety with a commitment to eliminating fatalities, incidents and injuries at the workplace. The Company's standards and procedures collectively define the way work should be planned, assigned and executed to achieve safe outcomes. These standards include Fatal Risk, SSHE Performance, contract management (Supply Standard), project management (Project Standard), plant and equipment maintenance (Production and Maintenance Standard) and learning from events (SSHEC Reporting Standard).

The Company's focus on driving a safety mindset is embedded with supporting leadership, and processes in every area of the business.

Four key elements in developing an organisational culture with a strong and effective focus on safety and health has been identified including:

1. Leadership and culture, with sites aligned to common leadership attributes.
2. Elimination of fatalities (low probability, high consequence events), consistent with the requirements of our Fatal Risk Standard.
3. Prevention of injuries (high-probability events), consistent with the requirements of the Safety, Security, Health and Environment (SSHE) Performance Standard, specifically the safety element.

# ESG APPROACH AND PERFORMANCE CONTINUED

4. Application of learnings from Significant Events in line with the requirements of our internal safety and health standards.

The Company has had no work-related fatalities in the last three years. At the end of 2021, the total recordable injury frequency rate (TRIF) was 1.09 per million hours worked. This represents a reduction from 2020 and highlights a low frequency of injuries. The Company is committed to doing more to achieve its target of zero injuries. Twenty-seven people across the Company's operations in 2021 experienced injuries that required medical treatment, time away from work or resulted in them being unable to perform their normal duties for a period of time.

The lost time injury frequency rate (LTIF) was 0.41 for 2021.

In 2021, MMG received no significant safety related fines or non-monetary sanctions.

## ENVIRONMENT

The Company is committed to minimising its environmental footprint and its use of natural resources. The Company's SSHE Performance Standard defines minimum requirements for the management of water, mineral and non-mineral wastes, land, biodiversity and cultural heritage, air, noise and vibration, and all sites are required to comply with these requirements.

The Company's approach to environmental management and impact is based on the principle of continuous improvement and is aligned to the ISO14001. The approach involves identification, assessment and control of material environmental risks across all phases of our business, from exploration through to development, operation and closure. Further, the SSHE Performance Standard sets the benchmark for the efficient use of resources and minimisation of environmental impacts from our operations that include mining, processing and transportation.

Site compliance with the requirements of the SSHE Performance Standard is internally audited as part of an integrated assurance process.

The Company acknowledges human induced climate change and its impacts on the environment, the economy and communities. The Company is dedicated to being part of the global solution through the provision of minerals and metals required in a low carbon future and by committing to net zero emissions by 2050.

Extreme weather events continue to intensify globally and exemplify the Company's need to assess and build the resilience of their business in light of a changing climate. Variables including too much or too little water and extreme heat have become increasingly important to

consider in the context of mine plans and throughout the end-to-end mining operations. The Company recognises the need to clearly define their climate change exposures, review opportunities for mitigation and adaptation and communicate their greenhouse gas emissions strategy and performance, therefore a detailed climate resilience strategy is in the final stages of development. Further information can be found in the 2021 MMG Sustainability Report available at ([www.mmg.com](http://www.mmg.com)).

The Company tracks and monitors hazardous and non-hazardous waste types and volumes, with opportunities for waste reduction and efficacy highlighted through reporting processes. Hazardous waste is managed as per state and national regulations with certified contractors transporting to appropriate waste facilities. The Company faces no challenges in sourcing water that is fit for purpose. As part of the new set of sustainability performance indicators, progress towards performance at optimal level of compliance against Global Industry Standard on Tailings Management will be monitored quarterly by the Executive Committee including waste reduction and water efficiency.

In 2021, there were no significant fines or penalties related to environmental management that have had a significant impact on the Group.

Information and data relating to the type and total air and greenhouse gas emissions, hazardous and non-hazardous waste produced, direct and indirect energy consumption and water consumption are listed in the 2021 Environmental Data section below and are managed in accordance with the Environmental Standard and core principles of ISO14001.

# ESG APPROACH AND PERFORMANCE CONTINUED

## 2021 ENVIRONMENTAL DATA

Consistent with our internal reporting, energy consumption is listed in gigajoules (GJ), emissions to air and waste is reported in tonnes, and water is reported in megalitres (ML). For consistency, ratios are calculated on a per tonne of ore milled or per thousand tonnes of ore milled basis.

Table 1: Total Energy Consumption (GJ)

Site	2020	2021
Dugald River	1,019,357	901,576
Rosebery	724,587	781,988
Las Bambas	11,364,541	11,822,850
Kinsevere	2,103,354	906,891
<b>MMG Total</b>	<b>15,211,839</b>	<b>14,413,305</b>

Note: Energy consumption made up of a mix of sources, including diesel, LPG, on grid electricity, explosives and others.

Table 2: Energy Consumption (GJ/Tonnes Milled)

Site	2020	2021
Dugald River	0.52	0.48
Rosebery	0.86	0.37
Las Bambas	0.74	0.76
Kinsevere	0.25	0.24
<b>MMG Total</b>	<b>0.26</b>	<b>0.27</b>

Table 3: Direct and Indirect Energy Consumption (GJ)

Site and Year	Direct Energy Consumption	Indirect Energy Consumption
<b>Dugald River</b>		
2020	212,252	691,396
2021	228,867	701,657
<b>Kinsevere</b>		
2020	1,357,122	698,776
2021	337,804	546,154
<b>Las Bambas</b>		
2020	6,647,479	3,979,022
2021	6,843,470	4,212,529
<b>Rosebery</b>		
2020	203,020	487,781
2021	240,283	501,907
<b>MMG Total</b>		
2020	8,419,873	5,856,975
2021	7,650,424	5,962,247

# ESG APPROACH AND PERFORMANCE CONTINUED

Table 4: Total Greenhouse Gas Emissions (Tonnes CO<sub>2</sub>-e)

Site and Year	Direct GHG Emissions	Indirect GHG Emissions	Total
<b>Dugald River</b>			
2020	14,503	101,206	115,709
2021	14,389	101,216	115,605
<b>Kinsevere</b>			
2020	47,303	153	47,456
2021	24,234	78	24,312
<b>Las Bambas</b>			
2020	461,546	276,494	738,040
2021	475,149	291,702	766,851
<b>Rosebery</b>			
2020	13,471	20,315	33,786
2021	16,103	23,695	39,798
<b>MMG Total</b>			
2020	536,823	398,168	934,991
2021	529,875	416,691	946,566

Table 5: Greenhouse Gas (GHG) Emissions (Tonnes CO<sub>2</sub>-e/000 Tonnes Milled)

Site	2020	2021
Dugald River	59.1	61.1
Rosebery	19.4	9.9
Las Bambas	34.5	38.9
Kinsevere	16.3	15.8
<b>MMG Total</b>	<b>18.5</b>	<b>17.6</b>

# ESG APPROACH AND PERFORMANCE CONTINUED

Table 6: Air Emissions (tonnes)

	2020	2021
<b>Oxides of Nitrogen (NO<sub>x</sub>)</b>		
Dugald River	119	119
Kinsevere	1,923	365
Las Bambas	20,764	23,862
Rosebery	106	98
<b>MMG Total</b>	<b>22,912</b>	<b>24,444</b>
<b>Oxides of Sulphur (SO<sub>x</sub>)</b>		
Dugald River	0	0
Kinsevere	2	0.35
Las Bambas	6	33
Rosebery	0	0
<b>MMG Total</b>	<b>8</b>	<b>33</b>
<b>Particulate Matter (PM<sub>10</sub>)</b>		
Dugald River	371	312
Kinsevere	178	70
Las Bambas	3,935	4,598
Rosebery	421	246
<b>MMG Total</b>	<b>4,905</b>	<b>5,226</b>
<b>Volatile Organic Compounds (VOCs)</b>		
Dugald River	13	13
Kinsevere	144	26
Las Bambas	675	1,170
Rosebery	9	7
<b>MMG Total</b>	<b>841</b>	<b>1,216</b>

Table 7: Total Hazardous Waste (Tonnes)

Site	2020	2021
Dugald River	241	235
Kinsevere	49	18
Rosebery	531	610
Las Bambas	1,692	2076
<b>MMG Total</b>	<b>2,513</b>	<b>2,939</b>

# ESG APPROACH AND PERFORMANCE CONTINUED

Table 8: Hazardous Waste Produced (Tonnes/'000 Tonnes Milled)

Site	2020	2021
Dugald River	0.12	0.12
Kinsevere	0.02	0.01
Rosebery	0.56	0.60
Las Bambas	0.04	0.04
MMG Total	0.05	0.05

Table 9: Total Non-Hazardous Waste (Tonnes)

Site	2020	2021
Dugald River	2,906	2,260
Kinsevere	106	195
Rosebery	2,340	2,442
Las Bambas	15,951	31,624
MMG Total	21,303	36,521

Table 10: Non-Hazardous Waste Produced (Tonnes/'000 Tonnes Milled)

Site	2020	2021
Dugald River	1.48	1.19
Kinsevere	0.04	0.08
Rosebery	2.39	2.38
Las Bambas	0.35	0.65
MMG Total	0.42	0.68

# ESG APPROACH AND PERFORMANCE CONTINUED

Table 11: Total Water Consumption (ML)

Site	2020	2021
Dugald River	2,024	2,737
Kinsevere	1,913	454
Rosebery	185	960
Las Bambas	15,484	15,958
MMG Total	19,606	20,109

Table 12: Total Water Consumption (ML/'000 Tonnes Milled)

Site	2020	2021
Dugald River	1.02	1.45
Kinsevere	0.78	0.19
Rosebery	0.19	0.94
Las Bambas	0.34	0.33
MMG Total	0.38	0.37

# INDEPENDENT AUDITOR'S REPORT

**Deloitte.**

德勤

**TO THE MEMBERS OF MMG LIMITED**  
(incorporated in Hong Kong with limited liability)

## Opinion

We have audited the consolidated financial statements of MMG Limited (the "Company") and its subsidiaries (collectively referred to as the "Group") set out on pages 104 to 192, which comprise the consolidated statement of financial position as at 31 December 2021, and the consolidated statement of profit or loss, consolidated statement of comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, the consolidated financial statements give a true and fair view of the consolidated financial position of the Group as at 31 December 2021, and of its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with Hong Kong Financial Reporting Standards ("HKFRSs") issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA") and have been properly prepared in compliance with the Hong Kong Companies Ordinance.

## Basis for Opinion

We conducted our audit in accordance with Hong Kong Standards on Auditing ("HKSAs") issued by the HKICPA. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with the HKICPA's Code of Ethics for Professional Accountants (the "Code"), and we have fulfilled our other ethical responsibilities in accordance with the Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

## Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming

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# INDEPENDENT AUDITOR'S REPORT CONTINUED

## TO THE MEMBERS OF MMG LIMITED CONTINUED (incorporated in Hong Kong with limited liability)

### Key Audit Matters - Continued

Key audit matters	How our audit address the key audit matters
<p>Impairment of goodwill and other non-current assets — Las Bambas</p>	
<p>We identified the impairment of goodwill and other non-current assets for the Las Bambas cash generating unit ("CGU") as a key audit matter due to the significance of these balances in the Group's consolidated statement of financial position and the estimation of recoverable amount of the Las Bambas CGU involves complex and subjective estimates based on management's judgement of key variables and market conditions such as future commodity prices, future exchange rates, future operating performance, the timing and approval of future capital and operating expenditure, and the discount rate.</p> <p>As at 31 December 2021, the Las Bambas CGU has segment non-current assets, which mainly comprise of property, plant and equipment and goodwill, and details of which are set out in notes 4, 12 and 14 to the consolidated financial statements.</p> <p>Goodwill and indefinite life intangible assets are required to be tested for impairment annually. As a result, management completed impairment testing for the Las Bambas CGU as well as the other CGUs as at 31 December 2021. Following management's assessment, no impairment has been recognised for the year ended 31 December 2021.</p>	<p>Our procedures in relation to the impairment assessment of goodwill and other non-current assets for the Las Bambas CGU included:</p> <ul style="list-style-type: none"> <li>• Testing key controls over the valuation of the Las Bambas CGU's non-financial assets and goodwill, including those to determine asset impairments;</li> <li>• Working with valuation specialists to: <ul style="list-style-type: none"> <li>» Evaluate the appropriateness of the model used by management to calculate the fair value less cost of disposal of the Las Bambas CGU;</li> <li>» Assess and challenge the reasonableness of the key assumptions such as forecast commodity prices, discount rates and country specific risk rates used including agreeing them to external market data;</li> <li>» Review and assess the appropriateness of mining-based assumptions, including dilution and recovery rates, ore grades and ramp-up profiles included within the models; and</li> <li>» Challenge management's sensitivity analysis on key variables (e.g. commodity pricing).</li> </ul> </li> <li>• Analysing the future projected cash flows used in the model to determine whether they are reasonable and supportable given the current macroeconomic climate and expected future performance of the Las Bambas CGU;</li> <li>• Evaluating the competence and objectivity of management's experts who assisted in the valuation, including those who prepared the resource and reserve estimates;</li> <li>• Evaluating comparable market transactions that support the valuation of exploration potential value included in the Las Bambas CGU; and</li> <li>• Assessing the appropriateness of the related disclosures included in notes 4, 12 and 14 to the consolidated financial statements.</li> </ul>

# INDEPENDENT AUDITOR'S REPORT CONTINUED

TO THE MEMBERS OF MMG LIMITED CONTINUED  
(incorporated in Hong Kong with limited liability)

## Key Audit Matters - Continued

### Accounting for uncertain tax matters

We identified the accounting for uncertain tax matters as a key audit matter due to the Group's related party relationships and associated tax implications of substantial transactions, the significant judgement involved in the determination of the tax positions and the relevant estimates and assumptions in light of the number of jurisdictions in which the Group operates, including judgement concerning residency of key operations and holding companies, application of transfer pricing rules, the recognition of deferred income tax assets, the taxation impacts of any corporate restructurings and the recognition and measurement of provisions for tax exposures that may arise and associated disclosures.

This gives rise to complexity and uncertainty in respect of the calculation of income taxes and deferred taxation and consideration of contingent liabilities associated with tax years open to audit.

As at 31 December 2021, the Group operates across a number of jurisdictions and is subject to periodic challenges by local tax authorities on a range of tax matters during the normal course of business, including transfer pricing, indirect taxes, change of taxation laws, and transaction related tax matters as disclosed in notes 3.2(a), 8, 18, 19 and 37 to the consolidated financial statements.

Our procedures in relation to the accounting for uncertain tax matters included:

- Testing key controls relating to the accounting for and the disclosure of tax related transactions and matters;
- Working with tax specialists in Australia, Peru and Democratic Republic of Congo to evaluate the Group's tax obligations, review tax computations of the Group, obtain an understanding of the current status of tax assessments and investigations and to evaluate developments in ongoing tax disputes, if any;
- Assessing the recognition and measurement of any relevant deferred tax assets, deferred tax liabilities and current provisions for tax;
- Reading recent rulings, correspondence with local tax authorities and the advices from management's external tax advisors with the assistance from our tax specialists, to satisfy ourselves that the tax provisions recognised or contingent liabilities disclosed have been appropriately recorded or adjusted to reflect the latest external developments;
- Assessing the Group's related party relationships for any transactions and associated tax implications outside the normal course of business; and
- Assessing the appropriateness of the related disclosures included in notes 3.2(a), 8, 18, 19 and 37 to the consolidated financial statements.

# INDEPENDENT AUDITOR'S REPORT CONTINUED

## TO THE MEMBERS OF MMG LIMITED CONTINUED (incorporated in Hong Kong with limited liability)

### Other Information

The directors of the Company are responsible for the other information. The other information comprises the information included in the annual report, but does not include the consolidated financial statements and our auditor's report thereon.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

### Responsibilities of Directors and Those Charged with Governance for the Consolidated Financial Statements

The directors of the Company are responsible for the preparation of the consolidated financial statements that give a true and fair view in accordance with HKFRSs issued by the HKICPA and the Hong Kong Companies Ordinance, and for such internal control as the directors determine is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, the directors are responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Group or to cease operations, or have no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Group's financial reporting process.

# INDEPENDENT AUDITOR'S REPORT CONTINUED

## TO THE MEMBERS OF MMG LIMITED CONTINUED (incorporated in Hong Kong with limited liability)

### Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion solely to you, as a body, in accordance with section 405 of the Hong Kong Companies Ordinance, and for no other purpose. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with HKSA's will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with HKSA's, we exercise professional judgement and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

# INDEPENDENT AUDITOR'S REPORT CONTINUED

## TO THE MEMBERS OF MMG LIMITED CONTINUED (incorporated in Hong Kong with limited liability)

### Auditor's Responsibilities for the Audit of the Consolidated Financial Statements - continued

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partner on the audit resulting in the independent auditor's report is Tsang Yiu Chung.



**Deloitte Touche Tohmatsu**

Certified Public Accountants

Hong Kong

24 March 2022

# FINANCIAL STATEMENTS

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# CONSOLIDATED STATEMENT OF PROFIT OR LOSS

	NOTES	YEAR ENDED 31 DECEMBER	
		2021 US\$ MILLION	2020 US\$ MILLION
Revenue	4	4,255.0	3,033.7
Net other income	5	110.8	12.2
Expenses (excluding depreciation and amortisation)	6	(1,640.4)	(1,666.2)
<b>Earnings before interest, income tax, depreciation and amortisation – EBITDA</b>		<b>2,725.4</b>	<b>1,379.7</b>
Depreciation and amortisation expenses	6	(898.0)	(927.8)
<b>Earnings before interest and income tax – EBIT</b>		<b>1,827.4</b>	<b>451.9</b>
Finance income	7	5.4	1.9
Finance costs	7	(329.0)	(401.4)
<b>Profit before income tax</b>		<b>1,503.8</b>	<b>52.4</b>
Income tax expense	8	(583.3)	(46.8)
<b>Profit for the year</b>		<b>920.5</b>	<b>5.6</b>
<b>Profit for the year attributable to:</b>			
Equity holders of the Company		667.1	(64.7)
Non-controlling interests		253.4	70.3
		920.5	5.6
<b>Profit/(loss) per share attributable to equity holders of the Company</b>			
Basic profit/(loss) per share	9	US 7.95 cents	US (0.80) cents
Diluted profit/(loss) per share	9	US 7.86 cents	US (0.80) cents

The accompanying notes are an integral part of these consolidated financial statements.

# CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

	YEAR ENDED 31 DECEMBER	
	2021 US\$ MILLION	2020 US\$ MILLION
Profit for the year	920.5	5.6
Other comprehensive income/(loss)		
<i>Items that may be reclassified to profit or loss</i>		
Movement on hedging instruments designated as cash flow hedges	50.5	(18.6)
Income tax (expense)/credit relating to cash flow hedges	(16.0)	5.8
<i>Item that may not be reclassified to profit or loss</i>		
Remeasurement on the net defined benefit liability	1.2	(1.7)
Other comprehensive income/(loss) for the year, net of income tax	35.7	(14.5)
Total comprehensive income/(loss) for the year	956.2	(8.9)
Attributable to:		
Equity holders of the Company	692.0	(76.5)
Non-controlling interests	264.2	67.6
	956.2	(8.9)

The accompanying notes are an integral part of these consolidated financial statements.

# CONSOLIDATED STATEMENT OF FINANCIAL POSITION

	NOTES	AT 31 DECEMBER	
		2021 US\$ MILLION	2020 US\$ MILLION
<b>ASSETS</b>			
<b>Non-current assets</b>			
Property, plant and equipment	12	9,763.1	10,075.9
Right-of-use assets	13	104.6	122.8
Intangible assets	14	537.3	546.5
Inventories	17	80.0	76.2
Deferred income tax assets	18	184.7	238.6
Other receivables	19	161.4	78.6
Derivative financial assets	20	31.8	-
Other financial assets	21	1.8	1.7
<b>Total non-current assets</b>		<b>10,864.7</b>	<b>11,140.3</b>
<b>Current assets</b>			
Inventories	17	602.9	416.5
Trade and other receivables	19	238.0	522.8
Current income tax assets		62.3	25.7
Derivative financial assets	20	0.9	-
Cash and cash equivalents	22	1,255.3	192.7
<b>Total current assets</b>		<b>2,159.4</b>	<b>1,157.7</b>
<b>Total assets</b>		<b>13,024.1</b>	<b>12,298.0</b>
<b>EQUITY</b>			
<b>Capital and reserves attributable to equity holders of the Company</b>			
Share capital	23	3,220.3	2,917.6
Reserves and retained profits/(accumulated losses)	24	(1,289.8)	(1,981.2)
		<b>1,930.5</b>	<b>936.4</b>
Non-controlling interests	16	1,997.5	1,733.3
<b>Total equity</b>		<b>3,928.0</b>	<b>2,669.7</b>

The accompanying notes are an integral part of these consolidated financial statements.

	NOTES	AT 31 DECEMBER	
		2021 US\$ MILLION	2020 US\$ MILLION
<b>LIABILITIES</b>			
<b>Non-current liabilities</b>			
Borrowings	25	5,639.0	6,306.7
Lease liabilities	26	112.5	128.5
Provisions	27	532.8	546.5
Derivative financial liabilities	28	-	10.7
Other financial liabilities	29	-	145.4
Trade and other payables	30	164.8	112.2
Deferred income tax liabilities	18	1,018.8	865.2
<b>Total non-current liabilities</b>		<b>7,467.9</b>	<b>8,115.2</b>
<b>Current liabilities</b>			
Borrowings	25	659.1	872.8
Lease liabilities	26	18.6	20.2
Provisions	27	217.0	97.9
Derivative financial liabilities	28	4.9	29.3
Trade and other payables	30	451.0	470.2
Current income tax liabilities		277.6	22.7
<b>Total current liabilities</b>		<b>1,628.2</b>	<b>1,513.1</b>
<b>Total liabilities</b>		<b>9,096.1</b>	<b>9,628.3</b>
<b>Net current asset / (liabilities)</b>		<b>531.2</b>	<b>(355.4)</b>
<b>Total equity and liabilities</b>		<b>13,024.1</b>	<b>12,298.0</b>

The accompanying notes are an integral part of these consolidated financial statements.



**LI LIANGANG**  
INTERIM CEO and Executive Director



**XU JIQING**  
Non-executive Director

# CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

## ATTRIBUTABLE TO EQUITY HOLDERS OF THE COMPANY

US\$ MILLION	SHARE CAPITAL	TOTAL RESERVES	RETAINED PROFITS (ACCUMULATED LOSSES)	TOTAL	NON- CONTROLLING INTERESTS	TOTAL EQUITY
	(Note 23)	(Note 24)	(Note 24)		(Note 16)	
At 1 January 2021	2,917.6	(1,917.7)	(63.5)	936.4	1,733.3	2,669.7
Profit for the year	-	-	667.1	667.1	253.4	920.5
Other comprehensive income	-	24.9	-	24.9	10.8	35.7
<b>Total comprehensive income for the year</b>	<b>-</b>	<b>24.9</b>	<b>667.1</b>	<b>692.0</b>	<b>264.2</b>	<b>956.2</b>
Provision of surplus reserve	-	30.8	(30.8)	-	-	-
Issue of shares, net of share issue costs	299.0	-	-	299.0	-	299.0
Employee long-term incentives	-	1.0	-	1.0	-	1.0
Employee share options exercised and vested	3.7	(1.6)	-	2.1	-	2.1
Employee share options lapsed	-	(0.1)	0.1	-	-	-
<b>Total transactions with owners</b>	<b>302.7</b>	<b>30.1</b>	<b>(30.7)</b>	<b>302.1</b>	<b>-</b>	<b>302.1</b>
<b>At 31 December 2021</b>	<b>3,220.3</b>	<b>(1,862.7)</b>	<b>572.9</b>	<b>1,930.5</b>	<b>1,997.5</b>	<b>3,928.0</b>

The accompanying notes are an integral part of these consolidated financial statements.

## ATTRIBUTABLE TO EQUITY HOLDERS OF THE COMPANY

US\$ MILLION	SHARE CAPITAL	TOTAL RESERVES	RETAINED PROFITS (ACCUMULATED LOSSES)	TOTAL	NON- CONTROLLING INTERESTS	TOTAL EQUITY
	(Note 23)	(Note 24)	(Note 24)		(Note 16)	
At 1 January 2020	2,912.2	(1,899.1)	(0.9)	1,012.2	1,665.7	2,677.9
(Loss)/profit for the year	-	-	(64.7)	(64.7)	70.3	5.6
Other comprehensive loss	-	(11.8)	-	(11.8)	(2.7)	(14.5)
<b>Total comprehensive (loss)/income for the year</b>	<b>-</b>	<b>(11.8)</b>	<b>(64.7)</b>	<b>(76.5)</b>	<b>67.6</b>	<b>(8.9)</b>
Employee long-term incentives	-	(0.5)	-	(0.5)	-	(0.5)
Employee share options exercised and vested	5.4	(4.2)	-	1.2	-	1.2
Employee share options lapsed	-	(2.1)	2.1	-	-	-
<b>Total transactions with owners</b>	<b>5.4</b>	<b>(6.8)</b>	<b>2.1</b>	<b>0.7</b>	<b>-</b>	<b>0.7</b>
<b>At 31 December 2020</b>	<b>2,917.6</b>	<b>(1,917.7)</b>	<b>(63.5)</b>	<b>936.4</b>	<b>1,733.3</b>	<b>2,669.7</b>

The accompanying notes are an integral part of these consolidated financial statements.

# CONSOLIDATED STATEMENT OF CASH FLOWS

	NOTES	YEAR ENDED 31 DECEMBER	
		2021 US\$ MILLION	2020 US\$ MILLION
<b>Cash flows from operating activities</b>			
Receipts from customers		4,689.1	3,200.4
Payments to suppliers and employees		(2,029.0)	(1,830.7)
Payments for exploration expenditure		(21.3)	(19.3)
Income tax (paid)/refunded		(41.1)	32.4
Net settlement of commodity hedges		(46.2)	(24.6)
<b>Net cash generated from operating activities</b>	<b>31</b>	<b>2,551.5</b>	<b>1,358.2</b>
<b>Cash flows from investing activities</b>			
Purchase of property, plant and equipment	31	(569.7)	(514.6)
Purchase of intangible assets		(4.1)	(2.0)
Proceeds from disposal of property, plant and equipment		0.1	0.8
<b>Net cash used in investing activities</b>		<b>(573.7)</b>	<b>(515.8)</b>
<b>Cash flows from financing activities</b>			
Proceeds from issue of shares	23	302.1	-
Payment of issue costs	23	(3.1)	-
Proceeds from external borrowings	25	-	525.7
Repayments of external borrowings	25	(930.3)	(1,209.0)
Proceeds from related party borrowing	25	270.0	650.0
Repayments of related party borrowing	25	(230.0)	(420.0)
Net settlement of interest rate swap		(6.8)	(1.4)
Proceeds from shares issued upon exercise of employee share options		2.1	1.2
Repayment of lease liabilities	26	(33.4)	(36.5)
Interest and financing costs paid on external borrowings		(179.1)	(260.9)
Interest and financing costs paid on related party borrowings		(99.9)	(101.7)
Withholding taxes paid in respect of financing arrangements		(9.5)	(16.7)
Interest received		2.7	2.1
<b>Net cash used in financing activities</b>		<b>(915.2)</b>	<b>(867.2)</b>
<b>Net increase/(decrease) in cash and cash equivalents</b>		<b>1,062.6</b>	<b>(24.8)</b>
Cash and cash equivalents at 1 January		192.7	217.5
<b>Cash and cash equivalents at 31 December</b>	<b>22</b>	<b>1,255.3</b>	<b>192.7</b>

The accompanying notes are an integral part of these consolidated financial statements.

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

## 1. GENERAL INFORMATION

MMG Limited (the “Company”) is a limited liability company and was incorporated in Hong Kong on 29 July 1988. The address of its registered office is Unit 1208, 12/F, China Minmetals Tower, 79 Chatham Road South, Tsimshatsui, Kowloon, Hong Kong. The principal place of business of the Company is disclosed in the Corporate Information section to the Group’s 2021 Annual Report.

The Company is an investment holding company listed on the main board of The Stock Exchange of Hong Kong Limited (“HKEx”).

The Company and its subsidiaries (the “Group”) are engaged in the exploration, development and mining of copper, zinc, gold, silver, molybdenum and lead deposits around the world.

The consolidated financial statements for the year ended 31 December 2021 are presented in United States dollars (“US\$”) unless otherwise stated and were approved for issue by the Board of Directors of the Company (the “Board”) on 24 March 2022.

## 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The principal accounting policies applied in the preparation of these consolidated financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

### 2.1 BASIS OF PREPARATION

The consolidated financial statements of the Group have been prepared in accordance with Hong Kong Financial Reporting Standards (“HKFRSs”) – a collective term that includes all applicable individual Hong Kong Financial Reporting Standards, Hong Kong Accounting Standards (“HKAS”) and Interpretations issued by the Hong Kong Institute of Certified Public Accountants (“HKICPA”). These consolidated financial statements have been prepared under the historical cost convention, except for financial assets and financial liabilities at fair value through profit or loss and through other comprehensive income, which are measured at fair value.

The preparation of consolidated financial statements in accordance with HKFRSs requires the use of certain critical accounting estimates. It also requires management to exercise their judgement in the process of applying the Group’s accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the consolidated financial statements are disclosed in Note 3.

### (a) Going Concern

The consolidated financial statements have been prepared on a going concern basis which assumes the continuity of normal business activity and the realisation of assets and the settlement of liabilities in the normal course of business. Management continues to closely monitor the liquidity position of the Group, which includes the sensitised analysis of forecast cash balances for key financial risks (including commodity and foreign exchange risks) over the short and medium term to ensure adequate liquidity is maintained.

The strong economic performance in 2021 shows improvement in a number of key items as at 31 December 2021. The Group had net current assets of US\$531.2 million (31 December 2020: net current liabilities US\$355.4 million) and cash and cash equivalents of US\$1,255.3 million (31 December 2020: US\$192.7 million). For the year ended 31 December 2021, the Group generated a net profit of US\$920.5 million (2020: net profit of US\$5.6 million) and operational cash flows of US\$2,551.5 million (2020: US\$1,358.2 million).

In June 2021, the Group raised equity of US\$299.0 million, net of issue costs, through share placement. The Group has various revolving credit facilities to assist with liquidity requirements. The Group expects to continue to generate positive operating cashflows for the 12 months following the approval of the annual consolidated financial statements given the recent and forecast improvement in commodity prices.

Consequently, management is of the view that the Group will be able to meet its debts as and when they fall due and accordingly the consolidated financial statements have been prepared on a going concern basis.

### (b) Amendments to existing standards effective and adopted in 2021 with no significant impact to the Group

Amendment to HKFRS 16	Covid-19-Related Rent Concessions <sup>1</sup>
Amendments to HKFRS 9 Financial Instruments, HKAS 39 Financial Instruments: Recognition and Measurement, HKFRS 7 Financial Instruments: Disclosures, HKFRS 4 Insurance Contracts and HKFRS 16 Leases	Interest Rate Benchmark Reform – Phase 2 <sup>2</sup>

1. ‘COVID-19-Related Rent Concessions beyond 30 June 2021’ amendment to HKFRS 16 has also been issued, effective from 1 April 2021, which extends the applicability of the initial amendment to 30 June 2022.

2. The Group has early adopted the amendment of ‘Interest Rate Benchmark Reform – Phase 2’ which has been issued and are effective for the Group for reporting periods beginning on 1 January 2021. The application of this amendment has had no material impact on the Group’s financial positions and performance for the current and prior periods.

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS CONTINUED

IFRS Interpretations Committee (the “Committee”) of the International Accounting Standards Board issued an agenda decision in June 2021 which clarified the costs an entity should include as “estimated costs necessary to make the sale” when determining the net realisable value (“NRV”) of inventories. In particular, whether such costs should be limited to those that are incremental to the sale. The Committee concluded that the estimated costs necessary to make the sale should not be limited to those that are incremental but should also include costs that an entity must incur to sell its inventories including those that are not incremental to a particular sale.

The application of the Committee’s agenda decision has had no material impact on the Group’s financial positions and performance. In the Group’s NRV model, sales price was already adjusted for costs that the Group must incur to sell inventories including treatment charges, penalties, allowances, shipping and logistics costs as well as mineral royalties where applicable.

## Impact of the initial application of amendments to HKFRS 9, HKAS 39, HKFRS 7, HKFRS 4 and HKFRS 16 “Interest Rate Benchmark Reform Phase 2”

For the year ended 31 December 2020, the Group early adopted the Phase 1 amendments for the Interest Rate Benchmark Reform—Amendments to HKFRS 9/ HKAS 39 and HKFRS 7. These amendments modified specific hedge accounting requirements to allow hedge accounting to continue for affected hedges during the period of uncertainty before the hedged items or hedging instruments are amended as a result of the interest rate benchmark reform.

The Phase 2 amendments for the Interest Rate Benchmark Reform—Amendments to HKFRS 9, HKAS 39, HKFRS 7, HKFRS 4 and HKFRS 16 (issued in August 2020) has been adopted by the Group, being mandatory for reporting periods beginning on or after 1 January 2021. Adopting these amendments enables the Group to reflect the effects of transitioning from interbank offered rates (“IBOR”) to alternative benchmark interest rates (also referred to as ‘risk free rates’ or RFRs) without giving rise to accounting impacts that would not provide useful information to users of financial statements.

Both the Phase 1 and 2 amendments are relevant to the Group as it applies hedge accounting for the interest rate benchmark exposure in respect of the interest rate swap hedge on the Las Bambas project finance facility. Refer to Note 33.1(b) for further details on the interest rate swap hedge and the impact of the amendments on the hedge instruments.

The Group will continue to apply the Phase 1 amendments until the uncertainty arising from the interest rate benchmark reform with respect to the timing and amount of underlying cashflows to which the Group is exposed ends. The Group expects this uncertainty will continue until the Group’s contracts that reference the London inter-bank offered rates (“LIBOR”) expire or are revised. LIBOR will be amended to specify the date on which the interest rate benchmark will be replaced and the basis for the cash flows of alternative benchmark rate are determined. As a result of adoption of Phase 1 amendments, the Group will retain the cumulative gain or loss in the cash flow hedge reserve for designated cash flow hedges that are subject to interest rate benchmark reform.

In respect of the Phase 2 amendments:

- When contractual terms of the Group’s borrowings are amended as direct consequence of the interest rate benchmark reform and the new basis of determining the contractual cash flows is economically equivalent to the basis immediately preceding the change, the Group shall change the basis for determining the contractual cash flows prospectively by revising the effective interest rate. Any additional changes not directly related to the reforms will be accounted for in line with applicable requirements of HKFRS 9.
- The Group currently does not have any leases with an IBOR as the basis for lease payments. In case the Group may acquire such leases and if the interest rate reforms impact the basis for determining lease payments, then if the new basis is economically equivalent to the previous basis, the Group shall remeasure the lease liability to reflect the revised lease payments discounted using the revised discount rate.
- When any changes shall be made to hedging instrument or the hedged item and hedged risk as a result of these reforms, the Group shall update the hedge documentation without discontinuing the hedge relationship.
- In respect of the cash flow hedge reserve, if the hedged item is modified due to the interest rate benchmark reform, the cumulative gain or loss in the cash flow hedge reserve shall be deemed to be based on the alternative benchmark rate.
- The Group currently does not have any fair value hedges.

Please refer to Notes 25 and 33.1(b) for further details on impacts from the amendments.

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS CONTINUED

## (c) New standards and amendments to standards that have been issued but not yet effective or early adopted by the Group

The Group has not early adopted the following new standards and amendments to standards that have been issued but are not effective for financial year 2021. The Group does not expect them to have material impact to the Group's financial results.

HKFRS 17	Insurance Contracts and the related Amendments <sup>2</sup>
Amendments to HKFRS 3	Reference to the Conceptual Framework <sup>1</sup>
Amendments to HKFRS 10 and HKAS 28	Sale or Contribution of Assets between an Investor and its Associate or Joint Venture <sup>3</sup>
Amendments to HKAS 1	Classification of Liabilities as Current or Non-current and related amendments to Hong Kong Interpretation 5 (2020) <sup>2</sup>
Amendments to HKAS 1 and HKFRS Practice Statement 2	Disclosure of Accounting Policies <sup>2</sup>
Amendments to HKAS 8	Definition of Accounting Estimates <sup>2</sup>
Amendments to HKAS 12	Deferred Tax related to Assets and Liabilities arising from a Single Transaction <sup>2</sup>
Amendments to HKAS 16	Property, Plant and Equipment – Proceeds before Intended Use <sup>1</sup>
Amendments to HKAS 37	Onerous Contracts – Cost of Fulfilling a Contract <sup>1</sup>
Amendments to HKFRSs	Annual Improvements to HKFRSs 2018-2020 <sup>1</sup>

Effective for the Group for annual periods beginning on or after:

- 1 January 2022
- 1 January 2023
- Effective date to be determined

## 2.2 CONSOLIDATION

### (a) Acquisition method of accounting for non-common control combination

The Group applies the acquisition method of accounting to account for business combinations other than common control combinations. The purchase consideration for the acquisition of a subsidiary is the fair value of the assets transferred, the liabilities incurred to the former owners of the acquiree and the equity interests issued by the Group. The purchase consideration includes the fair value of any asset or liability resulting from a contingent consideration arrangement and the fair value of any pre-existing equity interest in the subsidiaries. Acquisition-related costs are

expensed as incurred. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date, which is the date on which control is obtained. On an acquisition-by-acquisition basis, the Group recognises any non-controlling interest in the acquiree either at fair value or at the non-controlling interest's proportionate share of the recognised amounts of the acquiree's identifiable net assets.

If the business combination is achieved in stages, the acquisition date carrying value of the acquirer's previously held equity interest in the acquiree is remeasured to fair value at the acquisition date; any gains or losses arising from such remeasurement are recognised in profit or loss or other comprehensive income, as appropriate.

The excess of purchase consideration, the amount of any non-controlling interest in the acquiree and the acquisition-date fair value of any previous equity interest in the acquiree over the fair value of the identifiable net assets acquired are recorded as goodwill. If the total of purchase consideration, non-controlling interest recognised and previously held interest measured are less than the fair value of the net assets of the subsidiary acquired in the case of a bargain purchase, the difference is recognised directly in the consolidated statement of profit or loss.

### (b) Subsidiaries

Subsidiaries are all entities over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. The Group has power over an entity when it has existing rights to direct the relevant activities that significantly affect the entity's returns. The subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are deconsolidated from the date that control ceases.

Inter-company transactions, balances, income and expenses on transactions between Group companies are eliminated. Profits and losses resulting from inter-company transactions that are recognised in assets are also eliminated. Accounting policies of subsidiaries are consistent with the policies adopted by the Group.

### (c) Transactions with non-controlling interests

Transactions with non-controlling interests that do not result in loss of control are accounted for as equity transactions – that is, as transactions with the owners in their capacity as owners. The difference between fair value of any consideration paid and the relevant share acquired of the carrying value of net assets of the subsidiary is recorded in equity. Gains or losses on disposals to non-controlling interests are also recorded in equity.

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS CONTINUED

When the Group loses control of a subsidiary, a gain or loss is recognised in profit or loss and is calculated as the difference between (i) the aggregate of the fair value of the consideration received and the fair value of any retained interest and (ii) the previous carrying amount of the assets (including goodwill), and liabilities of the subsidiary and any non-controlling interests. All amounts previously recognised in other comprehensive income in relation to that subsidiary are accounted for as if the Group had directly disposed of the related assets or liabilities of the subsidiary (i.e. reclassified to profit or loss or transferred to another category of equity as specified/permitted by applicable HKFRSs). The fair value of any investment retained in the former subsidiary at the date when the control is lost is regarded as the fair value on initial recognition for subsequent accounting under HKFRS 9, when applicable, the cost on initial recognition of an investment in an associate or a joint venture.

When the Group ceases to have control, any retained interest in the entity is remeasured to its fair value, with the change in carrying amount recognised in profit or loss. The fair value is the initial carrying amount for the purposes of subsequent accounting for the retained interest as an associate, joint arrangement or financial asset. In addition, any amounts previously recognised in other comprehensive income in respect of that entity are accounted for as if the Group had directly disposed of the related assets or liabilities. This may mean that amounts previously recognised in other comprehensive income are reclassified to profit or loss.

#### (d) Separate financial statements

Investments in subsidiaries are accounted for at cost less impairment. Cost is adjusted to reflect changes in consideration arising from contingent consideration amendments. Cost also includes directly attributable costs of the investment. The results of subsidiaries are accounted for by the Company on the basis of dividend received and receivable.

## 2.3 SEGMENT REPORTING

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker. The chief operating decision-maker, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the Executive Committee of the Company.

## 2.4 FOREIGN CURRENCY TRANSLATION

### (a) Functional and presentation currency

Items included in the financial statements of each Group entity are measured using the currency of the primary economic environment in which the entity operates

(functional currency). The functional currency of the Company is US dollars (US\$), which is also the presentation currency of the Group.

### (b) Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions or reporting date where monetary items are remeasured. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year-end exchange rates are recognised in the consolidated statement of profit or loss.

## 2.5 PROPERTY, PLANT AND EQUIPMENT

### Cost

Property, plant and equipment is stated at historical cost less accumulated depreciation and impairment losses, if any. Historical cost includes expenditure that is directly attributable to the acquisition of the items and costs incurred in bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management. The cost of property, plant and equipment includes the estimated cost of mine rehabilitation, restoration and dismantling.

### Depreciation and amortisation

The major categories of property, plant and equipment are depreciated over the estimated useful lives of the assets on a unit of production or reducing balance basis as indicated below. The useful lives below are subject to the lesser of the asset categories' useful life and the life of the mine:

- Freehold land – Not depreciated or unit of production (tonnes mined) as applicable;
- Buildings – straight line over the useful life of the asset as applicable which do not exceed 40 years;
- Plant and machinery – Units-of-production (tonnes mined or milled) or straight line over the useful life of the asset as applicable which does not exceed 20 years;
- Mine property and development assets – Units-of-production (tonnes mined, milled, or metal produced);
- Exploration and evaluation assets – Not depreciated; and
- Construction in progress – Not depreciated.

Depreciation and amortisation commence when an asset is available for use.

The units-of-production method is applied based on assessments of proven and probable Ore Reserves and a portion of Mineral Resources available to be mined or processed by the current production equipment to

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS CONTINUED

the extent that such resources are considered to be economically recoverable. Resource and Reserves estimates are reviewed annually.

## (a) Exploration and evaluation assets

Exploration and evaluation activities include expenditure to identify potential Mineral Resources, determine the technical feasibility and assess the commercial viability of the potential Mineral Resources.

Exploration and evaluation costs that are incurred before the Group has obtained the legal right to explore an area, or are incurred up to and including the pre-feasibility phase, are recognised in the consolidated statement of profit or loss. Subsequent exploration and evaluation costs are capitalised as exploration and evaluation asset.

Exploration and evaluation costs that relate to an area of interest acquired as part of an asset acquisition or business combination are capitalised and the exploration and evaluation asset is measured at fair value on acquisition.

Exploration and evaluation assets are treated as tangible assets and classified as part of property, plant and equipment. As the assets are not yet ready for use they are not depreciated.

Exploration and evaluation assets are carried forward if the rights to the area of interest are current and the expenditures are expected to be recouped through successful development and exploitation of the area of interest, or alternatively by the sale of the asset. Exploration and evaluation assets shall no longer be classified as such when the technical feasibility and commercial viability of extracting a mineral resource are demonstrable.

The assets are monitored for indications of impairment and an assessment is performed where an indicator of impairment exists. For the purpose of the impairment testing, exploration and evaluation assets are allocated to cash-generating units (CGU) to which the exploration activity relates.

Once the technical feasibility and commercial viability of the development of an area of interest are demonstrable, exploration and evaluation assets attributable to that area of interest are first tested for impairment and then reclassified to construction in progress within property, plant and equipment.

## (b) Development expenditure

The following assets are classified directly as mine property and development assets from the commencement of development:

- Mineral rights balances representing identifiable exploration and evaluation assets including Mineral

Resources and Ore Reserves acquired as part of a business combination and recognised at fair value at the date of acquisition; and

- Mine rehabilitation, restoration and dismantling assets.

All subsequent expenditure to develop the mine to the production phase is capitalised and classified as construction in progress. On completion of development, construction in progress balances are reclassified to land and buildings, plant and machinery or mine property and development categories of property, plant and equipment as appropriate.

## (c) Overburden and waste removal

Overburden and other waste removal costs incurred in the development phase of a mine before production commences are initially capitalised as part of construction in progress. At the completion of development, costs are transferred to the mine property and development category of property, plant and equipment.

The Group defers a portion of waste removal costs incurred during the production phase of an open-pit operation as part of determining the cost of inventories. Current period waste mining expenses are allocated between current period inventory and deferred waste assets based on the ratio of waste tonnes mined to ore tonnes mined (waste to ore ratio). The amount of deferred waste asset is calculated for each separate component of the ore body identified based on mine plans. Current period expenses are deferred to the extent that the current period waste to ore ratio exceeds the life-of-mine waste to ore ratio for the identified component of ore body. Deferred waste assets are categorised in the mine property and development category of property, plant and equipment and are amortised over the life of the component on a units-of-production basis. Changes to estimates are accounted for prospectively.

## (d) Other expenditure

When further development expenditure is incurred in respect of the mine property after the commencement of the production phase, or additional property, plant and equipment are acquired, such expenditure is capitalised and carried forward only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably.

Major spare parts are carried as property, plant and equipment when an entity expects to use them during more than one period or when they can be used only in connection with an item of property, plant and equipment. The carrying amount of the replaced part is derecognised. All other repairs and maintenance are expensed in the consolidated statement of profit or loss during the accounting period in which they are incurred.

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS CONTINUED

## (e) Disposal of property, plant and equipment

On disposal of an item of property, plant and equipment, the difference between the disposal proceeds and the carrying amount of the asset is recognised as a gain or loss in the consolidated statement of profit or loss within other income.

## 2.6 INTANGIBLE ASSETS

### (a) Goodwill

Goodwill arises on the acquisition of subsidiaries and represents the excess of the purchase consideration over the interest of the Group in the fair value of the identifiable assets, liabilities and contingent liabilities of the acquiree and the non-controlling interest in the acquiree.

Goodwill is not amortised and is tested for impairment annually (refer to Note 2.7). For the purpose of impairment testing, goodwill acquired in a business combination is allocated to each of the CGUs, or groups of CGUs, that is expected to benefit from the synergies of the acquisition. Each unit or group of units to which the goodwill is allocated, represents the lowest level within the entity at which the goodwill is monitored for internal management purposes. Goodwill is monitored at the operating segment level.

### (b) Software development

Development costs that are directly attributable to the design, testing and deployment of identifiable and unique software products controlled by the Group are recognised as intangible assets when the following criteria are met:

- It is technically feasible to complete the software product so that it will be available for use;
- Management intends to complete the software product and use or sell it;
- There is an ability to use or sell the software product;
- It can be demonstrated how the software product will generate probable future economic benefits;
- Adequate technical, financial and other resources to complete the development and to use or sell the software product are available; and
- The expenditure attributable to the software product during its development can be reliably measured.

Directly attributable costs include direct materials, employee costs, services and an appropriate portion of relevant overheads.

Other development expenditure that does not meet these criteria and costs associated with maintaining computer software programs is recognised as an expense as incurred. Development costs previously recognised as an expense are not recognised as an asset in a subsequent period.

Software development assets are amortised over their estimated useful lives, which do not exceed seven years.

## 2.7 IMPAIRMENT OF NON-FINANCIAL ASSETS

All intangible assets that have an indefinite useful life, for example goodwill, or are not ready for use are tested annually for impairment or more frequently if events or changes in circumstances indicate a potential impairment.

Other non-financial assets are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable.

An impairment loss is recognised for the amount by which the carrying amount of the asset exceeds its recoverable amount. The recoverable amount is the higher of the fair value less costs of disposal and value in use of an asset. For the purposes of impairment assessment, assets are grouped at the lowest levels for which there are separately identifiable cash flows.

Any impairment loss related to goodwill is recognised immediately as an expense and is not subsequently reversed. Any impairment loss related to non-financial assets other than goodwill is reviewed and may be reversed at subsequent reporting dates. A reversal of previously recognised impairment loss is limited to the lesser of the amount that would not cause the carrying amount to exceed its recoverable amount or the carrying amount that would have been determined (net of accumulated depreciation) had no impairment loss been recognised.

## 2.8 LEASES

A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

For contracts entered into or modified on or after the date of initial application or arising from business combinations, the Group assesses whether a contract is or contains a lease based on the definition under HKFRS 16 at inception, modification date or acquisition date, as appropriate. Such contract will not be reassessed unless the terms and conditions of the contract are subsequently changed.

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS CONTINUED

For a contract that contains a lease component and one or more additional lease or non-lease components, the Group allocates the consideration in the contract to each lease component on the basis of the relative stand-alone price of the lease component and the aggregate stand-alone price of the non-lease components.

The Group applies the short-term lease recognition exemption to leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option. It also applies the recognition exemption for lease of low-value assets. Lease payments on short-term leases and leases of low-value assets are recognised as an expense on a straight-line basis over the lease term.

## (a) Right-of-use assets

Except for short-term leases and leases of low value assets, the Group recognises right-of-use assets at the commencement date of the lease (i.e. the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities other than adjustments to lease liabilities resulting from COVID-19 related rent concessions in which the Group applied the practical expedient.

The cost of right-of-use assets includes:

- the amount of the initial measurement of the lease liability;
- any lease payments made at or before the commencement date, less any lease incentives received;
- any initial direct costs incurred by the Group; and
- an estimate of costs to be incurred by the Group in dismantling and removing the underlying assets, restoring the site on which it is located or restoring the underlying asset to the condition required by the terms and conditions of the lease.

Right-of-use assets in which the Group are reasonably certain to obtain ownership of the underlying leased assets at the end of the lease term are depreciated from commencement date to the end of the useful life. Otherwise, right-of-use assets are depreciated on a straight-line basis over the shorter of its estimated useful life and the lease term. The Group presents right-of-use assets as a separate line item on the consolidated statement of financial position.

## (b) Lease liabilities

At the commencement date of a lease, the Group recognises and measures the lease liability at the present value of lease payments that are unpaid at that date. In calculating the present value of lease payments, the Group uses the incremental borrowing rate ("IBR") at the lease

commencement date if the interest rate implicit in the lease is not readily determinable.

The lease payments include:

- fixed payments (including in-substance fixed payments) less any lease incentives receivable;
- variable lease payments that depend on an index or a rate;
- amounts expected to be paid under residual value guarantees;
- the exercise price of a purchase option reasonably certain to be exercised by the Group; and
- payments of penalties for terminating a lease, if the lease term reflects the Group exercising the option to terminate.

Variable lease payments that reflect changes in market rental rates are initially measured using the market rental rates at the commencement date. Variable lease payments that do not depend on an index or a rate are not included in the measurement of lease liabilities and right-of-use assets and are recognised as expense in the period on which the event or condition that triggers the payment occurs.

After the commencement date, lease liabilities are adjusted by interest accretion and lease payments. The Group remeasures lease liabilities (and makes a corresponding adjustment to the related right-of-use assets) whenever:

- the lease term has changed or there is a change in the assessment of exercise of a purchase option, in which case the related lease liability is remeasured by discounting the revised lease payments using a revised discount rate at the date of reassessment.
- the lease payments change due to changes in rental rates, in which case the related lease liability is remeasured by discounting the revised lease payments using the initial discount rate.

## (c) Lease modifications

Except for COVID-19-related rent concessions, if any, where the Group is allowed to apply the practical expedient, the Group accounts for a lease modification as a separate lease if:

- the modification increases the scope of the lease by adding the right to use one or more underlying assets; and
- the consideration for the leases increases by an amount commensurate with the stand-alone price for the increase in scope and any appropriate adjustments to that stand-alone price to reflect the circumstances of the particular contract.

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS CONTINUED

For a lease modification that is not accounted for as a separate lease, the Group remeasures the lease liability based on the lease term of the modified lease by discounting the revised lease payments using a revised discount rate at the effective date of the modification.

The Group accounts for the remeasurement of lease liabilities by making corresponding adjustments to the relevant right-of-use asset. When the modified contract contains a lease component and one or more additional lease or non-lease components, the Group allocates the consideration in the modified contract to each lease component on the basis of the relative stand-alone price of the lease component and the aggregate stand-alone price of the non-lease components.

## **Sublease**

When the Group is an intermediate lessor, it accounts for the head lease and the sublease as two separate contracts. The sublease is classified as a finance or operating lease by reference to the right-of-use assets arising from the head lease, not with reference to the underlying assets.

## **2.9 FINANCIAL ASSETS**

### **Classification**

Classification of financial assets depends on the Group's business model for managing its financial assets and the contractual terms of the cash flows. The Group classifies its financial assets as:

- financial assets measured at amortised cost, or
- financial assets measured at fair value.

Gains or losses of assets measured at fair value will be recognised either through profit or loss ("FVTPL") or through other comprehensive income ("FVOCI"). For financial assets measured at FVOCI, impairment allowances are recognised in profit or loss with corresponding adjustment to other comprehensive income without reducing the carrying amounts of these financial assets.

### **(a) Amortised cost**

A financial asset shall be measured at amortised cost if it is held within a business model. The objective of which is to hold financial assets in order to collect contractual cash flows, where the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

### **(b) Financial assets at fair value through profit or loss (FVTPL)**

A financial asset shall be measured at fair value through profit or loss unless it is measured at amortised cost or at fair value through other comprehensive income.

### **Recognition and measurements**

Regular purchases and sales of financial assets are recognised on the trade-date being the date on which the Group commits to purchase or sell the asset. Investments are initially recognised at fair value plus transaction costs for all financial assets not carried at fair value through profit or loss. Financial assets carried at fair value through profit or loss are initially recognised at fair value and transaction costs are expensed in the consolidated statement of profit or loss. Financial assets are derecognised when the rights to receive cash flows from the investments have expired or have been transferred and the Group has transferred substantially all risks and rewards of ownership. Financial assets at fair value through profit or loss are subsequently carried at fair value. Financial assets at amortised cost are measured at the amount recorded at initial recognition minus the principal repayments, plus or minus the cumulative amortisation using the effective interest method of any difference between that initial amount and the maturity amount and, for financial assets, adjusted for any loss allowance.

Gains or losses arising from changes in the fair value of the financial assets at fair value through profit or loss are presented in the consolidated statement of profit or loss within expenses in the period in which they arise. The net gain or loss recognised in profit or loss arising from changes in the fair value of the financial assets at fair value through profit or loss excludes any dividend income. Dividend income from financial assets at fair value through profit or loss is recognised in the consolidated statement of profit or loss as part of other income when the right of the Group to receive payment is established, the Group is probable to obtain the economic benefits associated with it and the amount can be measured reliably.

### **Offsetting financial instruments**

Financial assets and liabilities are offset and the net amount reported in the statement of financial position when there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the company or the counterparties.

### **Impairment of financial assets**

The Group applies an expected credit loss ("ECL") approach in respect of receivables classified as financial assets at amortised cost, which is assessed on an individual basis for each counterparty at the end of each reporting period where relevant. The Group reviews credit risk with respect to the counterparty, likelihood or risk of default and forward-looking reasonable and supportable documentation

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS CONTINUED

in assessing a loss allowance for the respective financial asset at the end of each reporting period. The Group's consideration of credit risk takes into account, among other things, the instrument type, credit risk rating, date of initial recognition, remaining term to maturity and geographical location of the debtor. A financial asset is credit-impaired when one or more events that have a detrimental impact on the estimated future cash flows of that financial asset have occurred. Credit loss is measured at the present value of such difference in cash flows, discounted using the effective interest rate determined at initial recognition. The Group measures the loss allowance equal to 12-month ECL ("12m ECL"). In the event when there has been a significant increase in credit risk since initial recognition, the Group recognises lifetime ECL. The Group writes off a financial asset when there is information indicating that the counterparty is in severe financial difficulty and there is no realistic prospect of recovery.

## (c) Derivative financial instruments and hedge accounting

For the year ended 31 December 2021, the Group has held derivative financial instruments, all of which have been detailed in note 33.1 (a) and note 33.1 (b). Derivatives are initially recognised at fair value at the date when derivative contracts are entered into and are subsequently remeasured to their fair value at the end of the reporting period. The resulting gain or loss is recognised in profit or loss unless the derivative is designated and effective as a hedging instrument, in which event the timing of the recognition in profit or loss depends on the nature of the hedge relationship.

The Group designates certain derivatives as hedging instruments for cash flow hedges.

At the inception of the hedging relationship the Group documents the relationship between the hedging instrument and the hedged item, along with its risk management objectives and its strategy for undertaking the hedge transactions. Furthermore, at the inception of the hedge and on an ongoing basis, the Group documents whether the hedging instrument is effective in offsetting changes in cash flows of the hedged item attributable to the hedged risk.

### **Assessment of hedging relationship and effectiveness**

For hedge effectiveness assessment, the Group considers whether the hedging instrument is effective in offsetting changes in cash flows of the hedged item attributable to the hedged risk, which is when the hedging relationships meet all of the following hedge effectiveness requirements:

- there is an economic relationship between the hedged item and the hedging instrument;

- the effect of credit risk does not dominate the value changes that result from that economic relationship; and
- the hedge ratio of the hedging relationship is the same as that resulting from the quantity of the hedged item that the Group actually hedges and the quantity of the hedging instrument that the entity actually uses to hedge that quantity of hedged item.

In assessing the economic relationship between the hedged item and the hedging instrument the Group assumes that the interest rate benchmark on which the hedged cash flows and/or hedged risk are based, or the interest rate benchmark on which the cash flows of the hedging instrument are based, is not altered as a result of interest rate benchmark reform.

The effective portion of changes in the fair value of the hedging instrument designated as cash flow hedges is recognised in other comprehensive income and accumulated under the heading of cash flow hedge reserve, limited to the cumulative change in fair value of the hedged item from inception of the hedge. When a hedged item in a cash flow hedge is amended to reflect the changes that are required by the interest rate benchmark reform, the amount accumulated in the cash flow hedge reserve is deemed to be based on the alternative benchmark rate on which the hedged future cash flows are determined. The gain or loss relating to the ineffective portion is recognised immediately in profit or loss, and is included in the 'finance income' or 'finance costs' line item for a financing hedge (e.g., an interest rate swap) or in 'other income/expense' (for any other hedges, e.g., a commodity hedge). As to cash flow statements disclosure, cashflow resulting from commodity hedge is part of 'operating activities'; cashflow resulting from financing hedge (e.g., an interest rate swap) is part of 'financing activities'.

## **2.10 FINANCIAL GUARANTEE CONTRACT**

A financial guarantee contract is a contract that requires the issuer to make specified payments to reimburse the holder for a loss it incurs because a specified debtor fails to make payment when due in accordance with the original or modified terms of a debt instrument.

For a financial guarantee contract, the Group is required to make payments only in the event of a default by the debtor in accordance with the terms of the instrument that is guaranteed. Accordingly, the expected loss is the present value of the expected payments to reimburse the holder for a credit loss that it incurs less any amounts that the Group expects to receive from the holder, the debtor or any other party.

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS CONTINUED

For ECL on financial guarantee contracts for which the effective interest rate cannot be determined, the Group will apply a discount rate that reflects the current market assessment of the time value of money and the risks that are specific to the cash flows but only if, and to the extent that, the risks are taken into account by adjusting the discount rate instead of adjusting the cash shortfalls being discounted.

For financial guarantee contracts, the loss allowances are recognised at the higher of the amount of the loss allowance determined in accordance with HKFRS 9; and the amount initially recognised less, where appropriate, cumulative amount of income recognised over the guarantee period. Other financial liabilities are classified as financial liabilities at fair value through profit or loss.

## 2.11 INVENTORIES

Inventories comprise raw materials, stores and consumables, work in progress and finished goods. Inventories are stated at the lower of cost and net realisable value.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and costs necessary to make the sale. Costs necessary to make the sale include incremental costs directly attributable to the sale and non-incremental costs which the Group must incur to make the sale.

Costs are assigned to individual items of inventory based on weighted average costs. Costs include the costs of direct materials, overburden removal, mining, processing, labour, related transportation costs to the point of sale, an appropriate proportion of related production overheads, mine rehabilitation costs incurred in the extraction process and other fixed and variable costs directly related to mining activities. They exclude borrowings costs.

## 2.12 TRADE AND OTHER RECEIVABLES

Trade receivables are recognised initially at transaction price and subsequently measured at fair value through profit or loss. The terms of sales contracts with third parties contain provisional pricing arrangements whereby the selling price for contained metal is based on prevailing spot prices during a specified future date range after shipment to the customer (quotation period). In case of such provisional pricing arrangements, the Group re-estimates the fair value of the final sales price adjustment continually by reference to forward market prices. Related trade receivable balances are recognised at fair value through profit and loss. Refer to Note 2.20 for details.

Other receivables are measured at amortised cost using the effective interest method, less provision for impairment. If collection of trade and other receivables is expected in

one year or less, trade and other receivables are classified as current assets. If not, they are presented as non-current assets.

The Group derecognises a financial asset only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity. On derecognition of a financial asset measured at amortised cost, the difference between the asset's carrying amount and the sum of the consideration received and receivable is recognised in profit or loss.

## 2.13 CASH AND CASH EQUIVALENTS

Cash and cash equivalents include cash on hand, deposits held at call with banks, other short-term highly liquid investments with original maturities of three months or less, and bank overdrafts.

## 2.14 FINANCIAL LIABILITIES AND EQUITY

Financial liabilities and equity instruments issued by the Group are classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability and an equity instrument.

### (a) Financial liabilities

Financial liabilities are initially measured at fair value, and are subsequently measured at amortised cost, using the effective interest method. The Group derecognises financial liabilities when, and only when, the Group's obligations are discharged, cancelled or have expired. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in profit or loss.

Borrowings are recognised initially at fair value, net of transaction costs incurred. Borrowings are subsequently stated at amortised cost; any difference between the proceeds (net of transaction costs) and the redemption value is recognised in the consolidated statement of profit or loss over the period of the borrowings using the effective interest method.

Borrowings are classified as current unless the Group has an unconditional right to defer settlement of the liability for at least 12 months after the reporting date. General and specific borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale.

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS CONTINUED

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

All other borrowing costs are recognised in profit or loss in the period in which they are incurred.

## (b) Equity instruments

Equity instruments are any contract that evidences a residual interest in the assets of the Group after deducting all of its liabilities. Subsequent to initial recognition, the equity instrument is not remeasured. Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

## 2.15 MINE REHABILITATION, RESTORATION AND DISMANTLING OBLIGATIONS

Provisions are made for the estimated cost of rehabilitation, restoration and dismantling relating to areas disturbed during the mine's operations up to the reporting date but not yet rehabilitated. Provision has been made in full for all the disturbed areas at the reporting date based on current estimates of costs to rehabilitate such areas, discounted to their present value based on expected future cash flows. The estimated cost of rehabilitation includes the current cost of recontouring, top soiling and revegetation to meet legislative requirements. Changes in estimates are dealt with on a prospective basis as they arise.

Uncertainty exists as to the amount of rehabilitation obligations that will be incurred due to the impact of changes in environmental legislation, and many other factors, including future developments, changes in technology, price increases and changes in interest rates. The amount of the provision relating to mine rehabilitation, restoration and dismantling obligations is recognised at the commencement of the mining project and/or construction of the assets where a legal or constructive obligation exists at that time.

The provision is recognised as a liability, separated into current (estimated expenditure arising within 12 months) and non-current components, based on the expected timing of these cash flows. A corresponding asset is included in mine property and development assets, only to the extent that it is probable that future economic benefits associated with the restoration expenditure will flow to the entity, otherwise a corresponding expense is recognised in the profit or loss. The capitalised cost of this asset is recognised in property, plant and equipment and is amortised over the life of the mine.

At each reporting date, the rehabilitation liability is remeasured in line with changes in discount rates, and timing or amounts of the costs to be incurred. Rehabilitation, restoration and dismantling provisions are adjusted for changes in estimates. Adjustments to the estimated amount and timing of future rehabilitation and restoration cash flows are a normal occurrence considering the significant judgements and estimates involved. Changes in the liability relating to mine rehabilitation, restoration and dismantling obligations are added to or deducted from the related asset (where it is probable that future economic benefits will flow to the entity), other than the unwinding of discount on provisions, which is recognised as a finance cost in the consolidated statement of profit or loss. Changes to capitalised cost result in an adjustment to future depreciation charges.

The provisions referred to above do not include any amounts related to remediation costs associated with unforeseen circumstances.

## 2.16 PROVISIONS AND CONTINGENT LIABILITIES

Provisions are recognised when the Group has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation, and the amount has been reliably estimated.

Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. A provision is recognised even if the likelihood of an outflow with respect to any one item included in the same class of obligations may be small.

Provisions are measured at the present value of the expenditures expected to be required to settle the obligation using a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the obligation. The increase in the provision due to the passage of time is recognised as an interest expense.

A provision for onerous contracts is recognised when the expected benefits to be derived by the Group from a contract are lower than the unavoidable cost of meeting its obligations under the contract. The provision is measured at the present value of the lower of the expected cost of terminating the contract and the expected net cost of continuing with the contract.

A provision is recognised for the amount expected to be paid under short-term or long-term bonus entitlements if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the Director or employee and the obligation can be estimated reliably.

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS CONTINUED

A contingent liability is a present obligation arising from past events but is not recognised because it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation or the amount of the obligation cannot be measured with sufficient reliability.

The Group assesses continually to determine whether an outflow of resources embodying economic benefits has become probable. If it becomes probable that an outflow of future economic benefits will be required for an item previously dealt with as a contingent liability, a provision is recognised in the consolidated financial statements in the reporting period in which the change in probability occurs, except in the limited circumstances where no reliable estimate can be made.

## 2.17 CURRENT AND DEFERRED INCOME TAX

The tax expense recognised for the year comprises current and deferred tax. Tax is recognised in the consolidated statement of profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

The current income tax charge is calculated on the basis of the tax laws enacted or subsequently enacted at the reporting date in the jurisdictions or where a stability agreement is applicable where the Company's subsidiaries operate and generate taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred income tax is recognised on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the consolidated financial statements. However, deferred income tax is not accounted for if it arises from initial recognition of an asset or a liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit or loss. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantively enacted by the reporting date or where a stability agreement is applicable and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred income tax assets are recognised only to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised.

Deferred income tax is provided on temporary differences arising on investments in subsidiaries, except where the timing of the reversal of the temporary difference is controlled by the Group and it is probable that the temporary difference will not reverse in the foreseeable future.

Deferred income tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities, and when the deferred income tax assets and liabilities relate to income taxes levied by the same taxation authority on either the taxable entity or different taxable entities where there is an intention and agreement with tax authorities to settle the balances on a net basis.

## *Tax consolidation – Australia*

The majority of the Australian subsidiaries of the Company are an income tax consolidated group and are taxed as a single entity. MMG Australia Limited is the head company of the Australian tax consolidated group.

The subsidiaries in the Australian tax consolidated group account for their own current and deferred tax amounts. These tax amounts are measured as if each entity in the tax consolidated group continues to be a stand-alone tax payer in its own right. In addition to its own current and deferred tax amounts, the head entity recognises the current tax liabilities (or assets) and the deferred tax assets arising from unused tax losses and unused tax credits assumed from the other entities in the tax consolidated group.

Assets or liabilities arising under tax funding agreements between entities within the tax consolidated group entities are utilised as amounts receivable from or payable to other entities within the tax consolidated group.

## 2.18 TRADE AND OTHER PAYABLES

Trade and other payables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method.

Trade and other payables are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities.

## 2.19 EMPLOYEE BENEFITS

### (a) Employee leave entitlements

Employee entitlements to annual leave are recognised when they are accrued by employees. A provision is made for the estimated liability for annual leave as a result of services rendered by employees up to the reporting date. Employee entitlements to sick leave and maternity leave are not recognised until the time of leave.

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS CONTINUED

## **(b) Pension obligations – defined contribution plans**

Arrangements for staff retirement benefits are made in accordance with local regulations and customs.

For defined contribution plans, the Group pays contributions to publicly or privately administered pension insurance plans on a mandatory, contractual or voluntary basis. The Group has no further payment obligations once the contributions have been paid. The contributions are recognised as an employee benefit expense when they are due. Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in future payment is available.

## **(c) Long-term employee benefits**

Long-term employee benefit obligations are measured at the present value of expected future payments to be made. Long-term benefits include post-employment defined benefit plan in Democratic Republic of the Congo (“DRC”) and long service leave in Australia.

### ***Post-employment defined benefit plan***

Defined benefit obligation under the plan is measured at the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method and recorded as non-current liabilities. Consideration is given to expected future salary increase and historic attrition rates. Expected future payments are discounted using market yields at the reporting date on national government bonds with terms to maturity and currency that match, as closely as possible, the estimated future cash outflows. Re-measurements, if any, as a result of changes in actuarial assumptions are recognised in the consolidated statement of comprehensive income. Changes in the present value of the defined benefit obligation resulting from plan amendments are recognised as past service costs. Current and past service costs related to post-employment benefits are recognised immediately in the consolidated statement of profit and loss while unwinding of the liability at discount rates used are recorded as financial cost.

### ***Long service leave***

Long service leave is a period of paid leave granted to an employee in recognition of a long period of service to an employer. The liability for long service leave is recognised in the provision for employee benefits and measured as the present value of expected future payments to be made. Consideration is given to expected future wage and salary levels, experience of employee departures and periods of service. Expected future payments are discounted using market yields at the reporting date on national government bonds with terms to maturity and currency that match, as

closely as possible, the estimated future cash outflows. The Group applies simplified method of accounting as required by HKAS 19 Employee Benefits and all past service costs and actuarial gains and losses (where applicable) are recognised immediately.

## **(d) Share-based compensation to employees**

The Group operates multiple equity-settled, share-based compensation plans, under which the entity receives services from employees as consideration for equity instruments of the Group. The fair value of the employee services received in exchange for the grant of the options or performance shares is recognised as an expense. The total amount to be expensed over the vesting period is determined by reference to the fair value of the options/ performance shares granted, excluding the impact of any non-market service and performance vesting conditions (for example, profitability and remaining employees of the entity over a specified period). Non-market vesting conditions are included in assumptions about the number of options/ performance shares that are expected to vest. The total amount expensed is recognised over the vesting period, which is the period over which all of the specified vesting conditions are to be satisfied. At each reporting date, the Group revises its estimates of the number of options/ performance shares that are expected to vest based on the non-market vesting conditions. It recognises the impact of the revision of original estimates, if any, in the consolidated statement of profit or loss with a corresponding adjustment to equity.

The proceeds received net of any directly attributable transaction costs are credited to share capital when the options are exercised. Options which lapse or are cancelled prior to their exercisable date are deleted from the register of outstanding options and the amount previously recognised in share-based payment reserve will be transferred to retained profits.

## **2.20 REVENUE RECOGNITION**

Revenue is recognised when persuasive evidence of an arrangement exists, usually in the form of an executed sales agreement, indicating there has been a transfer of control and completion of distinctive performance obligations separately identified by the Group. Factors which indicate transfer of control include, but are not limited to, transfer of risk and reward, transfer of legal title to customer and a present right to payment.

Transaction price under the sales agreement is allocated to the various performance obligations under the relevant sales agreement and revenue is recognised in line with satisfaction of each performance obligation.

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS CONTINUED

Revenue is presented net of value-added tax, returns, rebates and discounts and after eliminating sales within the Group.

## (a) Sale of goods

Sale of goods is recognised upon transfer of control, which for majority of the products is the bill of lading date when the commodity is delivered for shipment, or in case of bill-and-hold arrangements, once a holding and title certificate is issued to the buyer together with the invoice. Depending on various incoterms associated with the sales agreement, the Group may have other performance obligations such as shipping service. Revenue may be allocated to various performance obligations and is recognised for each performance obligation as such obligations are fulfilled. Allocation of transaction price to other performance obligations (e.g. shipping services) is based on best estimate of a similar stand-alone service.

Revenue is reported net of discounts and pricing adjustments. Royalties paid and payable are separately reported as expenses. Revenues from the sale of significant by-products, such as gold and silver, are included in sales revenue.

### **Price adjustments in case of provisionally priced sales**

The Group has certain provisionally priced sales where the contract terms for the Group's concentrate sales allow for adjustment based on a final assay of the goods determined after discharge. The Group assesses such provisional pricing to be a variable consideration and recognises revenue at an amount representing the Group's estimate for the expected final consideration. This amount is based on the most recently determined estimate of product assays. The Group applies judgement regarding likelihood of significant reversals to ensure that revenue is only recognised to the extent that it is highly probable that significant reversal will not occur. Any adjustments to the final price are recognised as revenue.

### **Changes in fair value of provisionally priced sales**

The terms of sales contracts with third parties contain provisional pricing arrangements whereby the selling price for contained metal is based on prevailing spot prices during a specified future date range after shipment to the customer (quotational period). Adjustment to the sales price occurs based on movements in quoted market prices up to the completion of the quotational period. The period between provisional invoicing and quotational period completion is typically between 0 and 120 days.

In case of such provisional pricing arrangements, the Group re-estimates the fair value of the final sales price adjustment continually by reference to forward market prices. Such fair value adjustments do not form part of the revenue recognised from customers and are governed under HKFRS 9. Related receivable balances are recognised at fair value through profit and loss.

Payment from customers is due within 2-30 working days of receiving the provisional invoicing and any adjustments as per the final invoice are payable in 2-60 working days.

## (b) Interest and dividend income

Interest income is recognised on a time-proportion basis, using the effective interest method. Dividend income is recognised when right to receive dividend is established.

### **2.21 DIVIDEND DISTRIBUTION**

Dividend distribution to the Company's shareholders is recognised as a liability in the Group's and the Company's financial statements in the period in which the dividends are approved by the Company's Shareholders or the Board, as appropriate.

### **2.22 GOVERNMENT GRANTS**

Government grants are not recognised until there is reasonable assurance that the Group will comply with the conditions attaching to them and that the grants will be received. Government grants are recognised in profit or loss on a systematic basis over the periods in which the Group recognises as expenses the related costs for which the grants are intended to compensate. Government grants related to income that are receivable as compensation for expenses or losses already incurred or for the purpose of giving immediate financial support to the Group with no future related costs are recognised in profit or loss in the period in which they become receivable. Government grants relating to compensation of expenses are deducted from the related expenses, other government grants are presented under "other income".

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS CONTINUED

## 3. CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS

In preparing these consolidated financial statements, management has made estimates and judgements that affect the application of the Group's accounting policies. Estimates and judgements are reviewed on an ongoing basis based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

The Group makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below.

### 3.1 ESTIMATES

#### (a) Mine rehabilitation, restoration and dismantling obligations

Provision is made for the anticipated costs of future restoration, rehabilitation and dismantling of mining areas from which natural resources have been extracted in accordance with the accounting policy in Note 2.15. These provisions include future cost estimates associated with reclamation, plant closures, waste site closures, monitoring, demolition, decontamination, water purification and permanent storage of historical residues. These future cost estimates are discounted to their present value. The calculation of these provision estimates requires assumptions such as the application of environmental legislation, the scope and timing of planned activities, available technologies, engineering cost estimates and discount rates. A change in any of the assumptions used may have a material impact on the carrying value of mine rehabilitation, restoration and dismantling provisions. For non-operating sites, changes to estimated costs are recognised immediately in the consolidated statement of profit or loss.

#### (b) Mineral Resources and Ore Reserves estimates

The estimated quantities of economically recoverable Mineral Resources and Ore Reserves are based upon interpretations of geological and geophysical models and require assumptions to be made regarding factors such as estimates of short and long-term exchange rates, estimates of short and long-term commodity prices, future capital requirements and future operating performance. Changes in reported Reserves and Resources estimates can impact the carrying value of property, plant and equipment through

depreciation, provisions for mine rehabilitation, restoration and dismantling obligations, the recognition of deferred tax assets, as well as the amount of depreciation and amortisation charged to the consolidated statement of profit or loss. The changes are effective from next financial year following Board approval of the revised Reserves and Resources estimates.

#### (c) Inventory valuation

Accounting for inventory involves the use of estimates. Such estimates include determination of the net realisable value of inventory (refer Note 2.11). Net realisable value is estimated based on expected selling price in the ordinary course of business, less estimated costs of completion and costs necessary to make the sale. Management utilises the mine plan of the respective operations in order to estimate the net realisable value. Where the net realisable value is lower than the cost of inventory, the inventory value is reduced to reflect such difference. In particular, the lower grade ore inventory is generally susceptible to such value reduction. A change in assumptions may result in the net realisable value estimate to vary significantly, thereby impacting the overall inventory valuation.

#### (d) Recoverability of non-financial assets

The recoverable amount of each of the Group's cash-generating units is determined as the higher of the asset's fair value less costs of disposal and its value in use in accordance with the accounting policy in Notes 2.7 and 12. These calculations require the use of estimates and assumptions including discount rates, exchange rates, commodity prices, exploration potential, future capital requirements and future operating performance.

#### (e) Deferral of waste removal costs

The Group defers a portion of waste removal costs incurred during the production phase of an open-pit operation as part of determining the cost of inventories. The amount of deferred waste asset is calculated for each separate component of the ore body as identified by management based on mine plans.

#### (f) Depreciation and amortisation

The Group allocates the depreciable amount of assets on a systematic basis over the relevant asset's useful life. Refer to Note 2.5 where depreciation methods and useful life estimates for major classes of assets has been disclosed. The estimation of the useful life of the asset is a matter of management judgement and changes in such estimation can result in material impact to the current and future depreciation and amortisation expenses. As per Group's policy, the depreciation method is re-assessed periodically

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS CONTINUED

and changes are made where management believes that such changes in depreciation method or useful life estimate are required to better reflect the pattern of consumption of economic benefits embodied in the asset.

### ***Change in estimate during the year:***

Management reassessed the useful life of certain assets in the Las Bambas and Rosebery operations and amended the useful life based on expected usage as per current operational plans.

The above changes have resulted in depreciation for the year to be higher by US\$42.0 million. Management believes the amended useful lives better reflect the future economic benefits to be obtained from the relevant assets.

## **3.2 JUDGEMENTS**

### **(a) Taxes**

The Group is subject to tax in a number of jurisdictions. Some of these are in countries that carry higher levels of sovereign risk. Management continually assesses the levels of sovereign risk in determining whether political and administrative changes and reforms in laws, regulations or taxation may impact the Group's future performance.

Significant judgement is required in determining the tax position and the estimates and assumptions in relation to the provision for taxes and the recovery of tax assets, having regard to the nature and timing of their origination and compliance with the relevant tax legislation. There are some tax matters for which the ultimate tax determination is uncertain during the ordinary course of business, which could have a significant impact on the Group. Where the final outcome of pending tax matters is different from the amounts that were initially recognised, such differences will impact the balances in the accounting period in which such determination is made. Also refer to Note 37 in respect of tax matters with uncertain outcomes, which could result in further claims in future against the Group.

A number of above-mentioned tax matters exist at Las Bambas which is also currently subject to multiple audits and reviews by the Peruvian taxation authority in relation to value added taxes ("VAT"), withholding taxes and income taxes. Some of these tax matters relate to Glencore plc's period of ownership and may be subject to potential indemnity claims. At 31 December 2021, the Group had certain indemnity claims in court against Glencore plc and its subsidiaries ("Glencore"). These matters remain ongoing in the judicial process.

For some of the tax matters under audit in Peru, Minera Las Bambas S.A ("MLB") may appeal and not pay the assessed amount if unfavourable assessment resolutions were ultimately issued, or make judgements as to the timing of payments in relation to these matters. The timing of resolution and potential economic outflow of the unresolved tax matters are uncertain. Some of these uncertain tax matters are either incapable of being measured reliably or there is remote possibility of economic outflow at the reporting date. As such, no provision has been reflected in the consolidated financial statements for those tax matters.

Where income tax, VAT and withholding tax obligations have been assessed and deemed to have probable future economic outflows capable of reliable measurement, the Group has recognised a provision for these.

Deferred tax assets are recognised for deductible temporary differences and unused tax losses only if it is probable that future taxable profits will be available to utilise those temporary differences and losses, and the tax losses continue to be available having regard to the nature and timing of their origination and compliance with the relevant tax legislation associated with their recoupment.

### **(b) Leases**

Certain contracts require management to exercise judgement in applying HKFRS 16 requirements to determine whether an identified asset exists for which the Group utilises substantially all the economic benefits and whether the Group may have a right to use or direct use of that asset. Management conclusion as to whether a lease component exists or not in any given contract may thus be subjective.

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS CONTINUED

## 4. SEGMENT INFORMATION

HKFRS 8 “Operating Segments” requires operating segments to be identified on the basis of internal reports about operations 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 Company’s Executive Committee has been identified as the CODM. The Executive Committee reviews the Group’s internal reporting of these operations in order to assess performance and allocate resources.

The Group’s reportable segments are as follows:

Las Bambas	The Las Bambas mine is a large open-pit, scalable, long-life copper and molybdenum mining operation with prospective exploration options. It is located in the Cotabambas, Apurimac region of Peru.
Kinsevere	Kinsevere is an open-pit copper mining operation located in the Haut-Katanga Province of the Democratic Republic of the Congo (“DRC”).
Dugald River	The Dugald River mine is an underground zinc mining operation located near Cloncurry in North West Queensland.
Rosebery	Rosebery is an underground polymetallic base metal mining operation located on Tasmania’s west coast.
Other	Includes mine sites under care and maintenance and corporate entities in the Group.

A segment result represents the EBIT by each segment. This is the measure reported to the CODM for the purposes of resource allocation and assessment of segment performance. Other information provided, except as disclosed in the following paragraph, to the CODM is measured in a manner consistent with that in these consolidated financial statements.

Segment assets exclude current income tax assets, deferred income tax assets and net inter-segment receivables. Segment liabilities exclude current income tax liabilities, deferred income tax liabilities and net inter-segment loans. The excluded assets and liabilities are presented as part of the reconciliation to total consolidated assets or liabilities.

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS CONTINUED

The segment revenue and results for the year ended 31 December 2021 are as follows:

## FOR THE YEAR ENDED 31 DECEMBER 2021

US\$ MILLION	Las Bambas	Kinsevere	Dugald River	Rosebery	Other unallocated items/ eliminations	Group
<b>Revenue by metal:</b>						
-Copper <sup>1</sup>	2,595.4	437.3	-	13.9	3.8	3,050.4
-Zinc <sup>2</sup>	-	-	414.2	161.6	-	575.8
-Lead	-	-	39.5	49.8	-	89.3
-Gold	107.1	-	-	66.9	0.4	174.4
-Silver	91.6	-	29.2	73.0	0.2	194.0
-Molybdenum	171.1	-	-	-	-	171.1
Revenue from contracts with customers	2,965.2	437.3	482.9	365.2	4.4	4,255.0
<b>EBITDA</b>	<b>2,047.3</b>	<b>137.6</b>	<b>212.7</b>	<b>203.3</b>	<b>124.5</b>	<b>2,725.4</b>
Depreciation and amortisation expenses (Note 6)	(732.8)	(29.1)	(59.8)	(79.7)	3.4	(898.0)
<b>EBIT</b>	<b>1,314.5</b>	<b>108.5</b>	<b>152.9</b>	<b>123.6</b>	<b>127.9</b>	<b>1,827.4</b>
Finance income (Note 7)						5.4
Finance costs (Note 7)						(329.0)
Income tax expense (Note 8)						(583.3)
<b>Profit for the year</b>						<b>920.5</b>
<b>Other segment information:</b>						
Additions to non-current assets (excluding deferred tax assets, inventories and financial instruments)	451.3	23.5	47.5	37.3	2.0	561.6

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS CONTINUED

The segment assets and liabilities at 31 December 2021 are as follows:

US\$ MILLION	AT 31 DECEMBER 2021					Group
	Las Bambas	Kinsevere	Dugald River	Rosebery	Other unallocated items/eliminations	
Segment assets <sup>3</sup>	10,876.2	489.7	651.1	271.1	489.0	12,777.1
Current/deferred income tax assets						247.0
Consolidated assets						13,024.1
Segment liabilities <sup>4</sup>	4,642.9	262.4	368.1	180.5	2,345.8	7,799.7
Current/deferred income tax liabilities						1,296.4
Consolidated liabilities						9,096.1
Segment non-current assets	9,438.0	322.8	581.5	240.0	282.4	10,864.7

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS CONTINUED

The segment revenue and results for the year ended 31 December 2020 are as follows:

## FOR THE YEAR ENDED 31 DECEMBER 2020

US\$ MILLION	Las Bambas	Kinsevere	Dugald River	Rosebery	Other unallocated items/eliminations	Group
<b>Revenue by metal:</b>						
-Copper <sup>1</sup>	1,747.9	418.9	-	8.9	2.9	2,178.6
-Zinc <sup>2</sup>	-	-	261.1 <sup>2</sup>	108.8	-	369.9
-Lead	-	-	36.5	33.5	0.1	70.1
-Gold	123.1	-	-	67.8	-	190.9
-Silver	86.0	-	33.7	61.7	-	181.4
-Molybdenum	42.8	-	-	-	-	42.8
Revenue from contracts with customers	1,999.8	418.9	331.3	280.7	3.0	3,033.7
EBITDA	1,117.5	68.3	100.0	130.3	(36.4)	1,379.7
Depreciation and amortisation expenses (Note 6)	(695.5)	(117.2)	(59.9)	(50.8)	(4.4)	(927.8)
EBIT	422.0	(48.9)	40.1	79.5	(40.8)	451.9
Finance income (Note 7)						1.9
Finance costs (Note 7)						(401.4)
Income tax expense (Note 8)						(46.8)
<b>Profit for the year</b>						<b>5.6</b>
<b>Other segment information:</b>						
Additions to non-current assets (excluding deferred tax assets, inventories and financial instruments)	476.6	15.6	46.0	53.5	0.2	591.9

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS CONTINUED

The segment assets and liabilities at 31 December 2020 are as follows:

US\$ MILLION	AT 31 DECEMBER 2020					Group
	Las Bambas	Kinsevere	Dugald River	Rosebery	Other unallocated items/ eliminations	
Segment assets <sup>3</sup>	10,166.7	513.3	672.6	323.6	357.5	12,033.7
Current/deferred income tax assets						264.3
<b>Consolidated assets</b>						<b>12,298.0</b>
Segment liabilities <sup>4</sup>	5,097.0	240.2	447.4	194.5	2,761.3	8,740.4
Current/deferred income tax liabilities						887.9
<b>Consolidated liabilities</b>						<b>9,628.3</b>
Segment non-current assets	9,625.2	430.6	583.6	310.3	190.6	11,140.3

1. Commodity derivative realised gains and unrealised gains with a total amount of US\$23.4 million (2020: losses of US\$78.8 million) were included in "Revenue" of copper.

2. Commodity derivative realised losses and unrealised losses with a total amount of US\$16.4 million (2020: losses of US\$6.8 million) were included in "Revenue" of Zinc.

3. Included in segment assets of US\$489.0 million (2020: US\$357.5 million) under the other unallocated items is cash of US\$353.2 million (2020: US\$42.8 million) mainly held in the Group treasury entities and nil trade receivables (2020: US\$198.3 million) for MMG South America Company Limited ("MMG SA") in relation to copper concentrate sales.

4. Included in segment liabilities of US\$2,345.8 million (2020: US\$2,761.3 million) under the other unallocated items are borrowings of US\$2,265.6 million (2020: US\$2,496.2 million), which are managed at the Group level.

## 5. NET OTHER INCOME

	2021 US\$ MILLION	2020 US\$ MILLION
Loss on disposal of property, plant and equipment	(2.3)	(2.0)
Century Bank guarantee liability reduction <sup>1</sup>	136.3	3.7
Sundry (expense)/income	(23.2)	10.5
<b>Total net other income</b>	<b>110.8</b>	<b>12.2</b>

1. In 2017, the Group sold the assets and infrastructure associated with Century Mine. As part of the sales terms, the Group agreed to provide a bank guarantee facility against which a provision was recognised by the Group given the risk associated with providing such guarantee at the time. The provision has since been reduced in line with reduced bank guarantee levels. In 2021, New Century Resources Limited ("New Century") announced an undertaking of equity raise and replacement of the Group's bank guarantee. The bank guarantee has now been reduced to nil, and consequently, the Group has reversed the provision in relation to such bank guarantee.

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS CONTINUED

## 6. EXPENSES

Profit before income tax includes the following expenses:

	2021 US\$ MILLION	2020 US\$ MILLION
Changes in inventories of finished goods and work in progress	(182.8)	(38.3)
Write-down of inventories to net realisable value	1.8	22.4
Employee benefit expenses <sup>1</sup>	260.9	196.9
Contracting and consulting expenses <sup>3</sup>	452.8	454.4
Energy costs	213.5	200.1
Stores and consumables costs	387.3	362.0
Depreciation and amortisation expenses <sup>2</sup>	873.7	893.8
Other production expenses <sup>3</sup>	135.6	111.9
<b>Cost of goods sold</b>	<b>2,142.8</b>	<b>2,203.2</b>
Other operating expenses	52.4	61.1
Royalty expenses	153.2	113.8
Selling expenses <sup>3</sup>	107.1	99.9
<b>Total operating expenses including depreciation and amortisation<sup>4</sup></b>	<b>2,455.5</b>	<b>2,478.0</b>
Exploration expenses <sup>1,2,3</sup>	21.3	19.1
Administrative expenses <sup>1,3</sup>	20.8	20.5
Auditors' remuneration	1.5	1.6
Foreign exchange loss – net	7.4	33.6
(Gain)/loss on financial assets at fair value through profit or loss	(0.1)	1.4
Other expenses <sup>1,2,3</sup>	32.0	39.8
<b>Total expenses</b>	<b>2,538.4</b>	<b>2,594.0</b>

1. In aggregate US\$45.4 million (2020: US\$50.5 million) employee benefit expenses by nature is included in the administrative expenses, exploration expenses, and other expenses categories. Total employee benefit expenses were US\$306.3 million (2020: US\$247.4 million) (Note 11).

2. In aggregate US\$24.3 million (2020: US\$34.0 million) depreciation and amortisation expenses are included in exploration expenses and the other expenses category. Total depreciation and amortisation expenses were US\$898.0 million (2020: US\$927.8 million).

3. The expense under these categories include certain amounts in respect of lease and non-lease contracts which were not recognised as right-of-use assets on the consolidated statement of financial position following the guidance as per HKFRS 16 or where the contracts were low value for a lease assessment under HKFRS 16 requirements. Expenditure in respect of such contracts assessed as leases but which did not qualify for recognition as right-of-use assets included US\$65.4 million (2020: US\$41.8 million) in respect of variable lease payments contracts and, US\$7.1 million (2020: US\$1.9 million) and US\$1.4 million (2020: US\$1.3 million) for short-term and low-value lease contracts, respectively.

4. Operating expenses include mining and processing costs, royalties, selling expenses (including transportation) and other costs incurred by operations.

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS CONTINUED

## 7. FINANCE INCOME AND FINANCE COSTS

	2021 US\$ MILLION	2020 US\$ MILLION
<b>Finance income</b>		
Interest income on cash and cash equivalents	5.4	1.9
	5.4	1.9
<b>Finance costs</b>		
Interest expense on bank borrowings	(185.4)	(261.8)
Interest expense on related party borrowings (Note 32(a))	(95.3)	(96.6)
Withholding taxes in respect of financing arrangements	(9.0)	(12.7)
Unwinding of discount on lease liabilities	(12.8)	(14.3)
Unwinding of discount on provisions	(9.7)	(12.9)
Other finance cost - 3 <sup>rd</sup> party	(15.1)	(2.0)
Other finance cost - related party (Note 32(a))	(1.7)	(1.1)
<b>Finance costs – total</b>	<b>(329.0)</b>	<b>(401.4)</b>

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS CONTINUED

## 8. INCOME TAX EXPENSE

Hong Kong profits tax is provided at a rate of 16.5% where there are net assessable profits derived for the year. The income tax rates applicable for the main jurisdictions in which the Group operates are: Australia (30.0%), Peru (32.0%) and the DRC (30.0%). Tax rates for some jurisdictions are covered by historical legal agreements with governments. Taxation on profits arising from other jurisdictions has been calculated on the estimated assessable profits for the year at the rates prevailing in the relevant jurisdictions.

The Group recognises deferred income tax assets if it is probable that future taxable amounts will be available to utilise those deductible temporary differences and unused tax losses in the foreseeable future. Management will continue to assess the recognition of deferred income tax assets in future reporting periods.

	2021 US\$ MILLION	2020 US\$ MILLION
Current income tax expense – Overseas income tax	(391.8)	(114.0)
Deferred income tax benefit- Overseas income tax	(191.5)	67.2
<b>Income tax expense</b>	<b>(583.3)</b>	<b>(46.8)</b>

The deferred income tax expense relating to items of other comprehensive income is US\$16.0 million (2020: deferred income tax credit of US\$5.8 million) and it is included in other comprehensive income.

The tax on the Group's profit before income tax differs from the prima facie amount that would arise using the applicable tax rate to profit of the consolidated companies as follows:

	2021 US\$ MILLION	2020 US\$ MILLION
Profit before income tax	1,503.7	52.4
Calculated at domestic tax rates applicable to profits or losses in the respective countries	(460.0)	(5.9)
Net (non-deductible)/non-taxable amounts	(66.7)	16.1
Under-provision in prior years	(1.1)	(1.7)
Non-creditable withholding tax	(52.7)	(55.3)
Others	(2.8)	-
<b>Income tax expense</b>	<b>(583.3)</b>	<b>(46.8)</b>

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS CONTINUED

## 9. PROFIT/(LOSS) PER SHARE

Basic profit/(loss) per share is calculated by dividing the profit/(loss) for the year attributable to equity holders of the Company by the weighted average number of ordinary shares on issue during the year.

Diluted profit/(loss) per share are calculated by adjusting the weighted average number of ordinary shares outstanding to assume conversion of all dilutive potential ordinary shares. For the Company's share options and performance awards on issue,

a calculation is performed to determine the number of shares that could have been acquired at fair value (determined at the average market share price of the Company's shares) based on the monetary value of the subscription rights attached to outstanding share options and performance awards. The number of shares calculated as below is compared with the number of shares that would have been issued assuming the exercise of the share options and performance awards.

	2021 US\$ MILLION	2020 US\$ MILLION
Profit/(loss) attributable to equity holders of the Company in the calculation of basic and diluted profit/(loss) per share	667.1	(64.7)
	<b>NUMBER OF SHARES '000</b>	
	2021	2020
Weighted average number of ordinary shares used in the calculation of the basic profit/(loss) per share	8,392,739	8,060,179
Shares deemed to be issued in respect of long-term incentive equity plans	94,545	-
Weighted average number of ordinary shares used in the calculation of the diluted profit/(loss) per share	8,487,284	8,060,179
Basic profit/(loss) per share <sup>1</sup>	US 7.95 cents	US (0.80) cents
Diluted profit/(loss) per share	US 7.86 cents	US (0.80) cents

1. For the year ended 31 December 2021, the weighted average number of ordinary shares for the purpose of basic profit per share have been adjusted for the share placement undertaken by the Group. Refer to Note 23 for further details.

## 10. DIVIDENDS

The Directors did not recommend the payment of an interim or final dividend for the year ended 31 December 2021 (2020: nil).

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS CONTINUED

## 11. EMPLOYEE BENEFIT EXPENSES, INCLUDING DIRECTORS' EMOLUMENTS

	2021 US\$ MILLION	2020 US\$ MILLION
Salaries and other benefits	291.2	235.6
Retirement scheme contributions (a)	15.1	11.8
<b>Total employee benefit expenses (Note 6)</b>	<b>306.3</b>	<b>247.4</b>

### (a) Retirement schemes

The Group provides retirement benefits to all eligible Hong Kong employees under the Mandatory Provident Fund (MPF Scheme). Under the MPF Scheme, the Group and its employees make monthly contributions to the MPF Scheme at 5% of the employees' salaries as defined under the Mandatory Provident Fund legislation. Contributions of both the Hong Kong subsidiaries and their employees are subject to a maximum of HK\$1,500 per month and thereafter contributions are voluntary and are not subject to any limitation. The MPF Scheme is administered by an independent trustee and its assets are held separately from those of the Group.

The Group provides a superannuation contribution for all Australian-based employees to their nominated superannuation fund. This contribution is to provide benefits for employees and their dependants in retirement, and for relevant employees, for disability or death. In accordance with the applicable regulation in Australia, the Group was required to withhold and deposit 9.5% of ordinary time earnings of all Australian-based employees. This rate increased to 10% with effect from 1 July 2021. Also, in accordance with the applicable regulation in Australia, the Group caps the superannuation contributions at the maximum super contribution base. The maximum super contribution base is used to determine the maximum limit on any individual employee's earnings base for each quarter of any financial year. Organisations do not have to provide the minimum support for the part of earnings above this limit.

The Group provides for retirement benefits to those employees who reach statutory retirement age in the DRC in accordance with the Collective Bargaining Agreement with its employees at the Kinsevere mine. A provision for the retirement benefit is recognised which is measured as the present value of the expected future payments to be made taking into consideration the period of employee service and their job position at the reporting date.

The Group provides on a monthly basis to various defined contribution retirement benefit plans organised by the relevant municipal and provincial governments in the People's Republic of China ("PRC"). The municipal and provincial governments undertake to assume the retirement benefit obligations payable

to all existing and future retired employees under these plans and the Group has no further obligation for post-retirement benefits beyond the contributions made.

The Group provides pension contributions on a monthly basis for all Peru based employees. There are two pension schemes in Peru: the National Pension System and the Private Pension System. Employees can elect to join one of the two pension schemes. Contributions to both schemes are deducted from the employee's monthly base salary and no cap applies.

- The National Pension System (Sistema Nacional de Pensiones – ONP), is administered by the state and the mandatory contribution is 13% of the employee's total remuneration;
- The Private Pension System (Sistema Privado de Pensiones – SPP) is formed by the Private Pension Funds Administrators (Administradoras Privadas de Fondos de Pensiones - AFP) and the mandatory contribution is 10% of the monthly base salary, not including fees and insurances. The overall deduction to employee's salary is approximately 14%, including fees and insurances charged by AFP.

There is also an Early Retirement Fund for employees who are classified as working in high risk jobs in the following areas: underground mining, mining extraction to open pit, centres of mining, metallurgical and steel production, exposed to risk of toxicity, insalubrity and danger and construction activities. The employee and company provide monthly contributions towards the early retirement fund. This additional amount is added to the employee's preferred pension scheme.

The Group provides Social Security contributions to all Laos employees in accordance with the relevant legislation. Contributions will only be made under the National Social Security Scheme and will be calculated on the accumulation of the employee's total gross remuneration, capped at the maximum contribution base of LAK4,500,000. The current contribution rates are:

- 6% of the gross remuneration must be contributed by the employer;
- 5.5% of the gross remuneration must be contributed by the employee.

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS CONTINUED

## 12. PROPERTY, PLANT AND EQUIPMENT

US\$ MILLION	Land and buildings	Plant and machinery	Mine property and development	Exploration and evaluation	Construction in progress	Total
<b>At 1 January 2021</b>						
Cost	931.4	4,722.0	9,955.9	106.4	357.9	16,073.6
Accumulated depreciation, amortisation and impairment	(260.2)	(1,861.5)	(3,769.6)	(106.4)	-	(5,997.7)
<b>Net book amount at 1 January 2021</b>	<b>671.2</b>	<b>2,860.5</b>	<b>6,186.3</b>	<b>-</b>	<b>357.9</b>	<b>10,075.9</b>
<b>Year ended 31 December 2021</b>						
At the beginning of the year	671.2	2,860.5	6,186.3	-	357.9	10,075.9
Additions (Note 31(b))	-	60.7	251.7	-	240.6	553.0
Depreciation and amortisation	(69.3)	(267.8)	(526.3)	-	-	(863.4)
Disposals, net	-	(2.3)	(0.1)	-	-	(2.4)
Transfers, net	5.2	38.0	119.3	-	(162.5)	-
<b>At the end of the year</b>	<b>607.1</b>	<b>2,689.1</b>	<b>6,030.9</b>	<b>-</b>	<b>436.0</b>	<b>9,763.1</b>
<b>At 31 December 2021</b>						
Cost	936.5	4,810.7	10,324.1	106.4	436.0	16,613.7
Accumulated depreciation, amortisation and impairment	(329.4)	(2,121.6)	(4,293.2)	(106.4)	-	(6,850.6)
<b>Net book amount at 31 December 2021</b>	<b>607.1</b>	<b>2,689.1</b>	<b>6,030.9</b>	<b>-</b>	<b>436.0</b>	<b>9,763.1</b>

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS CONTINUED

US\$ MILLION	Land and buildings	Plant and machinery	Mine property and development	Exploration and evaluation	Construction in progress	Total
<b>At 1 January 2020</b>						
Cost	844.1	4,565.0	9,645.3	206.4	267.6	15,528.4
Accumulated depreciation, amortisation and impairment	(200.4)	(1,601.0)	(3,226.4)	(106.4)	-	(5,134.2)
<b>Net book amount at 1 January 2020</b>	<b>643.7</b>	<b>2,964.0</b>	<b>6,418.9</b>	<b>100.0</b>	<b>267.6</b>	<b>10,394.2</b>
<b>Year ended 31 December 2020</b>						
At the beginning of the year	643.7	2,964.0	6,418.9	100.0	267.6	10,394.2
Additions (Note 31(b))	0.5	111.8	261.4	-	201.8	575.5
Depreciation and amortisation	(59.8)	(270.1)	(546.6)	-	-	(876.5)
Disposals, net	-	(5.9)	(11.4)	-	-	(17.3)
Transfers, net	86.8	60.7	64.0	(100.0) <sup>1</sup>	(111.5)	-
<b>At the end of the year</b>	<b>671.2</b>	<b>2,860.5</b>	<b>6,186.3</b>	<b>-</b>	<b>357.9</b>	<b>10,075.9</b>
<b>At 31 December 2020</b>						
Cost	931.4	4,722.0	9,955.9	106.4	357.9	16,073.6
Accumulated depreciation, amortisation and impairment	(260.2)	(1,861.5)	(3,769.6)	(106.4)	-	(5,997.7)
<b>Net book amount at 31 December 2020</b>	<b>671.2</b>	<b>2,860.5</b>	<b>6,186.3</b>	<b>-</b>	<b>357.9</b>	<b>10,075.9</b>

1. The exploration and evaluation cost of Las Bambas with an amount of US \$100.0 million was reclassified to "land and building" and "mine property and development" categories as Chalcobamba feasibility study completed.

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS CONTINUED

## IMPAIRMENT TESTING OF NON-CURRENT ASSETS AND GOODWILL

In accordance with the Group's accounting policies and processes, the Group performs its impairment testing annually at 31 December. In addition, Cash Generating Units ("CGUs") are reviewed at each reporting period to determine whether there is an indication of impairment or impairment reversal. Where an indicator of impairment or impairment reversal exists, a formal estimate of the recoverable amount is made at the reporting period.

In respect of Las Bambas, the CGU is subject to impairment testing due to goodwill being attributed to the CGU which requires an annual impairment assessment.

In respect of Kinsevere and Dugald River, impairment losses have been recognised in 2019 and 2015 respectively. Management has reviewed the operational performance and considered the operation's sensitivity to a range of factors including commodity prices, throughput, grade, recovery, operation, capital expenditure and progress of development projects and concluded that there is currently no further impairment or any requirement to reverse the previously recognised impairment.

No impairment indicators were noted in respect of Rosebery.

### (i) Approach to recognition of an impairment loss

An impairment is recognised when the carrying amount exceeds the recoverable amount. The recoverable amount of each CGU has been estimated using its fair value less costs of disposal ("Fair Value"), which is consistent with the approach from the prior year. The Group considers the inputs and the valuation approach to be consistent with the approach taken by market participants.

Estimates of quantities of recoverable minerals, production levels, operating costs and capital requirements are sourced from the Group's planning process, including Life of Mine Planning, three-year budgets, periodic forecasts and CGU specific studies. Expected operating performance improvements reflecting the Group's objectives to maximise free cash flow, optimise operational activity, apply technology, improve capital and labour productivity and other production efficiencies are also included along with the expected costs to realise the initiatives.

All Reserves and Resources have been included in the valuations at justifiable reasonable conversion rates, supported by proof of concept studies. Exploration targets are included in the valuation based on management's expectation of identifying and converting potential resources to reserves and successfully utilising such resources.

### (ii) Key assumptions

The key assumptions impacting the discounted cash flow models used to determine the Fair Value include:

- Commodity prices;
- Operating costs;
- Capital requirements;
- Obtaining regulatory approvals and timing thereof;
- Real post-tax discount rates;
- Foreign exchange rates;
- Reserves and Resources and conversion of exploration targets;
- Recovery of taxes;
- Optimisation of operational activity and productivity; and
- Rehabilitation timing.

In determining some of the key assumptions, management considered external sources of information where appropriate.

Commodity price and exchange rate assumptions are based on the latest internal forecasts benchmarked to analyst consensus forecasts. The long-term cost assumptions are based on actual costs adjusted for planned operational changes and input cost assumptions over the life of mine.

The long-term price assumed for copper is US\$3.35 (2020: US\$3.25) per pound and for zinc is US\$1.16 (2020: US\$1.15) per pound.

The long term AUD:USD exchange rate has been included at 0.75 (2020: 0.75).

The real post-tax discount rates used in the Fair Value estimates of the CGU's are listed below remained unchanged at 10% for Kinsevere and 6% for Dugald River and Roseberry. Real post-tax discount rate for Las Bambas has increased to 7.25% (2020: 7.0%), reflecting an increased Country Risk Premium ("CRP") for Peru.

Management considers the estimates applied in this impairment assessment are reasonable. However, such estimates are subject to significant uncertainties and judgements. Refer to (iv) below for sensitivity analysis.

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS CONTINUED

## (iii) Valuation methodology

### *Las Bambas*

The Las Bambas Fair Value is determined through CGU discounted cash flows at 31 December 2021. The valuation contains the current operation and further regional exploration targets included in the initial valuation to acquire the mine in 2014. Management continues to work with local communities to secure land access to continue its exploratory drilling activities, to materialise the potential from such exploration targets.

The cash flows assume additional capital investment in the processing plant, tailings facilities and mine developments as well as expected cost reductions from operational improvement programs already underway. Significant upcoming projects are included that are subject to regulatory permits and approval. Future cash flow forecasts include estimates for the cost of obtaining access to land where the rights do not currently exist.

Political instability at a national level may result in delays of environmental and drilling permits and the ability to engage with the community and carry out exploration drilling. Community disruptions along the Southern Road Corridor had a significant impact to operations late in 2021 and will bring potential risks on operation in 2022. MMG remains committed to working closely with the government of Peru and community members, to reach an enduring agreement.

Management continues to progress dialogue with local communities and the Government of Peru to ensure the continuity of road access into the future. This includes continuing to deliver on the Company's obligations in relation to social and community development programs and supporting the Government of Peru to progress public investment projects which will improve the condition of the public road which Las Bambas' uses for the transport of concentrate to the port, which is expected to reduce disruptions of road usage into the future.

The impairment assessment of the Las Bambas CGU at 31 December 2021 did not result in the recognition of any impairment but with a limited headroom.

### *Kinsevere*

The Kinsevere Fair Value at 31 December 2021 is based upon the assumption of the Kinsevere Expansion Plan ("KEP") proceeding in the upcoming year. This will extend the life of Kinsevere by varying and extending the existing oxide processing facilities to enable a sulphide ore and cobalt processing circuit.

The impairment assessment of the Kinsevere CGU at 31 December 2021 did not result in the recognition of any further impairment.

In 2019, management had recognised a pre-tax impairment of US\$ 150.0 million due to operational challenges and risks associated with political and legislative matters. Significant risks and uncertainties still exist in respect of application of the new

Mining Code (2018), additional duties and taxes, and recoverability of VAT receivable from the DRC Government. The valuation is also sensitive to factors such as copper and cobalt price, recovery, ore loss and dilution. Considering such risks and sensitivities, no reversal of impairment was deemed prudent.

### *Dugald River*

The impairment assessment of the Dugald River CGU at 31 December 2021 resulted in a positive headroom requiring no impairment.

Previously, in 2015, management had recognised a pre-tax impairment loss of US\$573.6 million for Dugald River. Given the value of the headroom and considering that the fair value is highly sensitive to zinc price, exchange rates and operational performance, management believes no reversal of previously recognised impairment is required. The Group will continue to monitor and assess if a reversal of impairment is required in future periods.

### *Rosebery*

The Rosebery Fair Value is determined through the 2021 Life of Mine Planning discounted cashflows. No indicators of impairment were noted for Rosebery and the Fair Value currently supports the carrying value of the CGU. Consequently, no impairment was recognised.

## (iv) Sensitivity analysis

Commodity prices, the level of production activity as well as the success of converting Reserves, Resources, Exploration targets and increasing the resource estimates over the lives of mines are key assumptions in the determination of Fair Value. Due to the number of risk factors that could impact production activity, such as processing throughput, changing ore grade and/or metallurgy and revisions to mine plans in response to physical or economic conditions, no quantified sensitivity has been determined. Changes to these assumptions may however result in an impact on the Fair Value and result in impairment in future.

A sensitivity analysis is presented below for both Las Bambas and Kinsevere. The sensitivities assume that the specific assumption moves in isolation, whilst all other assumptions are held constant. A change in one of the aforementioned assumptions may accompany a change in another assumption which may have an offsetting impact. Action is also usually taken to respond to adverse changes in economic assumptions that may mitigate the impact of any such change.

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS CONTINUED

## **Las Bambas**

The key assumptions to which the calculation of recoverable amount for Las Bambas is most sensitive are discount rate, copper prices, operating costs, permitting delays, land access and the timing of identifying and converting potential resources and reserves thereby realising the exploration potential.

- An increase of 1% to the discount rate would decrease recoverable amount by approximately US\$750 million resulting in material impairment to the asset;
- An adverse change of 5% in copper price over the remaining mine life would decrease the recoverable amount by approximately US\$1,000 million resulting in material impairment to the asset; and
- An adverse change of 5% in operating costs would decrease the recoverable amount by approximately US\$500 million resulting in material impairment to the asset.

Political instability and community blockades are potential risks which may result in delays in environmental and drilling permits and the ability to access land required for carrying out exploration activities and ultimately the development of operations. They may also cause delays to critical capital projects resulting in an impact to the cashflows. MMG remains committed to working closely with the government of Peru and community members to reach an enduring agreement. Potential impacts on Las Bambas' cashflows due to a level of delays in permits and disruptions by communities have already been considered in the Las Bambas fair value.

At acquisition of Las Bambas in 2014, the initial valuation included significant value to be realised from the exploratory targets. Las Bambas future cash flows remain significantly dependent on the realisation of such value from exploration activities. Identification and exploitation of resources depends on obtaining permits and timely and continued access to drilling targets. There is also a risk that exploration activities may result in lower than expected actual resources whereby the value assigned to the exploration potential may not be fully recoverable.

Management expects that the impact of delays caused by community disputes, access to land or the amount or the volume or timing of exploration potential realised would result in a revision to the mine plan in response to these conditions.

The occurrence of one or more of the above assumptions in isolation, without a change in other assumptions which may have an offsetting impact, is likely to result in recognition of material impairment.

## **Kinsevere**

The key assumptions to which the calculation of Fair Value for Kinsevere is most sensitive are copper and cobalt prices and schedule delays to KEP.

An adverse change of 5% in copper price over the remaining mine life would further decrease the recoverable amount by approximately US\$100 million; an adverse change of 5% in cobalt price over the remaining mine life would further decrease the recoverable amount by approximately US\$20 million.

The impact of delays in KEP schedule would result in a revision to the mine plan in response to these conditions. In the event that KEP does not progress to execution, this would likely result in a further impairment to the assets of Kinsevere.

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS CONTINUED

## 13. RIGHT-OF-USE ASSETS

US\$ MILLION	Land and building	Plant and machinery	Total
<b>At 1 January 2021</b>			
Cost	12.6	144.2	156.8
Accumulated depreciation	(6.9)	(27.1)	(34.0)
<b>Net book amount at 1 January 2021</b>	<b>5.7</b>	<b>117.1</b>	<b>122.8</b>
<b>Year ended 31 December 2021</b>			
At the beginning of the year	5.7	117.1	122.8
Additions	-	2.8	2.8
Depreciation	(2.3)	(18.7)	(21.0)
<b>At the end of the year</b>	<b>3.4</b>	<b>101.2</b>	<b>104.6</b>
<b>At 31 December 2021</b>			
Cost	12.6	144.2	156.8
Accumulated depreciation	(9.2)	(43.0)	(52.2)
<b>Net book amount at 31 December 2021</b>	<b>3.4</b>	<b>101.2</b>	<b>104.6</b>

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS CONTINUED

US\$ MILLION	Land and building	Plant and machinery	Total
<b>At 1 January 2020</b>			
Cost	13.5	155.5	169.0
Accumulated depreciation	(3.2)	(25.2)	(28.4)
<b>Net book amount at 1 January 2020</b>	<b>10.3</b>	<b>130.3</b>	<b>140.6</b>
<b>Year ended 31 December 2020</b>			
At the beginning of the year	10.3	130.3	140.6
Additions	3.0	11.3	14.3
Depreciation	(4.8)	(23.4)	(28.2)
Termination, net	(2.8)	(1.1)	(3.9)
<b>At the end of the year</b>	<b>5.7</b>	<b>117.1</b>	<b>122.8</b>
<b>At 31 December 2020</b>			
Cost	12.6	144.2	156.8
Accumulated depreciation	(6.9)	(27.1)	(34.0)
<b>Net book amount at 31 December 2020</b>	<b>5.7</b>	<b>117.1</b>	<b>122.8</b>

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS CONTINUED

## 14. INTANGIBLE ASSETS

US\$ MILLION	Goodwill	Software development	Total
<b>At 1 January 2021</b>			
Cost	739.9	209.9	949.8
Accumulated amortisation and impairment	(211.4)	(191.9)	(403.3)
<b>Net book amount at 1 January 2021</b>	<b>528.5</b>	<b>18.0</b>	<b>546.5</b>
<b>Year ended 31 December 2021</b>			
At the beginning of the year	528.5	18.0	546.5
Additions	-	4.4	4.4
Amortisation	-	(13.6)	(13.6)
<b>At the end of the year</b>	<b>528.5</b>	<b>8.8</b>	<b>537.3</b>
<b>At 31 December 2021</b>			
Cost	739.9	214.3	954.2
Accumulated amortisation and impairment	(211.4)	(205.5)	(416.9)
<b>Net book amount at 31 December 2021</b>	<b>528.5</b>	<b>8.8</b>	<b>537.3</b>
<b>At 1 January 2020</b>			
Cost	739.9	207.8	947.7
Accumulated amortisation and impairment	(211.4)	(168.8)	(380.2)
<b>Net book amount at 1 January 2020</b>	<b>528.5</b>	<b>39.0</b>	<b>567.5</b>
<b>Year ended 31 December 2020</b>			
At the beginning of the year	528.5	39.0	567.5
Additions	-	2.1	2.1
Amortisation	-	(23.1)	(23.1)
<b>At the end of the year</b>	<b>528.5</b>	<b>18.0</b>	<b>546.5</b>
<b>At 31 December 2020</b>			
Cost	739.9	209.9	949.8
Accumulated amortisation and impairment	(211.4)	(191.9)	(403.3)
<b>Net book amount at 31 December 2020</b>	<b>528.5</b>	<b>18.0</b>	<b>546.5</b>

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS CONTINUED

## 15. INVESTMENT IN SUBSIDIARIES

The following is a list of the principal subsidiaries of the Group at 31 December 2021 and 2020:

Name of company	Place of incorporation/operation	Principal activities	Particulars of issued or paid-up capital	Proportion of issued capital held by the Company			
				2021		2020	
				Directly	Indirectly	Directly	Indirectly
MMG Australia Limited	Australia	Mineral exploration and production, management and employment services	490,000,000 Ordinary Shares at A\$1 a share	-	100%	-	100%
MMG Dugald River Pty Ltd	Australia	Holds Dugald River Assets	301,902,934 Ordinary Shares at A\$1 a share	-	100%	-	100%
MMG Exploration Pty Ltd	Australia	Investment holding	1 Ordinary Share at A\$1 a share	-	100%	-	100%
MMG Management Pty Ltd	Australia	Treasury and management services	1 Ordinary Share at A\$1 a share	-	100%	-	100%
Topstart Limited	British Virgin Islands	Investment holding	1,386,611,594 Ordinary Shares at US\$1 a share	100%	-	100%	-
Anvil Mining Limited	British Virgin Islands	Investment holding	100 Class A Common Shares at US\$1	-	100%	-	100%
MMG Resources Inc.	Canada	Mineral exploration	200 Common Shares at C\$1 a share	-	100%	-	100%
MMG Kinsevere SARL	DRC	Mineral exploration and production	10,000 Ordinary Shares at CDF <sup>1</sup> 10,000 a share	-	100%	-	100%
MMG Exploration Holdings Limited	Hong Kong	Mineral exploration and holding company	1 Ordinary Share providing a share capital of HK\$ <sup>1</sup> 1	100%	-	100%	-

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS CONTINUED

Name of company	Place of incorporation/ operation	Principal activities	Particulars of issued or paid-up capital	Proportion of issued capital held by the Company			
				2021		2020	
				Directly	Indirectly	Directly	Indirectly
MMG Finance Limited	Hong Kong	Administration and treasury services	1 Ordinary Share providing a share capital of HK\$1	100%	-	100%	-
MMG South America Company Limited	Hong Kong	Investment holding and sales of copper concentrate	1,880,000 Ordinary Shares providing a share capital of HK\$1,880,000	100%	-	100%	-
MMG South America Management Company Limited	Hong Kong	Holding investments in Peru	1,200 Ordinary Shares providing a share capital of HK\$28,046,249,501	-	62.5%	-	62.5%
MMG Netherlands B.V.	Netherlands	Investment holding	5,000 Ordinary Shares at EUR <sup>1</sup> 1 a share	-	62.5%	-	62.5%
Minera Las Bambas S.A.	Peru	Mineral exploration and production	2,890,004,037 Common Shares at PEN <sup>1</sup> 1 a share	-	62.5%	-	62.5%
Album Investment Pte Ltd	Singapore	Investment holding	488,211,901 Ordinary Shares at S\$ <sup>1</sup> 1 a share	-	100%	-	100%
Album Resources Pte Ltd	Singapore	Investment holding	488,211,901 Ordinary Shares at S\$ <sup>1</sup> 1 a share	-	100%	-	100%
MMG Swiss Finance AG	Switzerland	Investment holding and financial services	100,000 Ordinary Shares at CHF <sup>1</sup> 1 a share	-	62.5%	-	62.5%
MMG Beijing Co., Ltd	Beijing	Corporate management services	Registered capital of CNY <sup>1</sup> 10,000,000	100%	-	100%	-

1. A\$, C\$, CDF, HK\$, S\$, PEN, CHF, CNY and EUR stand for Australian dollar, Canadian dollar, Congo dollar, Hong Kong dollar, Singapore dollar, Peruvian Sol, Swiss Franc, Chinese Yuan and Euro respectively.

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS CONTINUED

## 16. PRINCIPAL SUBSIDIARIES WITH MATERIAL NON-CONTROLLING INTERESTS

The Group had total non-controlling interests of US\$1,997.5 million at 31 December 2021 (2020: US\$1,733.3 million) which relate to the Las Bambas Joint Venture Group.

The summarised financial information is shown on a 100% basis. It represents the amounts shown in the Las Bambas Joint Venture Group's consolidated financial statements prepared in accordance with HKFRSs under Group's accounting policies, before inter-company eliminations.

US\$ MILLION	AT 31 DECEMBER	
	2021	2020
<b>Summarised Consolidated Statement of Financial Position</b>		
Assets	11,109.9	10,514.6
Current	1,599.8	885.2
Non-current	9,510.1	9,629.4
Liabilities	(5,783.4)	(5,892.6)
Current	(1,286.7)	(932.0)
Non-current	(4,496.7)	(4,960.6)
<b>Net assets</b>	<b>5,326.5</b>	<b>4,622.0</b>

	YEAR ENDED 31 DECEMBER	
	2021	2020
<b>Summarised Consolidated Statement of Comprehensive Income</b>		
Revenue	2,978.7	2,078.6
Profit for the year	675.6	187.5
Other comprehensive income/(loss) for the year	29.0	(7.3)
Total comprehensive income	704.6	180.2
Total comprehensive income attributable to non-controlling interests	264.2	67.6

	YEAR ENDED 31 DECEMBER	
	2021	2020
<b>Summarised Consolidated Statement of Cash Flows</b>		
Net increase in cash and cash equivalents	734.1	11.3
Cash and cash equivalents at 1 January	102.2	90.9
Cash and cash equivalents at 31 December	836.3	102.2

## 17. INVENTORIES

	2021 US\$ MILLION	2020 US\$ MILLION
<b>Non-current</b>		
Work in progress	80.0	76.2
<b>Current</b>		
Stores and consumables	114.6	105.0
Work in progress	165.7	136.0
Finished goods	322.6	175.5
	602.9	416.5
<b>Total</b>	<b>682.9</b>	<b>492.7</b>

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS CONTINUED

## 18. DEFERRED INCOME TAX

The movements in deferred income tax assets/(liabilities) during the years are as follows:

US\$ MILLION	Property, plant and equipment	Provisions	Tax losses	Others	Total
At 1 January 2020	(941.0)	188.2	26.9	26.3	(699.6)
Credited/(charged) to profit or loss (Note 8)	98.7	34.6	9.0	(75.1)	67.2
Credited to other comprehensive income or loss (Note 8)	-	-	-	5.8	5.8
At 31 December 2020	(842.3)	222.8	35.9	(43.0)	(626.6)
Credited/(charged) to profit or loss (Note 8)	(261.8)	16.3	(35.9)	89.9	(191.5)
Charged to other comprehensive income or loss (Note 8)	-	-	-	(16.0)	(16.0)
At 31 December 2021	(1,104.1)	239.1	-	30.9	(834.1)

Deferred income tax assets and liabilities are offset when there is a legally enforceable right to offset current income tax assets against current income tax liabilities and when the deferred income taxes relate to income tax levied by the same taxation authority on either the taxation entity or different taxation entities, and there is an intention to settle the balances on a net basis. The following amounts, determined after appropriate offsetting, are shown in the consolidated statement of financial position:

	2021 US\$ MILLION	2020 US\$ MILLION
Deferred income tax assets	184.7	238.6
Deferred income tax liabilities	(1,018.8)	(865.2)
	(834.1)	(626.6)

The Group only recognises deferred income tax assets for deductible temporary differences and unused tax losses if it is probable that future taxable amounts will be available to utilise those temporary differences and tax losses in the foreseeable future. Management will continue to assess the recognition of deferred income tax assets in future reporting periods. At 31 December 2021 and 2020, the Group had unrecognised deferred tax losses and temporary differences as follows:

	2021 US\$ MILLION	2020 US\$ MILLION
Tax losses (tax effected)	32.5	30.5
Deductible temporary differences (tax effected)	47.0	42.9
At 31 December	79.5	73.4

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS CONTINUED

## 19. TRADE AND OTHER RECEIVABLES

	2021 US\$ MILLION	2020 US\$ MILLION
<b>Non-current other receivables</b>		
Other receivables – government taxes (net of provisions) <sup>1</sup>	5.4	8.9
Sundry receivables <sup>2</sup>	156.0	69.7
	<b>161.4</b>	<b>78.6</b>
<b>Current trade and other receivables</b>		
Trade receivables <sup>3</sup> (Note 33.1(c),(d),(e))	63.9	369.2
Prepayments	28.3	19.4
Other receivables – government taxes <sup>1</sup>	63.4	86.9
Sundry receivables <sup>4</sup>	82.4	47.3
	<b>238.0</b>	<b>522.8</b>

1. The government taxes amount mainly consists of VAT receivables associated with the Group's operations in Peru and DRC.

2. Sundry receivables amount mainly consists of receivables from Glencore in MLB acquisition project and VAT2011/12 receivables from SUNAT. Refer to Note 37 for more details.

3. At 31 December 2021 and 2020, trade receivables of the Group mainly related to the mining operations. The majority of sales for mining operations were made under contractual arrangements whereby provisional payment is received promptly after delivery and the balance within 30 to 120 days from delivery. All the trade receivables at 31 December 2021 and 2020 were within 6 months from the date of invoice. At 31 December 2021, there was no trade receivable past due (2020: nil). At 31 December 2021, the Group's trade receivables and prepayments included an amount of US\$22.5 million (2020: US\$169.6 million) which were due from a related company of the Group (Note 32(d)). The carrying amounts of the Group's trade receivables are all denominated in US\$.

4. Current sundry receivables include cash held in bank accounts in the DRC, which is restricted for use (Note 37) and receivables from Chifeng Jilong Gold Mining Co., Limited in relation to sale of MMG Laos Holdings Limited in 2018.

## 20. DERIVATIVE FINANCIAL ASSETS

	2021 US\$ MILLION	2020 US\$ MILLION
<b>Non-current</b>		
Interest rate swap	31.8	-
<b>Current</b>		
Commodity derivative-Copper (Note 32(d))	0.9	-
	<b>32.7</b>	<b>-</b>

At 31 December 2021, post-tax other comprehensive profit on changes in fair value arising from interest rate swap contracts were US\$29.0 million (2020: loss of US\$7.3 million); post-tax other comprehensive profit from commodity hedges were US\$5.5 million (2020: loss of US\$5.5 million). Refer to Note 33.1(a) and (b) for details on the hedge derivative instruments.

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS CONTINUED

## 21. OTHER FINANCIAL ASSETS

	2021 US\$ MILLION	2020 US\$ MILLION
Non-current financial assets (Note 33.1(c) and (e), 33.3 and 33.4)		
Financial assets at fair value through profit or loss – listed <sup>1</sup>	1.8	1.7
	1.8	1.7

1. Financial assets at fair value through profit or loss are listed investments outside Hong Kong and their carrying values are equal to their market values.

## 22. CASH AND CASH EQUIVALENTS

	2021 US\$ MILLION	2020 US\$ MILLION
Cash at bank and in hand	269.6	192.7
Short-term bank deposits <sup>2</sup>	985.7	-
<b>Total<sup>1</sup> (Note 33.1(c) and (e), 33.3 and 33.5)</b>	<b>1,255.3</b>	<b>192.7</b>

1. Total cash and cash equivalents include US\$836.3 million (2020: US\$102.2 million) of cash held limited for use by Las Bambas Joint Venture Group.

2. The weighted average effective interest rate on short-term bank deposits as at 31 December 2021 was 0.41% (2020: nil). These deposits have an average 54 days (2020: nil) to maturity.

The carrying amounts of the cash and cash equivalents are denominated in the following currencies:

	2021 US\$ MILLION	2020 US\$ MILLION
US dollars	1,242.4	173.0
Australian dollars	1.2	2.7
Peruvian sol	7.1	13.7
Hong Kong dollars	2.4	1.2
Others	2.2	2.1
	1,255.3	192.7

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS CONTINUED

## 23. SHARE CAPITAL

	NUMBER OF ORDINARY SHARES		SHARE CAPITAL	
	2021 '000	2020 '000	2021 US\$ MILLION	2020 US\$ MILLION
Issued and fully paid:				
At 1 January	8,067,034	8,054,787	2,917.6	2,912.2
Shares issued	565,000	-	299.0	-
Employee share options exercised <sup>1</sup>	6,257	3,554	3.2	1.6
Employee performance awards vested <sup>2</sup>	835	8,693	0.5	3.8
<b>At 31 December</b>	<b>8,639,126</b>	<b>8,067,034</b>	<b>3,220.3</b>	<b>2,917.6</b>

1. During the year ended 31 December 2021, a total of 6,257,077 (2020: 3,554,014) new shares were issued as a result of employee share options exercised at a weighted average exercise price of HK\$2.29 per share under the Company's 2016 Share Option Scheme. The weighted average closing price of the shares of the Company immediately before the date on which the options were exercised was HK\$4.68 (Note 35).

2. During the year ended 31 December 2021, a total of 835,659 new shares were issued as a result of employee exercised 2018 Performance Awards (Note 35).

On 8 June 2021, the Company undertook a shares placement with an issue of 565.0 million shares at a price of HK\$4.15 per share. The net proceeds, after deducting share issue cost of US\$3.1 million, was US\$299.0 million.

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS CONTINUED

## 24. RESERVES AND RETAINED PROFITS/(ACCUMULATED LOSSES)

US\$ MILLION	Special capital reserve	Exchange translation reserve	Merger reserve <sup>1</sup>	Surplus reserve <sup>2</sup>	Share-based payment reserve	Cash flow hedge reserve <sup>3</sup>	Other reserve	Total reserves	(Accumulated losses)/retained profits	Total
At 1 January 2021	9.4	2.7	(1,946.9)	19.3	9.6	(10.1)	(1.7)	(1,917.7)	(63.5)	(1,981.2)
Profit for the year	-	-	-	-	-	-	-	-	667.1	667.1
Other comprehensive income for the year	-	-	-	-	-	23.7	1.2	24.9	-	24.9
<b>Total comprehensive income for the year</b>	-	-	-	-	-	23.7	1.2	24.9	667.1	692.0
Provision of surplus reserve	-	-	-	30.8	-	-	-	30.8	(30.8)	-
Employee long-term incentives	-	-	-	-	1.0	-	-	1.0	-	1.0
Employee share options exercised and vested	-	-	-	-	(1.6)	-	-	(1.6)	-	(1.6)
Employee share options lapsed	-	-	-	-	(0.1)	-	-	(0.1)	0.1	-
<b>Total transactions with owners</b>	-	-	-	30.8	(0.7)	-	-	30.1	(30.7)	(0.6)
At 31 December 2021	9.4	2.7	(1,946.9)	50.1	8.9	13.6	(0.5)	(1,862.7)	572.9	(1,289.8)

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS CONTINUED

US\$ MILLION	Special capital reserve	Exchange translation reserve	Merger reserve <sup>1</sup>	Surplus reserve <sup>2</sup>	Share-based payment reserve	Cash flow hedge reserve <sup>3</sup>	Other reserve	Total reserves	Accumulated losses	Total
At 1 January 2020	9.4	2.7	(1,946.9)	19.3	16.4	-	-	(1,899.1)	(0.9)	(1,900.0)
Loss for the year	-	-	-	-	-	-	-	-	(64.7)	(64.7)
Other comprehensive loss for the year	-	-	-	-	-	(10.1)	(1.7)	(11.8)	-	(11.8)
<b>Total comprehensive loss for the year</b>	-	-	-	-	-	(10.1)	(1.7)	(11.8)	(64.7)	(76.5)
Employee long-term incentives	-	-	-	-	(0.5)	-	-	(0.5)	-	(0.5)
Employee share options exercised and vested	-	-	-	-	(4.2)	-	-	(4.2)	-	(4.2)
Employee share options lapsed	-	-	-	-	(2.1)	-	-	(2.1)	2.1	-
<b>Total transactions with owners</b>	-	-	-	-	(6.8)	-	-	(6.8)	2.1	(4.7)
At 31 December 2020	9.4	2.7	(1,946.9)	19.3	9.6	(10.1)	(1.7)	(1,917.7)	(63.5)	(1,981.2)

1. Merger reserve represents the excess of investment cost in entities that have been accounted for under merger accounting for common control combinations in accordance with AG5 (Accounting Guideline 5 issued by the HKICPA) against their share capital.

2. An amount of US\$49.2 million (2020: nil) of which the Group's portion is of US\$30.8 million (2020: nil) corresponding to 10% of net income of one of the Group's subsidiaries, Minera Las Bambas S.A., in 2021 has been appropriated and transferred to surplus reserve. According to the General Law of Companies in Peru, surplus reserve is constituted by transferring 10%, as a minimum, of the net income for each period, after deducting accumulated losses, until reaching an amount equivalent to a fifth of capital.

3. The cashflow hedge reserve records the portion of the gain or loss on a hedging instrument and the related transaction in a cash flow hedge that are determined to be effective. Also refer to Note 20 for Derivative Financial Assets/(Liabilities). During the year ended 31 December 2021, there was realised losses of US\$5.5 million (2020: US\$6.8 million) which were transferred out to "revenue" from settlement of 2020 commodity hedge(Note 33.1(a)); There was realised losses of US\$6.8 million (2020: US\$1.4 million) which were transferred to "financial costs" from settlement of interest rate swap (Note 33.1 (b)).

## DISTRIBUTABLE RESERVES

At 31 December 2021 and 2020, the Company did not have any distributable reserves available for distribution to shareholders.

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS CONTINUED

## 25. BORROWINGS

	2021 US\$ MILLION	2020 US\$ MILLION
<b>Non-current</b>		
Loan from related parties (Note 32(d))	2,531.3	2,261.3
Bank borrowings, net	3,107.7	4,045.4
	<b>5,639.0</b>	<b>6,306.7</b>
<b>Current</b>		
Loan from a related party (Note 32(d))	-	230.0
Bank borrowings, net	659.1	642.8
	<b>659.1</b>	<b>872.8</b>
Analysed as:		
- Secured	3,812.0	4,742.3
- Unsecured	2,536.3	2,496.2
	<b>6,348.3</b>	<b>7,238.5</b>
Prepayments – finance charges	(50.2)	(59.0)
	<b>6,298.1</b>	<b>7,179.5</b>
Borrowings (excluding: prepayments) were repayable as follows:		
- Within one year	665.1	879.5
- More than one year but not exceeding two years	1,406.6	722.2
- More than two years but not exceeding five years	2,844.5	3,912.0
- More than five years	1,432.1	1,724.8
	<b>6,348.3</b>	<b>7,238.5</b>
Prepayments – finance charges	(50.2)	(59.0)
<b>Total (Notes 33.1(c) and 33.3)</b>	<b>6,298.1</b>	<b>7,179.5</b>

An analysis of the carrying amounts of the total borrowings (excluding prepayments) by type and currency is as follows:

	2021 US\$ MILLION	2020 US\$ MILLION
US dollars		
- At floating rates <sup>1</sup>	2,169.3	2,864.8
- At fixed rates	4,179.0	4,373.7
	<b>6,348.3</b>	<b>7,238.5</b>

1. Includes the floating interest rate MLB project facility (borrowings of US\$3,754.2 million outstanding at 31 December 2021, maturing in July 2032), whereby the Group has entered into a notional US\$2,100 million 5-year amortising interest rate swap with Bank of China Sydney Branch office ("BOC Sydney") in 2020 with notional principal US\$1,860 million outstanding at 31 December 2021. The interest rate swap hedge will reduce in line with the MLB project facility and swap the 6-month LIBOR exposure for a fixed rate (0.5568% per annum in the first year and 0.5425% per annum from the second to fifth years).

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS CONTINUED

The effective interest rate of borrowings during the year ended 31 December 2021 was 3.8% (2020: 3.9%) per annum.

At 31 December 2021, certain borrowings of the Group were secured as follows:

(a) US\$3,754.2 million (2020: US\$4,307.6 million) from China Development Bank, ICBC, BOC Sydney and Export-Import Bank of China was secured by share security over the entire share capital of MMG South America Management Co Ltd and each of its subsidiaries including MLB, a debenture over the assets of MMG South America Management Co Ltd, an assets pledge agreement and production unit mortgage in respect of all of the assets of MLB, assignments of shareholder loans between MMG South America Management Co Ltd and its subsidiaries and security agreements over bank accounts of MLB.;

(b) US\$57.8 million (2020: US\$92.5 million) from ICBC Peru Bank, Banco de Crédito del Peru and Scotiabank Peru secured by mine fleet equipment procured under asset finance arrangements.

At 31 December 2020, borrowing of US\$342.2 million from China Development Bank and BOC Sydney was substantively secured by the shares and assets of MMG Dugald River Pty Ltd ("MMG Dugald River"). This consists of a charge over the shares in MMG Dugald River, a real property mortgage over all of the interests in land of MMG Dugald River, a general security agreement in respect of all of the assets of MMG Dugald River, and specific security over certain assets owned by MMG Australia Limited relating to the Dugald River project, and a featherweight charge over all of MMG Australia Limited's other assets. This borrowing was guaranteed by CMC. The restrictions on above assets and guarantee provided by CMC were lifted with the borrowings prepayment during 2021.

## RECONCILIATION OF BORROWINGS ARISING FROM FINANCING ACTIVITIES

US\$ MILLION	NOTES	1 JANUARY 2021	FINANCING CASHFLOW <sup>1</sup>	NON-CASH CHANGES		31 DECEMBER 2021
				EFFECTIVE INTEREST	OTHER CHANGES <sup>2</sup>	
Loans from a related party	32(d)	2,491.3	40.0	-	-	2,531.3
Bank borrowings	25	4,688.2	(930.3)	-	8.9	3,766.8
Accrued interest <sup>3</sup>		48.4	(273.2)	267.6	-	42.8
		7,227.9	(1,163.5)	267.6	8.9	6,340.9

## NON-CASH CHANGES

US\$ MILLION	NOTES	1 JANUARY 2020	FINANCING CASHFLOW	EFFECTIVE INTEREST	OTHER CHANGES	31 DECEMBER 2020
Loan from a related party	32(d)	2,261.3	230.0	-	-	2,491.3
Bank borrowings	25	5,367.0	(683.3)	-	4.5	4,688.2
Accrued interest <sup>3</sup>		50.8	(360.8)	358.4	-	48.4
		7,679.1	(814.1)	358.4	4.5	7,227.9

1. Net bank borrowings financing cashflow is made up of repayments of and proceeds from borrowings in the consolidated statement of cash flows.

2. Other changes include the amortisation of capitalised prepayments on borrowings.

3. Accrued interest includes both interest on external bank borrowings and related party borrowings.

As noted in Note 2.1(b), the Group has adopted the amendments related to HKFRS 9 and HKAS 39 in respect of the interest rate benchmark reform. As of 31 December 2021, the Group is exposed to potential US\$ LIBOR replacement in respect of borrowings, hedge accounting in relation to the interest rate swap and certain operating related contracts. Borrowings include Dugald River credit facility, Las Bambas project facility and other revolving credit facilities. The long-term project facilities and interest rate swap refer to the 6-month LIBOR, the revolving credit facilities refer to 1, 2, 3, 4 or 6-month LIBOR and have provisions in the debt contracts on how to calculate the applicable interest rate if the LIBOR rate is not available for

a specific period e.g. interpolation using two available rates. In addition, certain sales and supply contracts refer to LIBOR to calculate interest on overdue payments or interest on receiving early payments. They refer to the 1, 3 or 6-month LIBOR. Given the majority of the Group's contracts refer to 1, 3, or 6-month LIBOR, which are expected to be published until 30 June 2023, the Group does not expect any immediate impact to the effective interest rate, borrowings, hedge accounting or operating related contracts. The Group is actively managing the progressive transition to an alternate reference rate. Refer to Note 33.1(b) for further risk management details.

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS CONTINUED

## 26. LEASE LIABILITIES

	2021 US\$ MILLION	2020 US\$ MILLION
<b>Non-current</b>		
Lease liabilities	112.5	128.5
<b>Current</b>		
Lease liabilities	18.6	20.2
<b>Total (Notes 33.1(c) and (e), 33.3)</b>	<b>131.1</b>	<b>148.7</b>
Lease liabilities were repayable as follows:		
- Within one year	18.6	20.2
- More than one year but not exceeding two years	14.6	18.3
- More than two years but not exceeding five years	24.4	29.4
- More than five years	73.5	80.8
	<b>131.1</b>	<b>148.7</b>

The weighted average incremental borrowing rates applied to new lease liabilities at 31 December 2021 was from 1.90% to 3.30% (2020: from 2.21% to 8.66%).

Refer to Note 33.1(e) for maturity profile of the undiscounted lease liabilities. In respect of such lease liabilities, the Group generally does not have any early termination options. However, in case of certain leases the Group has extension option exercisable at the discretion of the Group. Such extension

options allow for operational flexibility in managing the Group's assets. Where the Group assesses at lease commencement date that it is reasonably certain to exercise the extension options, rentals during the extension period are included in determination of lease liability. The undiscounted potential estimated exposure in respect of future lease payments for extension options which the Group is not reasonably certain to exercise is presented as follows:

	2021 US\$ MILLION	2020 US\$ MILLION
- Within one year	1.0	0.4
- More than one year but not exceeding two years	4.7	1.6
- More than two years but not exceeding five years	10.6	14.3
- More than five years	43.2	47.7
<b>Total</b>	<b>59.5</b>	<b>64.0</b>

As presented under financing cashflows in the consolidated statement of cashflows, cash outflows for lease payments of US\$33.4 million (2020: US\$36.5 million) include repayment of US\$20.6 million principal (2020: US\$22.5 million) and US\$12.8 million interest (2020: US\$14.0 million).

In respect of lease contracts not recognised as right-of-use assets in line with HKFRS 16 requirements (refer to Note 6), payments of US\$73.5 million (2020: US\$45.0 million) have been presented under operating cash flows.

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS CONTINUED

## 27. PROVISIONS

	2021 US\$ MILLION	2020 US\$ MILLION
<b>Non-current</b>		
Employee benefits	16.9	15.8
Workers' compensation	0.4	0.4
Mine rehabilitation, restoration and dismantling (a)	466.9	485.2
Other provisions	48.6	45.1
<b>Total non-current provisions</b>	<b>532.8</b>	<b>546.5</b>
<b>Current</b>		
Employee benefits	76.1	27.8
Workers' compensation	0.2	0.2
Mine rehabilitation, restoration and dismantling (a)	8.4	10.5
Other provisions <sup>1</sup>	132.3	59.4
<b>Total current provisions</b>	<b>217.0</b>	<b>97.9</b>
<b>Aggregate</b>		
Employee benefits	93.0	43.6
Workers compensation	0.6	0.6
Mine rehabilitation, restoration and dismantling (a)	475.3	495.7
Other provisions	180.9	104.5
<b>Total provisions</b>	<b>749.8</b>	<b>644.4</b>

### (a) Mine rehabilitation, restoration and dismantling

	2021 US\$ MILLION	2020 US\$ MILLION
At 1 January	495.7	430.3
(Reversal)/recognition of provisions	(13.6)	38.2
Payments made	(4.7)	(2.1)
Unwinding of discount on provisions	9.4	12.9
Exchange rate differences	(11.5)	16.4
<b>At 31 December</b>	<b>475.3</b>	<b>495.7</b>

1. Other provisions primarily include amounts for certain tax related matters and an amount payable in respect of the recently settled litigation with Mining Company Katanga SARL ("MCK") pending satisfaction of all conditions precedent to the settlement agreement. Refer to Note 37 for further details.

Provision is made in these consolidated financial statements for the anticipated costs of the mine rehabilitation obligations under the mining leases and exploration licences.

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS CONTINUED

## 28. DERIVATIVE FINANCIAL LIABILITIES

	2021 US\$ MILLION	2020 US\$ MILLION
<b>Non-current</b>		
Interest rate swap	-	10.7
<b>Current</b>		
Cash flow hedge-Zinc	-	7.9
Commodity derivative- Zinc	4.1	-
Commodity derivative-Copper	0.8	21.4
	<b>4.9</b>	<b>40.0</b>

## 29. OTHER FINANCIAL LIABILITIES

	2021 US\$ MILLION	2020 US\$ MILLION
<b>Non-current other financial liabilities</b>		
Bank guarantee liabilities (Notes 33.1(c) and (e) and 33.3) (Note 37)	-	145.4

Bank guarantee liabilities were associated with the disposal of the Century mine in 2017, for the benefit of New Century. In line with the Bank Guarantee Support Agreement which was in place with New Century, the bank guarantee has been terminated consequent to New Century's refinancing. Refer to Note 37 for details. The provision in respect of such bank guarantee liabilities has been reduced to nil.

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS CONTINUED

## 30. TRADE AND OTHER PAYABLES

The analysis of the trade and other payables is as follows:

	2021 US\$ MILLION	2020 US\$ MILLION
<b>Non-Current</b>		
Other payables and accruals	164.8	112.2
<b>Current</b>		
Trade payables		
- Less than 6 months	247.0	265.7
- More than 6 months	2.8	3.4
	249.8	269.1
Related party interest payable	37.2	42.9
Other payables and accruals	164.0	158.2
<b>Total current trade and other payables</b>	<b>451.0</b>	<b>470.2</b>
<b>Aggregate</b>		
Trade payables <sup>1</sup>	249.8	269.1
Related party interest payable(Note 32(d))	37.2	42.9
Other payables and accruals <sup>2</sup>	328.8	270.4
<b>Total trade and other payables (Notes 33.1(c),(e),33,3 and 33.4)</b>	<b>615.8</b>	<b>582.4</b>

1. At 31 December 2021, the Group's trade and other payables included an amount of US\$4.4 million (2020: US\$1.0 million) (Note 32(d)), which was due to a related company of the Group. The ageing analysis of the trade payables is based on the creditors' invoice date.

2. At 31 December 2021, the Group's other payables and accruals included an amount of US\$5.6 million (2020: US\$5.5 million) accrued interest on external bank borrowings.

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS CONTINUED

## 31. NOTES TO CONSOLIDATED STATEMENT OF CASH FLOWS

(a) Reconciliation of profit for the year to net cash generated from operating activities is as follows:

	2021 US\$ MILLION	2020 US\$ MILLION
Profit for the year	920.5	5.6
Adjustments for:		
Finance income (Note 7)	(5.4)	(1.9)
Finance costs (Note 7)	329.0	401.4
Depreciation and amortisation expenses (Note 6)	898.0	927.8
Loss on disposal of property, plant and equipment (Note 5)	2.3	2.0
Gain on termination of right-of-use assets	-	(0.3)
(Gain)/loss on financial assets at fair value through profit or loss (Note 6)	(0.1)	1.4
Share-based payment	1.0	(0.5)
Unrealised loss on commodity hedge <sup>1</sup>	4.0	21.4
Changes in working capital:		
Inventories	(190.3)	(15.7)
Trade and other receivables	0.4	170.3
Trade and other payables	314.3	(502.8)
Provisions	(183.0)	261.9
Tax assets and tax liabilities	460.8	87.6
<b>Net cash generated from operating activities</b>	<b>2,551.5</b>	<b>1,358.2</b>

(b) In the Consolidated Statement of Cash Flows, purchase of property, plant and equipment comprises:

	2021 US\$ MILLION	2020 US\$ MILLION
Total additions (Note 12)	553.0	575.5
<i>Less: non-cash reduction</i>		
Reversal/(recognition) of provision for mine rehabilitation, restoration and dismantling <sup>2</sup>	25.1	(54.6)
<i>Less: other non-cash additions</i>	(8.4)	(6.3)
<b>Purchase of property, plant and equipment</b>	<b>569.7</b>	<b>514.6</b>

1. The unrealised loss on commodity derivative is recognised in revenue.

2. The transfer from provision for mine rehabilitation, restoration and dismantling included the impact of exchange rate differences on foreign currency provisions for mine rehabilitation, restoration and dismantling for operating sites. Refer to Note 27(a) for details.

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS CONTINUED

## 32. SIGNIFICANT RELATED PARTY TRANSACTIONS

The Group is controlled by China Minmetals Non-ferrous Metals Co. Ltd (“CMN”) through China Minmetals H.K. (Holdings) Limited (“Minmetals HK”), which is a subsidiary of CMN. At 31 December 2021, 67.7% (31 December 2020: 72.5%) of the Company’s shares were held by CMN and 32.3% (31 December 2020: 27.5%) were widely held by the public. The Directors consider the ultimate holding company to be CMC, a stated-owned company incorporated in the PRC, of which CMN is a subsidiary.

For the purposes of the related party transaction disclosures, the Directors believe that meaningful information in respect of related party transactions has been adequately disclosed. In addition to the related party information and transactions disclosed elsewhere in the consolidated financial statements, the following is a summary of significant related party transactions entered into in the ordinary course of business between the Group and its related parties during the year.

### (a) Transactions with CMC and its group companies (other than those within the Group)

	2021 US\$ MILLION	2020 US\$ MILLION
<b>Revenue</b>		
Sales of non-ferrous metals	1,855.8	1,341.0
Commodity derivatives	20.1	(78.8)
<b>Purchases</b>		
Purchases of consumables and services	(34.0)	(6.0)
<b>Finance costs – net</b>		
Finance costs (Note 7)	(97.0)	(97.7)

### (b) Transactions and balances with other state-owned enterprises

During the year ended 31 December 2021, the Group’s significant transactions with Chinese state-owned enterprises (excluding CMC and its subsidiaries) are sales of non-ferrous metals and purchases of consumables and services and the related receivables and payables balances. These transactions were based on terms as set out in the underlying agreements, on statutory rates or market prices or actual cost incurred, or as mutually agreed.

### (c) Key management compensation

Key management includes Directors (executive and non-executive) and members of the Executive Committee. The key management personnel remuneration for the Group was as follows:

	2021 US\$ MILLION	2020 US\$ MILLION
Salaries and other short-term employee benefits	5.0	5.1
Short-term incentives and discretionary bonus	4.0	4.6
Long-term incentives	1.1	0.8
Post-employment benefits	0.1	0.1
	<b>10.2</b>	<b>10.6</b>

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS CONTINUED

## (d) Year-end balances

	2021 US\$ MILLION	2020 US\$ MILLION
<b>Amounts payable to related parties</b>		
Loan from Top Create Resources Limited ("Top Create") <sup>1</sup> (Note 25)	2,261.3	2,261.3
Loan from Top Create – working capital facility (Note 25)	-	230.0
Loan from Album Trading Company <sup>2</sup> (Note 25)	270.0	-
Interest payable to Top Create <sup>1</sup> (Note 31)	36.9	42.9
Interest payable to Album Trading Company	0.3	-
Trade and other payable to CMN (Note 31)	4.4	1.0
	<b>2,572.9</b>	<b>2,535.2</b>
<b>Amounts receivable from related parties</b>		
Trade receivables from CMN (Note 19)	19.8	165.4
Prepayments from CMN (Note 19)	2.7	4.2
	<b>22.5</b>	<b>169.6</b>
<b>Derivative financial assets to related parties (Note 20)</b>	<b>0.9</b>	<b>-</b>
<b>Derivative financial liabilities to related parties</b>	<b>1.1</b>	<b>21.4</b>

1. The loan amount from Top Create represents the amounts drawn by the Company on 22 July 2014 (US\$1,843.8 million) and 16 February 2015 (US\$417.5 million) pursuant to a facility agreement dated 22 July 2014 between MMG SA and Top Create. In accordance with that agreement, a loan facility of up to US\$2,262.0 million was made available to MMG SA, for a period of eleven years commencing on the date of the first drawdown of the loan. The loan repayments falling due in three separate tranches in July 2023 (US\$700.0 million), July 2024 (US\$700.0 million) and July 2025 (US\$862.0 million). The facility incurs interest at a separate all-in fixed rate for each of the repayment tranches of between 2.20% and 4.50% per annum, which is payable annually.

2. The loan amount from Album Trading Company represents the amount drawn by the Company on 17 June 2021 under a project facility up to US\$450.0 million maturing in June 2026. The facility incurs interest at LIBOR plus 2.7% per annum.

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS CONTINUED

## 33. FINANCIAL AND OTHER RISK MANAGEMENT

### 33.1 FINANCIAL RISK FACTORS

The Group's activities expose it to a variety of financial risks, including commodity price risk, interest rate risk, foreign exchange risk, credit risk and liquidity risk. The Group's overall risk management program focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the Group's financial performance. The Group can use derivative financial instruments such as interest rate swaps and commodity swaps to manage certain exposures. The Group does not and is prohibited from entering into derivative contracts for speculative purposes.

Financial risk management is carried out by the Group Treasury function under proposals approved by the Board. Group Treasury identifies, evaluates and manages financial risks in close cooperation with the Group's operating units. The Board approves written principles for overall risk management, as well as policies covering specific areas, such as those identified below.

#### (a) Commodity price risk

The prices of copper, zinc, lead, gold, silver and molybdenum are affected by numerous factors and events that are beyond the control of the Group. These metal prices change on a daily basis and can vary significantly up and down over time. The factors impacting metal prices include both broader macro-economic developments and micro-economic considerations relating more specifically to the particular metal concerned.

The following table contains details of the hedging instrument used in the Group's hedging strategy:

At 31 December 2021	Term	Carrying amount of hedging instrument US\$ million	Favourable/(Unfavourable) changes in fair value used for measuring ineffectiveness		Settled portion of hedging instrument realised losses/(gain) US\$ million	Hedging gain/(loss) recognised in cash flow hedge reserve US\$ million	Cost of hedging reserve US\$ million
			Hedging instrument US\$ million	Hedged item US\$ million			
<b>Cash flow hedges:</b>							
Derivative financial liabilities (Note 28)	January 2021 to March 2021	-	-	-	5.5	-	-
Derivative financial assets (Note 20)	June 2021 to December 2021	-	-	-	2.5	-	-

During the year ended 31 December 2021, the Group entered into various commodity trades to hedge the sales prices for copper and zinc. This included:

- Zero/low-cost collar hedges:
  - » 10,700 tons of zinc with put strike price ranging from US\$2,550/ton to US\$2,800/ton and call strike price ranging from US\$3,225/ton to US\$3,340/ton which will be settled through January 2022 to March 2022;
  - » 59,400 tons of copper at put strike price ranging from US\$9,000/ton to US\$9,550/ton and call strike price ranging from US\$10,000/ton to US\$11,200/ton which will be settled through January 2022 to April 2022.
- Fixed price swap hedges: 8,000 tons of copper with fixed price ranging from US\$9,538/ton to US\$9,662/ton which will be settled in January 2022.

A change in commodity prices during 2022 can result in favourable or unfavourable financial impact for the Group during 2022.

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS CONTINUED

The following table details the sensitivity of the Group's financial assets balance to movements in commodity prices. Financial assets arising from revenue on provisionally priced sales are recognised at the estimated fair value of the total consideration of the receivable and subsequently remeasured at each reporting date. At the reporting date, if the commodity prices increased/(decreased) by 10% and taking into account the commodity hedges, with all other variables held constant, the Group's post-tax profit would have changed as set out below:

Commodity	2021		2020		Increase in OCI US\$ million
	Commodity price movement	Increase/(decrease) in profit US\$ million	Commodity price movement	Increase/(decrease) in profit US\$ million	
Copper	+10%	(23.9)	+10%	(11.0)	-
Zinc	+10%	1.1	+10%	2.0	(6.3)
<b>Total</b>		<b>(22.8)</b>		<b>(9.0)</b>	<b>(6.3)</b>

Commodity	2021		2020		Decrease in OCI US\$ million
	Commodity price movement	Increase/(decrease) in profit US\$ million	Commodity price movement	Increase/(decrease) in profit US\$ million	
Copper	-10%	25.5	-10%	(18.9)	-
Zinc	-10%	(1.7)	-10%	(2.0)	6.3
<b>Total</b>		<b>23.8</b>		<b>(20.9)</b>	<b>6.3</b>

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS CONTINUED

## (b) Interest rate risk

The Group is exposed to interest rate risk primarily through interest bearing borrowings and investment of surplus cash holdings. Deposits and borrowings at variable rates expose the Group to cash flow interest rate risk. Deposits and borrowings at fixed rates expose the Group to fair value interest rate risk. Details of the Group's cash and cash equivalents have been disclosed in Note 22 while the details of the Group's borrowings are set out in Note 25.

The Group regularly monitors its interest rate risk to ensure there are no undue exposures to significant interest rate movements. Any decision to hedge interest rate risk is assessed periodically in light of the overall Group's exposure, the prevailing interest rate market and any funding counterparty requirements. Regular reporting of the Group's debt and interest rates is provided to the MMG Executive Committee.

In 2020, MLB entered into a notional US\$2,100 million 5-year amortising interest rate swap with respect to the floating 6-month LIBOR base rate applicable under its existing project facility, converting the floating rate to a fixed base rate. The main sources of hedge ineffectiveness are considered to be the effects of counterparty credit risks on the hedging instrument, the possibility of LIBOR rates becoming negative and uncertainty associated with benchmark interest rate reform. Further, if LIBOR rates become negative for a period of time, then this corresponding component of the hedging instrument will be ineffective from year two to year five. A floor was purchased on LIBOR at zero for the first year of the hedge instrument.

The following table contains details of the hedging instrument used in the Group's hedging strategy:

At 31 December 2021	Term	Notional amortising amount US\$ million	Carrying amount of hedging instrument US\$ million	Favourable/ (Unfavourable) changes in fair value used for measuring ineffectiveness		Settled portion of hedging instrument realised losses US\$ million (Note24)	Hedging gain recognised in cash flow hedge reserve <sup>2</sup> US\$ million	Hedge ineffectiveness recognised in profit or loss US\$ million
				Hedging instrument US\$ million	Hedged item US\$ million			
<b>Cash flow hedges:</b>								
Derivative financial assets/ (liabilities) (Note 20, Note 28) <sup>1</sup>	June 2020 - June 2025	1,860	31.8	42.5	(42.5)	(6.8)	29.0	-

1. In 2020, the Group has entered into a notional US\$2,100 million 5-year amortising interest rate swap with BOC Sydney. The purpose of the arrangement is to fix approximately half of the remaining interest rate exposure accompanying the floating interest rate MLB project facility (borrowings of US\$3,754.2 million outstanding at 31 December 2021, maturing in July 2032) from CDB, ICBC, BOC Sydney and The Export-Import Bank of China for a period of 5 years. The interest rate swap hedge will amortise in line with the MLB project facility and swap the 6-month LIBOR exposure for a fixed rate (0.5425% per annum from June 2021 to June 2025).

2. The hedging gain recognised in cash flow hedge reserve is the amount after tax.

At 31 December 2020	Term	Notional amortising amount US\$ million	Carrying amount of hedging instrument US\$ million	Favourable/ (Unfavourable) changes in fair value used for measuring ineffectiveness		Settled portion of hedging instrument realised losses US\$ million (Note24)	Hedging gain/(loss) recognised in cash flow hedge reserve US\$ million	Hedge ineffectiveness recognised in profit or loss US\$ million
				Hedging instrument US\$ million	Hedged item US\$ million			
Derivative financial assets/ (liabilities) (Note 20, Note 28)	June 2020 - June 2025	2,020.0	(10.7)	(10.7)	10.7	(1.4)	(7.3)	-

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS CONTINUED

At 31 December 2021 and 2020, if the interest rate had increased/(decreased) by 100 basis points, taking into account the interest rate swap, with all other variables held constant, post-tax profit and other comprehensive income (OCI) would have changed as follows:

US\$ MILLION	2021				2020			
	+100 basis points		-100 basis points		+100 basis points		-100 basis points	
	Increase/ (decrease) in profit after tax	Increase/ (decrease) in OCI						
<b>Financial assets</b>								
Cash and cash equivalents	8.5	-	(8.5)	-	1.3	-	(1.3)	-
<b>Financial liabilities</b>								
Borrowings (taking into account the impact of the interest rate swap)	(14.8)	26.5	2.9	(24.9)	(19.0)	39.1	(18.5)	(15.9)
<b>Total</b>	<b>(6.3)</b>	<b>26.5</b>	<b>(5.6)</b>	<b>(24.9)</b>	<b>(17.7)</b>	<b>39.1</b>	<b>(19.8)</b>	<b>(15.9)</b>

## EFFECT OF BENCHMARK INTEREST RATES REFORM

As noted in Note 2.1(b), the Group has adopted the Phase I and Phase II Amendments to HKFRS 9, HKAS 39 and HKFRS 7 Interest Rate Benchmark Reform. Refer to Note 25 for details of borrowings which may be impacted by the interest rate benchmark reform.

Additionally, the Group has cash flow hedge relationship (as described above for the interest rate swap) which will also be subject to the interest rate benchmark reform. In respect of the interest rate swap, the amendments provide temporary relief from applying specific hedge accounting requirements to the hedging relationships if it directly gets affected by benchmark interest rates reform. This will prevent hedge accounting from terminating but may result in hedge ineffectiveness. Any hedge ineffectiveness continues to be recorded in the consolidated statement of profit or loss.

Under the amendments, hedge accounting is not discontinued solely because of the interest rate benchmark reform. Hedging relationships (and related documentation) are required to be

amended to reflect modifications to the hedged item, hedging instrument and hedged risk. Amended hedging relationships should meet all qualifying criteria to apply hedge accounting, including effectiveness requirements. The Group currently anticipates that the areas of greatest change will be amendments to the contractual terms of US\$ LIBOR-referenced floating-rate debt and swaps, and updating hedge designations.

The Group is closely monitoring the market and the output from the various industry working groups managing the transition to new benchmark interest rates. This includes announcements made by IBOR regulators (including the Financial Conduct Authority 'FCA' and the US Commodity Futures Trading Commission) regarding the transition from IBOR (including the US\$ LIBOR) to the Sterling Overnight Index Average rate ("SONIA"), the Secured Overnight Financing rate ("SOFR") and the Tokyo Overnight Average rate ("TONA").

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS CONTINUED

Below is the list of derivative and non-derivative financial instrument which will be impacted by IBOR replacement:

Financial Instrument	Type of Instrument	Maturing In	Notional Value US\$ Million	Carrying Value US\$ Million
US\$ debt linked to LIBOR <sup>1</sup>	Non-derivative liability	Through January 2022 to July 2032	2,169.2	2,169.2
US\$ debt linked to LIBOR designated in cash flow hedge <sup>1</sup>	Non-derivative liability	June 2025	1,860.0	1,860.0
Interest rate swap converting LIBOR to Fixed (cash flow hedge)	Derivatives	June 2025	1,860.0	31.8

1. For the US\$ Debt, the fallback clauses are under negotiation with lenders. This relief does not extend to the requirement that the designated interest rate risk component continues to be reliably measurable and if the risk component is no longer reliably measurable, the hedging relationship is discontinued. The Group has determined that US\$ LIBOR interest rate risk components continue to be reliably measurable.

In response to the announcements, the Group has put in place an interest rate benchmark transition programme being led by the Group's Treasury team. Treasury team has commenced the discussions with the internal and external stakeholders to understand the impact of the transition and work involved.

## RISKS ARISING FROM THE INTEREST RATE BENCHMARK REFORM

The following are the key risks for the Group arising from the transition:

### Interest rate basis risk:

There are two elements to this risk as outlined below:

- If bilateral negotiations with the Group's counterparties are not successfully concluded before the cessation of LIBOR publishing, there are significant uncertainties with regard to the interest rate that may apply. The Group is working closely with counterparties to avoid this from occurring.
- Interest rate basis risk can arise if the move to the alternate benchmark rate occurs at different timing for the non-derivative instrument (the project finance facility) and the derivative instrument (the interest rate swap) held to manage the interest risk on the non-derivative. The Group will monitor this risk against its risk management policy which shall allow for temporary mismatches of up to 12 months and transact additional basis interest rate swaps if required.

### Liquidity risk:

There are differences between the LIBOR and the various alternative benchmark rates which the Group may be adopting. The LIBOR is published for a period (e.g., 1 month or 6 month) and includes an inter-bank credit spread, whereas the alternative benchmark rates are typically risk-free overnight rates with no embedded credit spread and published at the end of the overnight period. These differences can result in uncertainty regarding the floating rate interest payments which will require additional liquidity management. Management of the Group shall ensure sufficient liquidity is available to accommodate any unexpected increases in overnight rates.

### Accounting risk:

If transition to alternate benchmark rates is finalised in a manner which does not permit the application of reliefs introduced in the Phase 2 amendments, this can lead to discontinuation of hedge accounting relationships (i.e., gains or losses recognised in the other comprehensive income will be re-classified to profit and loss). This can also lead to increased volatility in profit or loss if re-designated hedges are not fully effective and volatility in the profit or loss if non-derivative financial instruments are modified or de-recognised. Management of the Group aims to agree timely changes to the contracts to allow HKFRS 9 reliefs to apply and does not expect to close out derivatives and enter into new ones in respect of the existing hedge relationship.

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS CONTINUED

Below are details of the hedging instruments and the related hedged items that will be subject to transition to alternative benchmark interest rates, by hedge type. The terms of the hedged items listed match those of the corresponding hedging instruments.

Hedge Relationship	Prior To Transition Instrument Type	Maturing In	Notional Value US\$ Million	Carrying Value US\$ Million	Hedged Item	Transition Progress
Cash flow hedge	Receive 6-month US\$ LIBOR, pay US dollar fixed interest rate swap	June 2025	1,860.0	31.8	US\$ LIBOR debt	Discussion with counterparty of derivatives are in process.

As noted earlier, the Group will continue to apply the Phase 1 amendments to HKFRS 9/HKAS 39 until the uncertainty arising from the interest rate benchmark reform with respect to the timing and amount of underlying cashflows to which the Group is exposed ends.

## (c) Foreign exchange risk

The Group operates internationally and is exposed to foreign currency exchange risk. The Group's reporting currency and functional currency of the majority of subsidiaries within the Group is US dollars. The majority of revenue received by the Group is in US dollars. The Group's foreign currency exchange risk arises predominantly from the currency of the countries in which the Group's operations are located. Any decision to hedge foreign currency risk is assessed periodically in light of the Group's exposure, the prevailing foreign currency market and any funding counterparty requirements.

The following table shows the foreign currency risk arising from the monetary assets and liabilities, which are shown by foreign currency of respective subsidiaries.

US\$ MILLION	Notes	US\$	PEN	A\$	HK\$	OTHERS	Total
<b>At 31 December 2021</b>							
<b>Financial assets</b>							
Cash and cash equivalents	22	1,242.4	7.1	1.2	2.4	2.2	1,255.3
Trade receivables	19	63.9	-	-	-	-	63.9
Other receivables		38.5	236.5	0.9	-	24.6	300.5
Derivative financial assets	20	32.7	-	-	-	-	32.7
Other financial assets	21	1.8	-	-	-	-	1.8
<b>Financial liabilities</b>							
Trade and other payables	30	(300.1)	(233.2)	(72.8)	-	(9.7)	(615.8)
Borrowings	25	(6,298.1)	-	-	-	-	(6,298.1)
Lease liabilities	26	(119.8)	(0.5)	(10.8)	-	-	(131.1)
Derivative financial liabilities	28	(4.9)	-	-	-	-	(4.9)
		(5,343.6)	9.9	(81.5)	2.4	17.1	(5,395.7)

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS CONTINUED

US\$ MILLION	Notes	US\$	PEN	A\$	HK\$	OTHERS	Total
<b>At 31 December 2020</b>							
<b>Financial assets</b>							
Cash and cash equivalents	22	173.0	13.7	2.7	1.2	2.1	192.7
Trade receivables	19	369.2	-	-	-	-	369.2
Other receivables		41.8	124.7	3.4	0.3	15.1	185.3
Other financial assets	21	1.7	-	-	-	-	1.7
<b>Financial liabilities</b>							
Trade and other payables	30	(218.4)	(285.6)	(75.3)	-	(3.1)	(582.4)
Other financial liabilities	29	-	-	(145.4)	-	-	(145.4)
Borrowings	25	(7,179.5)	-	-	-	-	(7,179.5)
Lease liabilities	26	(131.3)	(0.3)	(17.1)	-	-	(148.7)
Derivative financial liabilities	28	(40.0)	-	-	-	-	(40.0)
		<b>(6,983.5)</b>	<b>(147.5)</b>	<b>(231.7)</b>	<b>1.5</b>	<b>14.1</b>	<b>(7,347.1)</b>

Based on the Group's net monetary assets and financial liabilities at 31 December 2021 and 2020, a movement of the US dollar against the principal non-functional currencies as illustrated in the table below, with all other variables held constant, would cause changes in post-tax profit as follows:

US\$ MILLION	2021		2020	
	Weakening of US dollar	Strengthening of US dollar	Weakening of US dollar	Strengthening of US dollar
	(Decrease)/increase in profit after tax			
10% movement in Australian dollar (2020: 10%)	(5.7)	5.7	(16.2)	16.2
10% movement in Peruvian sol (2020: 10%)	0.7	(0.7)	(10.0)	10.0
<b>Total</b>	<b>(5.0)</b>	<b>5.0</b>	<b>(26.2)</b>	<b>26.2</b>

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS CONTINUED

## (d) Credit risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Group. The Group is exposed to counterparty credit risk through sales of metal products on normal terms of trade, through deposits of cash and settlement risk on foreign exchange transactions. While the most significant exposure to credit risk is through sales of metal products on normal terms of trade, the majority of sales for mining operations were made under contractual arrangements whereby provisional payment is received promptly after delivery and the balance within 30 to 120 days from delivery. The aging analysis of the trade receivables is provided in Note 19, and 100% of the balance is aged less than 6 months based on invoice date. The carrying amount of the Group's trade receivables at FVTPL as disclosed in Note 19 best represents their respective maximum exposure to credit risk. The Group holds no collateral over any of these balances.

Investments in cash, short-term deposits and similar assets are with approved counterparty banks. Counterparties are assessed prior to, during and after the conclusion of transactions to ensure exposure to credit risk is limited to acceptable levels. There has been no change in the estimation techniques or significant assumptions made during the year ended 31 December 2021

The Group's most significant customers are CMN, Citic Metal Peru Investment Limited (CITIC Metal), and Trafigura Pte Ltd (Trafigura). Revenue earned from these customers as a percentage of total revenue was:

	2021	2020
CMN	38.2%	37.9%
CITIC Metal	16.6%	18.3%
Trafigura	13.2%	14.6%

The Group's largest debtor at 31 December 2021 was Minmetals North-Europe Aktiebolag, with a balance of US\$18.1 million (2020: US\$121.1 million) and the five largest debtors accounted for 96.2% (2020: 85.0%) of the Group's trade receivables. Credit risk arising from sales to large concentrate customers is managed by contracts that stipulate a provisional payment of at least 90% of the estimated value of each sale. For most sales a second provisional payment is received within 60 days of the vessel arriving at the port of discharge. Final payment is recorded after completion of the quotation period and assaying.

The credit risk by geographic region was:

US\$ MILLION	AT 31 DECEMBER	
	2021	2020
Asia	28.7	297.5
Europe	20.9	67.9
Australia	1.8	0.6
Other	12.5	3.2
	63.9	369.2

in assessing the ECL for these financial assets. The limits are set to minimise the concentration of risks and therefore mitigate the potential for financial loss through counterparty failure. Impairment is provided for where the credit risk is perceived to exceed the acceptable levels and there are concerns on recoverability of the relevant assets. The management of the Group considers cash and cash equivalents that are deposited with financial institutions with high credit rating to be low credit risk financial assets.

Other receivables include balances related to various matters including other taxes, indemnities, restricted cash in relation to MCK case and the last instalment receivable for sale of Sepon. These balances are assessed at the reporting date considering contractual and non-contractual legal rights to receive such amounts as well as the expectation of recoverability based on expert third party advice and management assessment based on all available information. There are no significant increases in credit risk for these balances since their initial recognition and the Group provided impairment based on a 12 month ECL. For the years ended 31 December 2021 and 2020, the Group assessed the ECL for these balances and considered no significant impact to the consolidated financial statements.

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS CONTINUED

## (e) Liquidity risk

Liquidity risk is the risk that the Group will encounter difficulty in meeting obligations associated with financial liabilities.

Management utilises short and long-term cash flow forecasts and other consolidated financial information to ensure that appropriate liquidity buffers are maintained to support the Group's activities.

The table below analyses the Group's financial assets and liabilities into relevant maturity groupings based on the remaining period at the reporting date to the contractual maturity date. The amounts disclosed in each maturity grouping are the contractual undiscounted cash flows for financial instruments.

US\$ MILLION	Within 1 year	Between 1 and 2 years	Between 2 and 5 years	Over 5 years	Total	Total carrying value
<b>At 31 December 2021</b>						
<b>Financial assets</b>						
Cash and cash equivalents (Note 22)	1,255.3	-	-	-	1,255.3	1,255.3
Trade receivables (Note 19)	63.9	-	-	-	63.9	63.9
Other receivables	150.6	135.6	14.3	-	300.5	300.5
Derivative financial assets (Note 20)	0.5	26.7	5.5	-	32.7	32.7
Other financial assets (Note 21)	1.8	-	-	-	1.8	1.8
<b>Financial liabilities</b>						
Trade and other payables (Note 30)	(451.0)	(164.8)	-	-	(615.8)	(615.8)
Derivative financial liabilities (Note 28)	(4.9)	-	-	-	(4.9)	(4.9)
Borrowings (including interest) (Note 25)	(899.6)	(1,610.8)	(3,212.0)	(1,644.1)	(7,366.5)	(6,298.1)
Lease liabilities (including interest) (Note 26)	(30.0)	(24.8)	(49.7)	(98.2)	(202.7)	(131.1)
	<b>86.6</b>	<b>(1,638.1)</b>	<b>(3,241.9)</b>	<b>(1,742.3)</b>	<b>(6,535.7)</b>	<b>(5,395.7)</b>
<b>At 31 December 2020</b>						
<b>Financial assets</b>						
Cash and cash equivalents (Note 22)	192.7	-	-	-	192.7	192.7
Trade receivables (Note 19)	369.2	-	-	-	369.2	369.2
Other receivables	139.4	23.4	16.7	5.8	185.3	185.3
Other financial assets (Note 21)	1.7	-	-	-	1.7	1.7
<b>Financial liabilities</b>						
Trade and other payables (Note 30)	(470.2)	(112.2)	-	-	(582.4)	(582.4)
Other financial liabilities (Note 29)	-	-	-	(145.4)	(145.4)	(145.4)
Borrowings (including interest) (Note 25)	(1,152.6)	(969.2)	(4,418.1)	(1,999.6)	(8,539.5)	(7,179.5)
Lease liabilities (including interest) (Note 26)	(33.0)	(29.7)	(57.0)	(113.4)	(233.1)	(148.7)
Derivative financial liabilities (Note 28)	(35.8)	(6.0)	1.7	-	(40.1)	(40.0)
	<b>(988.6)</b>	<b>(1,093.7)</b>	<b>(4,456.7)</b>	<b>(2,252.6)</b>	<b>(8,791.6)</b>	<b>(7,347.1)</b>

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS CONTINUED

## Available Debt Facilities

At 31 December 2021, the Group (excluding the Las Bambas Joint Venture Group) had available in its undrawn debt facilities an amount of US\$560.0 million (31 December 2020: US\$650.0 million). These include:

1. US\$80.0 million (2020: US\$80.0 million) that was undrawn and available under a US\$85.0 million facility with China Development Bank maturing in September 2023;
2. US\$300.0 million (2020: US\$300.0 million) that was undrawn and available under a US\$300.0 million revolving credit facility with ICBC maturing in December 2023; and
3. US\$180.0 million (2020: nil) that was undrawn and available under a new US\$450 million Dugald River project facility with Album Trading Company maturing in June 2022 (Note 32(d)).

At 31 December 2021, the Las Bambas Joint Venture Group had available in its undrawn debt facilities of US\$1,150.0 million (31 December 2020: US\$1,150.0 million). These include:

1. US\$175.0 million (2020: US\$175.0 million) that was undrawn and available under a US\$175.0 million revolving credit facility provided by BOC Sydney, for general corporate purposes;
2. US\$175.0 million (2020: US\$175.0 million) that was undrawn and available under a US\$175.0 million revolving credit facility provided by ICBC Luxembourg, for general corporate purposes; and
3. US\$800.0 million (2020: 800.0 million) that was undrawn and available under a US\$800.0 million three years revolving credit facility to support the operation through the COVID-19 pandemic with China Development Bank, Bank of China, Industrial and Commercial Bank of China Limited and The Export-Import Bank of China.

The Group's certain available external debt facilities are subject to covenant compliance requirements. The Group was not in breach of covenant requirements in respect of the Group's borrowings at 31 December 2021. Certain financial covenants are measured with reference to the financial performance of the Group or its subsidiaries, and may be influenced by future operational performance.

## 33.2 SOVEREIGN RISK

The Group conducts all of its operations outside of Hong Kong and, as such, it is exposed to various levels of political, economic and other risks and uncertainties. These risks and uncertainties vary from country to country. Material risks include, but are not limited to, regime or policy change, fluctuation in currency exchange rates, changes to licensing regimes and amendments to concessions, licences, permits and contracts, and changing political conditions and governmental regulations. Changes in any mining or investment policies or shifts in political attitudes in the jurisdictions in which the Group operates may adversely

affect the Group's operations and profitability. The decline in growth and macroeconomic activity in many developing nations has resulted in governments seeking alternative means of increasing their income, including increases to corporate tax, VAT and royalty rates, coupled with increased audit and compliance activity. The DRC Government during 2018 made changes to the 2002 Mining Code and Mining Regulations. These changes were enacted (2018 Mining Code) and continue to result in an increased tax burden on mining companies. As the Peru political situation continues to evolve in 2022 the Group will continue to work closely with the relevant authorities and community groups to minimise the potential risk of social instability and disruptions to Las Bambas operations.

Some of the countries in which the Group operates carry higher levels of sovereign risk. Political and administrative changes and reforms in law, regulations or taxation may impact sovereign risk. Political and administrative systems can be slow or uncertain and may result in risks to the Group including the ability to obtain tax refunds in a timely manner. The Group has processes in place to monitor any impact on the Group and implement responses to such changes.

## 33.3 FAIR VALUES OF FINANCIAL INSTRUMENTS

The fair values of cash and cash equivalents and short-term monetary financial assets and financial liabilities approximate their carrying values. The fair values of other monetary financial assets and liabilities are either based upon market prices, where a market exists, or have been determined by discounting the expected future cash flows by the current interest rate for financial assets and financial liabilities with similar risk profiles.

The fair value of the interest rate swap is determined based the discounted future cash flows. Future cash flows are estimated based on forward interest rates from observable yield curves at the end of the reporting period and contracted interest rates, discounted at a rate that reflects the credit risk of various counterparties.

The fair value of commodity derivatives is determined based on the discounted future cash flows. Future cash flows are estimated based on forward commodity price from observable yield curves at the end of the reporting period and contracted price, discounted by the current interest rate.

The fair values of listed equity investments have been valued by reference to market prices prevailing at the reporting date.

The carrying values of trade and other receivables less impairment provisions and trade payables are a reasonable approximation of their fair values due to the short-term nature of trade receivables and payables. The fair values of financial liabilities for disclosure purposes is estimated by discounting the future contractual cash flows at the current market interest rate that is available to the consolidated entity for similar financial instruments.

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS CONTINUED

The carrying amounts and fair values of financial assets and liabilities by category and class at 31 December 2021 and 2020 are:

US\$ MILLION	Notes	Amortised cost (assets)	Financial assets/ (liabilities) at fair value through profit or loss	Financial assets/ (liabilities) at fair value designated under cash flow hedge	Amortised cost (liabilities)	Total carrying value	Total fair value
<b>At 31 December 2021</b>							
<b>Financial assets</b>							
Cash and cash equivalents	22	1,255.3	-	-	-	1,255.3	1,255.3
Trade receivables	19	-	63.9	-	-	63.9	63.9
Other receivables		300.5	-	-	-	300.5	300.5
Derivative financial assets	20	-	0.9	31.8	-	32.7	32.7
Other financial assets	21	-	1.8	-	-	1.8	1.8
<b>Financial liabilities</b>							
Trade and other payables	30	-	-	-	(615.8)	(615.8)	(615.8)
Derivative financial liabilities	28	-	(4.9)	-	-	(4.9)	(4.9)
Borrowings	25	-	-	-	(6,298.1)	(6,298.1)	(6,623.8)
Lease liabilities	26	-	-	-	(131.1)	(131.1)	(131.1)
		<b>1,555.8</b>	<b>61.7</b>	<b>31.8</b>	<b>(7,045.0)</b>	<b>(5,395.7)</b>	<b>(5,721.4)</b>

US\$ MILLION	Notes	Amortised cost (assets)	Financial assets/ (liabilities) at fair value through profit or loss	Financial assets/ (liabilities) at fair value designated under cash flow hedge	Amortised cost (liabilities)	Total carrying value	Total fair value
<b>At 31 December 2020</b>							
<b>Financial assets</b>							
Cash and cash equivalents	22	192.7	-	-	-	192.7	192.7
Trade receivables	19	-	369.2	-	-	369.2	369.2
Other receivables		185.3	-	-	-	185.3	185.3
Other financial assets	21	-	1.7	-	-	1.7	1.7
<b>Financial liabilities</b>							
Trade and other payables	30	-	-	-	(582.4)	(582.4)	(582.4)
Other financial liabilities	29	-	-	-	(145.4)	(145.4)	(145.4)
Derivative financial liabilities	28	-	(21.4)	(18.6)	-	(40.0)	(40.0)
Borrowings	25	-	-	-	(7,179.5)	(7,179.5)	(7,179.5)
Lease liabilities	26	-	-	-	(148.7)	(148.7)	(148.7)
		<b>378.0</b>	<b>349.5</b>	<b>(18.6)</b>	<b>(8,056.0)</b>	<b>(7,347.1)</b>	<b>(7,347.1)</b>

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS CONTINUED

## 33.4 FAIR VALUE ESTIMATION

The table below analyses financial instruments carried at fair value, by the valuation method. The different levels have been defined as follows:

- quoted prices (unadjusted) in active markets for identical assets or liabilities (level 1);
- inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly (that is, as prices) or indirectly (that is, derived from prices) (level 2); and
- inputs for the asset or liability that are not based on observable market data (that is, unobservable inputs) (level 3).

The following table presents the Group's financial assets and liabilities that are measured at fair value at 31 December 2021 and 31 December 2020.

US\$ MILLION	Level 1	Level 2	Total
<b>At 31 December 2021</b>			
Trade receivables (Note 19)	-	63.9	63.9
Derivative financial assets <sup>2</sup> (Note 20)	-	32.7	32.7
Derivative financial liabilities <sup>2</sup> (Note 28)	-	(4.9)	(4.9)
Financial assets at fair value through profit and loss – listed <sup>1</sup> (Note 21)	1.8	-	1.8
	<b>1.8</b>	<b>91.7</b>	<b>93.5</b>
<b>At 31 December 2020</b>			
Trade receivables (Note 19)	-	369.2	369.2
Derivative financial liabilities <sup>2</sup> (Note 28)	-	(40.0)	(40.0)
Financial assets at fair value through profit and loss – listed <sup>1</sup> (Note 21)	1.7	-	1.7
	<b>1.7</b>	<b>329.2</b>	<b>330.9</b>

There were no transfers between levels 1, 2 during the reporting period.

1. The fair values of financial instruments traded in active markets are based on quoted market prices at the reporting date. A market is regarded as active if quoted prices are readily and regularly available from an exchange, dealer, broker, industry group, pricing service, or regulatory agency, and those prices represent actual and regularly occurring market transactions on an arm's-length basis. Instruments included in level 1 comprise investments in listed stock exchanges.
2. The fair value of the interest rate swap is determined based on discounted future cash flows. Future cash flows are estimated based on forward interest rates from observable yield curves at the end of the reporting period and contracted interest rates, discounted at a rate that reflects the credit risk of various counterparties. The fair value of the fixed price swap hedge, collar hedge and QP hedge are determined based on discounted future cash flows. Future cash flows are estimated based on London Metal Exchange contract future rates for commodities at the end of the reporting period and contracted commodity prices, discounted at a rate that reflects the credit risk of various counterparties.

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS CONTINUED

## 33.5 CAPITAL RISK MANAGEMENT

The Group's objectives in managing capital are to safeguard its ability to continue as a going concern, support sustainable growth, enhance shareholder value and provide capital for potential acquisitions and investment.

The gearing ratio for the Group is set out below, with gearing defined as net debt (total borrowings excluding finance charge prepayments, less cash and cash equivalents) divided by the aggregate of net debt and total equity.

The Group	2021 US\$ MILLION	2020 US\$ MILLION
Total borrowings (excluding prepaid finance charges) <sup>1</sup> (Note 25)	6,348.3	7,238.5
Less: cash and cash equivalents (Note 22)	(1,255.3)	(192.7)
<b>Net debt</b>	<b>5,093.0</b>	<b>7,045.8</b>
Total equity	3,928.0	2,669.7
<b>Net debt +Total equity</b>	<b>9,021.0</b>	<b>9,715.5</b>
<b>Gearing ratio</b>	<b>0.56</b>	<b>0.73</b>

1. Borrowings at an MMG Group level reflect 100% of borrowings of the Las Bambas Joint Venture Group. The Las Bambas Joint Venture Group's borrowings have not been reduced to reflect the MMG Group's 62.5% equity interest in that entity. This is consistent with the basis of preparation of MMG's financial statements.

Under the terms of relevant debt facilities held by the Group, the gearing ratio for covenant compliance purposes is calculated exclusive of US\$2,261.3 million (2020: US\$2,261.3 million) of shareholder debt that was used to fund the MMG Group's equity contribution to the Las Bambas Joint Venture Group. For the purpose of the above, it has however been included as borrowings.

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS CONTINUED

## 34. DIRECTORS' AND SENIOR MANAGEMENT'S EMOLUMENTS

### (a) Directors' emoluments

The remuneration of every Director for the year ended 31 December 2021 is set out below:

Name of Director	FOR THE YEAR ENDED 31 DECEMBER 2021					
	Fees US\$'000	Salaries US\$'000	Other benefits <sup>1</sup> US\$'000	Short-term incentive plans <sup>2</sup> US\$'000	Long-term incentive plans <sup>3</sup> US\$'000	Total US\$'000
Mr GAO Xiaoyu <sup>4</sup>	-	1,701	32	1,729 <sup>5</sup>	849 <sup>5</sup>	4,311
Mr XU Jiqing	-	-	2	-	-	2
Mr JIAO Jian <sup>6</sup>	-	-	2	-	-	2
Mr LEUNG Cheuk Yan	153	-	-	-	-	153
Dr Peter William CASSIDY	163	-	1	-	-	164
Mr GUO Wenqing (Chairman) <sup>6</sup>	-	-	-	-	-	-
Mr ZHANG Shuqiang	-	-	1	-	-	1
Mr Peter Ka Keung CHAN	174	-	1	-	-	175
	490	1,701	39	1,729	849	4,808

1. Other benefits include statutory superannuation, pension contributions and non-monetary benefits. Not all benefits apply to each executive; benefits are applied variably based on contractual obligations.

2. Short-term incentive ("STI") plans include at-risk, performance-linked remuneration, STI plans and discretionary bonuses.

The STI plan is an annual cash award determined by performance against Group financial and safety targets and individual performance. For operational roles, additional components include performance targets related to production rates, unit costs, and operational safety.

Participation in the at-risk incentive plans is offered to participants as a percentage of their fixed remuneration according to seniority and their ability to influence the performance of the Group. All employees on long-term employment contracts are eligible to participate in a STI plan. The incentive plans' provision for STIs was re-assessed at the reporting date.

3. Long-term incentive ("LTI") plans are performance-linked remuneration LTI plans, and most recently consist of the 2019, 2020 and 2021 Long-Term Incentive Equity plans ("LTIEP"), which are Performance Awards Schemes vesting at the conclusion of a three year performance period. The vesting of LTI plans is conditional upon the achievement of certain performance conditions as set out in the respective letters of grant, including amongst others, achievement of financial, resources growth and market-related performance targets at the conclusion of the respective vesting period.

Participation in the at-risk incentive plans is offered to participants as a percentage of their fixed remuneration according to seniority and their ability to influence the performance of the Group. The LTI plans are limited to senior managers invited to participate by the Board. The incentive plans' provision for LTI plans was re-assessed at the reporting date. The values attributed to the LTI plans are estimated values based on an assessment of the likely outcomes for each LTI plans and may be adjusted based on the actual outcome. The values attributed to the LTI plans are subject to Board approval at end of the vesting period.

4. Mr Gao Xiaoyu has resigned as the Chief Executive Officer ("CEO") and an Executive Director of the Company on 5 January 2022; Mr Li Liangang was appointed as the interim CEO and an Executive Director of the Company on 5 January 2022.

5. On Mr Gao Xiaoyu's resignation as the Chief Executive Officer ("CEO") on 5 January 2022, he forfeited his entitlement to receive his STI benefits and Performance Awards (Shares) granted through the Company's LTI Equity Plans.

6. Mr Guo Wenqing has resigned as the Chairman and Non-executive Director of the Company on 5 January 2022; Mr Jiao Jian has been appointed as the Chairman of the Company on 5 January 2022.

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS CONTINUED

The remuneration of every Director for the year ended 31 December 2020 is set out below:

## FOR THE YEAR ENDED 31 DECEMBER 2020

Name of Director	Fees US\$'000	Salaries US\$'000	Other benefits <sup>1</sup> US\$'000	Short-term incentive plans <sup>2</sup> US\$'000	Long-term incentive plans <sup>3</sup> US\$'000	Total US\$'000
Mr GAO Xiaoyu	-	1,536	32	1,674	403	3,645
Mr XU Jiqing <sup>4</sup>	140	-	41	-	-	181
Mr JIAO Jian	135	-	8	-	-	143
Mr LEUNG Cheuk Yan	140	-	-	-	-	140
Dr Peter William CASSIDY	150	-	4	-	-	154
Mr GUO Wenqing (Chairman)	-	-	-	-	-	-
Mr ZHANG Shuqiang	135	-	2	-	-	137
Mr Peter Ka Keung CHAN	159	-	-	-	-	159
	<b>859</b>	<b>1,536</b>	<b>87</b>	<b>1,674</b>	<b>403</b>	<b>4,559</b>

1. Other benefits include statutory superannuation, pension contributions and non-monetary benefits. Not all benefits apply to each executive; benefits are applied variably based on contractual obligations.

2. STI plans include at-risk, performance-linked remuneration, STI plans and discretionary bonuses.

The STI plan is an annual cash award determined by performance against Group financial and safety targets and individual performance. For operational roles, additional components include performance targets related to production rates, unit costs, and operational safety.

Participation in the at-risk incentive plans is offered to participants as a percentage of their fixed remuneration according to seniority and their ability to influence the performance of the Group. All employees on long-term employment contracts are eligible to participate in a STI plan. The incentive plans' provision for STIs was re-assessed at the reporting date.

3. LTI plans are performance-linked remuneration LTI plans, and most recently consist of the 2018, 2019 and 2020 LTIEP, which are Performance Awards Schemes vesting at the conclusion of a three year performance period. The vesting of LTI plans is conditional upon the achievement of certain performance conditions as set out in the respective letters of grant, including amongst others, achievement of financial, resources growth and market-related performance targets at the conclusion of the respective vesting period.

Participation in the at-risk incentive plans is offered to participants as a percentage of their fixed remuneration according to seniority and their ability to influence the performance of the Group. The LTI plans are limited to senior managers invited to participate by the Board. The incentive plans' provision for LTI plans was re-assessed at the reporting date. The values attributed to the LTI plans are estimated values based on an assessment of the likely outcomes for each LTI plans and may be adjusted based on the actual outcome. The values attributed to the LTI plans are subject to Board approval at end of the vesting period.

4. Resigned as the Executive General Manager – Commercial and was re-designated from an Executive Director to a Non-Executive Director of the Company on 1 January 2020. His interests in the 2017, 2018 and 2019 LTIEP lapsed on the same day.

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS CONTINUED

## (b) Five highest-paid individuals

The five individuals whose emoluments were the highest in the Group for the year include one Director (2020: one) whose emoluments are reflected in the analysis presented above and four (2020: four) senior executives whose remuneration by band are set out in the “Senior management remuneration by band” section in this Note.

Details of the emoluments payable to all five individuals during the year are as follows:

	2021 US\$'000	2020 US\$'000
Salaries and other short-term employee benefits	4,481	4,184
Short-term incentives and discretionary bonus	4,023	4,603
Long-term incentives	1,061	798
Post-employment benefits	115	109
	<b>9,680</b>	<b>9,694</b>

During the years ended 31 December 2021 and 2020, no emoluments were paid or payable by the Group to the Directors or any of the five highest-paid individuals as an inducement to join or upon joining the Group or as compensation for loss of office.

## (c) Senior management remuneration by band

The emoluments fell within the following bands:

	NUMBER OF INDIVIDUALS	
	2021	2020
HK\$8,500,001 - HK\$9,000,000 (US\$1,084,581 - US\$1,148,380)	1	1
HK\$9,000,001 - HK\$9,500,000 (US\$1,148,381-US\$1,212,180)	1	1
HK\$9,500,001 - HK\$10,000,000 (US\$1,212,181-US\$1,275,980)	1	-
HK\$10,000,001 - HK\$10,500,000 (US\$1,275,981-US\$1,339,780)	-	1
HK\$14,500,001 - HK\$15,000,000 (US\$1,850,181-US\$1,913,980)	1	-
HK\$19,500,001 - HK\$20,000,000 (US\$2,488,171-US\$2,551,960)	-	1
HK\$23,000,001 - HK\$23,500,000 (US\$2,934,761 - US\$2,998,560)	-	-
HK\$28,500,001 - HK\$29,000,000 (US\$3,636,551- US\$3,700,350)	-	1
HK\$33,500,001 - HK\$34,000,000 (US\$4,274,541 - US\$4,338,340)	1	-
	<b>5</b>	<b>5</b>

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS CONTINUED

## 35. LONG-TERM INCENTIVE EQUITY PLANS

### Share Option Scheme

Pursuant to share option scheme adopted at the extraordinary general meeting of the Company held on 26 March 2013 (2013 Share Option Scheme), options were granted to eligible participants under 2016 Options. At 31 December 2021, there were a total of 4,074,630 options outstanding granted under 2016 Options (2020: 11,192,385), of which 4,074,630 (2020: 11,192,385) were exercisable. The outstanding options represented approximately 0.05% (2020: 0.14%) of the total number of issued shares of the Company at that date.

During the year ended 31 December 2021, the movement in the number of options granted under the 2016 Share Option Scheme was as follows.

### 2016 Options

On 15 December 2016, the Company granted options to the eligible participants pursuant to the 2013 Share Option Scheme (2016 Options). There were 4,074,630 options outstanding at 31 December 2021, which represented approximately 0.05% of the total number of issued shares of the Company at 31 December 2021.

During the year ended 31 December 2021, the movements of the 2016 Options were as follows:

Category and name of participant	Date of grant <sup>1</sup>	Exercise price per share (HK\$)	Exercise period <sup>2,5</sup>	NUMBER OF OPTIONS				
				Balance at 1 January 2021	Granted during the year	Exercised during the year <sup>3</sup>	Lapsed during the year <sup>4</sup>	Balance at 31 December 2021
Employees of the Group	15 December 2016	2.29	4 years after date of vesting	11,192,385	-	(6,257,076)	(860,679)	4,074,630

1. The closing price of the shares of the Company immediately before the date on which the options were granted on 15 December 2016 was HK\$2.25 per share.

2. The vesting and performance period of the options is three years from 1 January 2016 to 31 December 2018, with 60% of vested options exercisable from 1 January 2019 and 40% of the vested options subject to a 12-month exercise deferral period, such options being exercisable after 1 January 2020. The vesting of options is conditional upon the achievement of certain performance conditions as set out in the respective letters of grant including, among others, achievement of resources growth and market-related performance targets during the vesting period. Options vest on a percentage basis based on the target performance level achieved. Achievement of the Company and individual performance conditions have resulted in 33.33% of the 2016 Options granted to participants vesting on 22 May 2019.

3. The weighted average closing price of the shares of the Company immediately before the date on which the options were exercised was HK\$4.68 per share.

4. Options lapsed due to cessation of employment.

5. No options were cancelled during the year.

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS CONTINUED

During the year ended 31 December 2020, the movements of the 2016 Options were as follows:

Category and name of participant	Date of grant <sup>1</sup>	Exercise price per share (HK\$)	Exercise period <sup>2,5</sup>	NUMBER OF OPTIONS				
				Balance at 1 January 2020	Granted during the year	Exercised during the year <sup>3</sup>	Lapsed during the year <sup>4</sup>	Balance at 31 December 2020
<b>Directors</b>								
XU Jiqing	15 December 2016	2.29	4 years after date of vesting	1,164,420	-	-	(1,164,420)	-
<b>Employees of the Group</b>	15 December 2016	2.29	4 years after date of vesting	24,628,806	-	(3,554,014)	(9,882,407)	11,192,385
<b>Total Group</b>				<b>25,793,226</b>	<b>-</b>	<b>(3,554,014)</b>	<b>(11,046,827)</b>	<b>11,192,385</b>

1. The closing price of the shares of the Company immediately before the date on which the options were granted on 15 December 2016 was HK\$2.25 per share.

2. The vesting and performance period of the options is three years from 1 January 2016 to 31 December 2018, with 60% of vested options exercisable from 1 January 2019 and 40% of the vested options subject to a 12-month exercise deferral period, such options being exercisable after 1 January 2020. The vesting of options is conditional upon the achievement of certain performance conditions as set out in the respective letters of grant including, among others, achievement of resources growth and market-related performance targets during the vesting period. Options vest on a percentage basis based on the target performance level achieved. Achievement of the Company and individual performance conditions have resulted in 33.33% of the 2016 Options granted to participants vesting on 22 May 2019.

3. The weighted average closing price of the shares of the Company immediately before the date on which the options were exercised was HK\$3.30 per share.

4. Options lapsed due to cessation of employment.

5. No options were cancelled during the year.

The estimated fair value of the options granted on 15 December 2016 was approximately US\$0.1371 each, estimated at the date of grant by using the Black-Scholes option-pricing model.

The value of the share options was subject to a number of assumptions and limitations of the option-pricing model, including a risk-free interest rate, option price volatility, expected life of the option, market price of the Company's shares and expected dividend. The risk-free interest rate was 1.89%; the expected volatility used in calculating the value of options was 40% and the expected dividend was assumed to be nil.

The validity period of the options is from the date of grant until seven years from 1 January 2016 to 31 December 2022. The vesting and performance period of the options is three years from 1 January 2016 to 31 December 2018. If a participant leaves employment before the expiry of the vesting period, the option will lapse unless the participant leaves due to certain specific reasons including ill-health, injury or disability, retirement with the agreement of the employer, redundancy, death, the participating employing company ceasing to be part of the Group and any other reason, if the Board so decides.

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS CONTINUED

## PERFORMANCE AWARDS (SHARES)

Pursuant to the performance awards granted under the Long-Term Incentive Equity Plan, performance awards were granted to eligible participants under 2018 Performance Awards, 2019 Performance Awards, 2020 Performance Awards and 2021 Performance Awards. At 31 December 2021, there were a total of 101,556,419 performance awards outstanding granted under the 2019, 2020 and 2021 Performance Awards, which represented approximately 1.18% of the total number of issued shares of the Company at that date.

### 2018 Performance Awards

On 29 June 2018, the Company granted performance awards to the eligible participants pursuant to the Long-Term Incentive Equity Plan (2018 Performance Awards). There were no performance awards outstanding at 31 December 2021.

During the year ended 31 December 2021, the movements of the 2018 Performance Awards were as follows:

Category and name of participant	Date of grant <sup>1</sup>	NUMBER OF PERFORMANCE AWARDS					Balance at 31 December 2021
		Balances at 1 January 2021	Granted during the year	Vested and exercised during the year	Cancelled during the year	Lapsed during the year <sup>2</sup>	
Employees of the Group	29 June 2018	7,002,799	-	(835,659)	-	(6,167,140)	-

1. The vesting and performance period of the performance awards is three years from 1 January 2018 to 31 December 2020. The vesting of performance awards is conditional upon the achievement of certain performance conditions as set out in the respective letters of grant including, among others, achievement of resources growth and market-related performance targets during the vesting period. Performance awards vest on a percentage basis based on the threshold and target performance levels achieved. Portions of the vested performance awards will be subject to holding locks for various periods of up to two years after vesting. The performance awards are granted for nil cash consideration. Achievement of the Company and individual performance conditions have resulted in 17% of the 2018 Performance Awards granted to participants vesting on 10 June 2021.

2. Performance awards lapsed due to cessation of employment and non-achievement of performance conditions during the vesting period.

During the year ended 31 December 2020, the movements of the 2018 Performance Awards were as follows:

Category and name of participant	Date of grant <sup>1</sup>	NUMBER OF PERFORMANCE AWARDS					Balance at 31 December 2020
		Balances at 1 January 2020	Granted during the year	Vested and exercised during the year	Cancelled during the year	Lapsed during the year <sup>3</sup>	
<b>Directors</b>							
XU Jiqing <sup>2</sup>	29 June 2018	705,833	-	-	-	(705,833)	-
Employees of the Group	29 June 2018	7,618,284	-	-	-	(615,485)	7,002,799
<b>Total</b>		<b>8,324,117</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>(1,321,318)</b>	<b>7,002,799</b>

1. The vesting and performance period of the performance awards is three years from 1 January 2018 to 31 December 2020. The vesting of performance awards is conditional upon the achievement of certain performance conditions as set out in the respective letters of grant including, among others, achievement of resources growth and market-related performance targets during the vesting period. Performance awards vest on a percentage basis based on the threshold and target performance levels achieved. Portions of the vested performance awards will be subject to holding locks for various periods of up to two years after vesting. The performance awards are granted for nil cash consideration.

2. On 1 January 2020, Mr Xu Jiqing resigned as the Executive General Manager - Commercial and was re-designated from an Executive Director to a Non-executive Director of the Company. His interests in the 705,833 performance awards lapsed on the same day.

3. Performance awards lapsed due to cessation of employment.

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS CONTINUED

The performance awards are granted for nil cash consideration. The vesting of the performance awards will be subject to the achievement by each participant of certain performance conditions, among other things, independently assessed measures of achievement of non-market based conditions such as resources growth and financial and market based conditions such as total shareholder return. Portions of the vested performance awards will be subject to holding locks for various periods of up to three years after vesting.

The estimated fair value of the performance awards granted on 29 June 2018 was approximately US\$0.6572 each, estimated at the date of grant by using Monte Carlo Simulations (for market based conditions) and reference to market price of the Company's shares at the date of grant.

The value of the performance awards was subject to a number of assumptions and limitations of the performance awards-pricing model, including a risk-free interest rate, price volatility, expected life of the performance awards, market price of the Company's shares and expected dividend. The risk-free interest rate was 1.34%; the expected volatility used in calculating the value of performance awards was 46.78% and the expected dividend was assumed to be nil.

## 2019 Performance Awards

On 3 May 2019, the Company granted performance awards to the eligible participants pursuant to the Long-Term Incentive Equity Plan (2019 Performance Awards). There were 17,400,963 performance awards outstanding at 31 December 2021, representing approximately 0.2% of the total number of issued shares of the Company at that date.

During the year ended 31 December 2021, the movements of the 2019 Performance Awards were as follows:

Category and name of participant	Date of grant <sup>1</sup>	NUMBER OF PERFORMANCE AWARDS					Balance at 31 December 2021
		Balances at 1 January 2021	Granted during the year	Vested and exercised during the year	Cancelled during the year	Lapsed during the year <sup>2</sup>	
<b>Directors</b>							
GAO Xiaoyu <sup>3</sup>	3 May 2019	5,604,754	-	-	-	-	5,604,754
<b>Employees of the Group</b>	3 May 2019	12,845,086	-	-	-	(1,048,877)	11,796,209
<b>Total</b>	3 May 2019	<b>18,449,840</b>	-	-	-	<b>(1,048,877)</b>	<b>17,400,963</b>

1. The vesting and performance period of the performance awards is three years from 1 January 2019 to 31 December 2021. The time of vesting will be on or around June 2022. The vesting of performance awards is conditional upon the achievement of certain performance conditions as set out in the respective letters of grant including, among others, achievement of resources growth and market-related performance targets during the vesting period. Performance awards vest on a percentage basis based on the threshold and target performance levels achieved. Portions of the vested performance awards will be subject to holding locks for various periods of up to two years after vesting. The performance awards are granted for nil cash consideration.

2. Performance awards lapsed due to cessation of employment.

3. Mr Gao Xiaoyu has resigned as the CEO and Executive Director of the Company and an Executive Director on 5 January 2022. His interests in the performance awards lapsed on the same day.

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS CONTINUED

During the year ended 31 December 2020, the movements of the 2019 Performance Awards were as follows:

Category and name of participant	Date of grant <sup>1</sup>	NUMBER OF PERFORMANCE AWARDS					Balance at 31 December 2020
		Balances at 1 January 2020	Granted during the year	Vested and exercised during the year	Cancelled during the year	Lapsed during the year <sup>2</sup>	
<b>Directors</b>							
GAO Xiaoyu	3 May 2019	5,604,754	-	-	-	-	5,604,754
XU Jiqing	3 May 2019	1,145,229	-	-	-	(1,145,229)	-
<b>Employees of the Group</b>	3 May 2019	14,449,696	-	-	-	(1,604,610)	12,845,086
<b>Total</b>		<b>21,199,679</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>(2,749,839)</b>	<b>18,449,840</b>

1. The vesting and performance period of the performance awards is three years from 1 January 2019 to 31 December 2021. The time of vesting will be on or around June 2022. The vesting of performance awards is conditional upon the achievement of certain performance conditions as set out in the respective letters of grant including, among others, achievement of resources growth and market-related performance targets during the vesting period. Performance awards vest on a percentage basis based on the threshold and target performance levels achieved. Portions of the vested performance awards will be subject to holding locks for various periods of up to two years after vesting. The performance awards are granted for nil cash consideration.

2. Performance awards lapsed due to cessation of employment.

The vesting of the performance awards will be subject to the achievement by each participant of certain performance conditions, among other things, independently assessed measures of achievement of non-market based conditions such as resources growth and financial and market based conditions such as total shareholder return. Portions of the vested performance awards will be subject to holding locks for various periods of up to three years after vesting.

The estimated fair value of the performance awards granted on 3 May 2019 was approximately US\$0.3766 each, estimated at the date of grant by using Monte Carlo Simulations (for market based conditions) and reference to market price of the Company's shares at the date of grant.

The value of the performance awards was subject to a number of assumptions and limitations of the performance awards-pricing model, including a risk-free interest rate, price volatility, expected life of the performance awards, market price of the Company's shares and expected dividend. The risk-free interest rate was 2.11%; the expected volatility used in calculating the value of performance awards was 63.75% and the expected dividend was assumed to be nil.

During the year ended 31 December 2021, the Group recognised a share award expense of approximately US\$0.4 million (2020: US\$0.2 million) in relation to the 2019 Performance Awards.

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS CONTINUED

## 2020 Performance Awards

On 29 April 2020, the Company granted performance awards to the eligible participants pursuant to the Long-Term Incentive Equity Plan (2020 Performance Awards). There were 63,573,192 performance awards outstanding at 31 December 2021, representing approximately 0.7% of the total number of issued shares of the Company at that date.

During the year ended 31 December 2021, the movements of the 2020 Performance Awards were as follows:

Category and name of participant	Date of grant <sup>1</sup>	NUMBER OF PERFORMANCE AWARDS					Balance at 31 December 2021
		Balances at 1 January 2021	Granted during the year	Vested and exercised during the year	Cancelled during the year	Lapsed during the year <sup>2</sup>	
<b>Directors</b>							
Gao Xiaoyu <sup>3</sup>	29 April 2020	12,130,042	-	-	-	-	12,130,042
Li Liangang <sup>4</sup>	29 April 2020	2,295,115	-	-	-	-	2,295,115
<b>Employees of the Group</b>	29 April 2020	55,145,298	-	-	-	(5,997,263)	49,148,035
<b>Total</b>		<b>69,570,455</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>(5,997,263)</b>	<b>63,573,192</b>

1. The vesting and performance period of the performance awards is three years from 1 January 2020 to 31 December 2022. The time of vesting will be on or around June 2023. The vesting of performance awards is conditional upon the achievement of certain performance conditions as set out in the respective letters of grant including, among others, achievement of resources growth, financial and market-related performance targets during the vesting period. Performance awards vest on a percentage basis based on the threshold and target performance levels achieved. Portions of the vested performance awards will be subject to holding locks for various periods of up to two years after vesting. The performance awards are granted for nil cash consideration.

2. Performance awards lapsed due to cessation of employment.

3. Mr Gao Xiaoyu has resigned as the CEO and Executive Director of the Company and an Executive Director on 5 January 2022. His interests in the performance awards lapsed on the same day.

4. Mr Li Liangang was appointed as the interim CEO and Executive Director of the Company and an Executive director on 5 January 2022. He was granted 2,295,115 performance awards on 29 April 2020.

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS CONTINUED

During the year ended 31 December 2020, the movements of the 2020 Performance Awards were as follows:

NUMBER OF PERFORMANCE AWARDS							
Category and name of participant	Date of grant <sup>1</sup>	Balances at 1 January 2020	Granted during the year	Vested and exercised during the year	Cancelled during the year	Lapsed during the year <sup>2</sup>	Balance at 31 December 2020
<b>Directors</b>							
Gao Xiaoyu	29 April 2020	-	12,130,042	-	-	-	12,130,042
<b>Employees of the Group</b>	29 April 2020	-	59,489,005	-	-	(2,048,592)	57,440,413
<b>Total</b>		-	<b>71,619,047</b>	-	-	<b>(2,048,592)</b>	<b>69,570,455</b>

1. The vesting and performance period of the performance awards is three years from 1 January 2020 to 31 December 2022. The time of vesting will be on or around June 2023. The vesting of performance awards is conditional upon the achievement of certain performance conditions as set out in the respective letters of grant including, among others, achievement of resources growth, financial and market-related performance targets during the vesting period. Performance awards vest on a percentage basis based on the threshold and target performance levels achieved. Portions of the vested performance awards will be subject to holding locks for various periods of up to two years after vesting. The performance awards are granted for nil cash consideration.

2. Performance awards lapsed due to cessation of employment.

The performance awards are granted for nil cash consideration. The vesting of the performance awards will be subject to the achievement by each participant of certain performance conditions, among other things, independently assessed measures of achievement of non-market based conditions such as resources growth and financial and market based conditions such as total shareholder return. Portions of the vested performance awards will be subject to holding locks for various periods of up to three years after vesting.

The estimated fair value of the performance awards granted on 29 April 2020 was approximately US\$0.1462 each, estimated at the date of grant by using Monte Carlo Simulations (for market based conditions) and reference to market price of the Company's shares at the date of grant.

The value of the performance awards was subject to a number of assumptions and limitations of the performance awards-pricing model, including a risk-free interest rate, price volatility, expected life of the performance awards, market price of the Company's shares and expected dividend. The risk-free interest rate was 0.80%; the expected volatility used in calculating the value of performance awards was 60.29% and the expected dividend was assumed to be nil.

During the year ended 31 December 2021, the Group recognised a share award expense of approximately US\$0.1 million (2020: US\$0.9 million) in relation to the 2020 Performance Awards.

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS CONTINUED

## 2021 Performance Awards

On 21 June 2021, the Company granted performance awards to the eligible participants pursuant to the Long-Term Incentive Equity Plan (2021 Performance Awards). There were 20,582,264 performance awards outstanding at 31 December 2021, representing approximately 0.24% of the total number of issued shares of the Company at that date.

During the year ended 31 December 2021, the movements of the 2021 Performance Awards were as follows:

NUMBER OF PERFORMANCE AWARDS							
Category and name of participant	Date of grant <sup>1</sup>	Balances at 1 January 2021	Granted during the year	Vested and exercised during the year	Cancelled during the year	Lapsed during the year <sup>2</sup>	Balance at 31 December 2021
<b>Directors</b>							
Gao Xiaoyu <sup>3</sup>	21 June 2021	-	4,019,967	-	-	-	4,019,967
Li Liangang <sup>4</sup>	21 June 2021	-	760,615	-	-	-	760,615
<b>Employees of the Group</b>	21 June 2021	-	16,526,199	-	-	(724,517)	15,801,682
<b>Total</b>		-	<b>21,306,781</b>	-	-	<b>(724,517)</b>	<b>20,582,264</b>

1. The vesting and performance period of the performance awards is three years from 1 January 2021 to 31 December 2023. The time of vesting will be on or around June 2024. The vesting of performance awards is conditional upon the achievement of certain performance conditions as set out in the respective letters of grant including, among others, achievement of resources growth, financial and market-related performance targets during the vesting period. Performance awards vest on a percentage basis based on the threshold and target performance levels achieved. Portions of the vested performance awards will be subject to holding locks for various periods of up to two years after vesting. The performance awards are granted for nil cash consideration.

2. Performance awards lapsed due to cessation of employment.

3. Mr Gao Xiaoyu has resigned as the CEO and Executive Director of the Company and an Executive Director on 5 January 2022. His interests in the performance awards lapsed on the same day.

4. Mr Li Liangang was appointed as the interim CEO and Executive Director of the Company and an Executive director on 5 January 2022. He was granted 760,615 performance awards on 21 June 2021.

The performance awards are granted for nil cash consideration. The vesting of the performance awards will be subject to the achievement by each participant of certain performance conditions, among other things, independently assessed measures of achievement of non-market based conditions such as resources growth and financial and market based conditions such as total shareholder return. Portions of the vested performance awards will be subject to holding locks for various periods of up to three years after vesting.

The estimated fair value of the performance awards granted on 21 June 2021 was approximately US\$0.3928 each, estimated at the date of grant by using Monte Carlo Simulations (for market based conditions) and reference to market price of the Company's shares at the date of grant.

The value of the performance awards was subject to a number of assumptions and limitations of the performance awards-pricing model, including a risk-free interest rate, price volatility, expected life of the performance awards, market price of the Company's shares and expected dividend. The risk-free interest rate was 0.80%; the expected volatility used in calculating the value of performance awards was 60.29% and the expected dividend was assumed to be nil.

During the year ended 31 December 2021, the Group recognised a share award expense of approximately US\$2.2 million in relation to the 2021 Performance Awards.

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS CONTINUED

## 36. COMMITMENTS

### Capital commitments

Commitments for capital expenditure contracted for at the reporting date but not recognised as liabilities, are set out in the table below:

	2021 US\$ MILLION	2020 US\$ MILLION
<b>Property, plant and equipment</b>		
Within one year	100.9	121.5
Over one year but not more than five years	34.4	25.0
	<b>135.3</b>	<b>146.5</b>
<b>Aggregate</b>	<b>2021 US\$ MILLION</b>	<b>2020 US\$ MILLION</b>
<b>Property, plant and equipment and intangible assets</b>		
Contracted but not provided for	135.3	146.5

## 37. CONTINGENT LIABILITIES

### Bank guarantees

Certain bank guarantees have been provided in connection with the operations of certain subsidiaries of the Company primarily associated with the terms of mining leases, mining concessions, exploration licences or key contracting arrangements. At the end of the reporting period, no material claims have been made under these guarantees. The amount of these guarantees may vary from time to time depending upon the requirements of the relevant regulatory authorities.

At 31 December 2021, these guarantees amounted to US\$291.5 million (2020: US\$417.7 million). The Group has an A\$100.0 million guarantee (approximately US\$72.5 million) which decreased during the year from A\$230.0 million (approximately US\$176.7 million), revolving bank guarantee facility with BOC Sydney ("BG Facility"), which is guaranteed by CMN. The Company has entered into a counter-indemnity agreement in favour of CMN for the maximum principal amount outstanding under the BG Facility.

As at 31 December 2021, the bank guarantee that the Group was maintaining subsequent to the sale of Century mine in 2017 had been reduced to nil as New Century undertook an equity raise and replaced the bank guarantee which the Group provided by cash backing or other external insurance providers (Note 29).

### Contingent Liabilities - tax related contingencies

The Group has operations in multiple countries, each with its own taxation regime. The nature of the Group's activities requires it to comply with various taxation obligations including corporation tax, royalties, withholding taxes, transfer pricing

arrangements with related parties, resource and production-based taxes, environmental taxes and employment related taxes. Application of tax laws and interpretation of tax laws may require judgement to assess risk and estimate outcomes, particularly in relation to the application of income taxes and withholding tax to the Group's cross-border operations and transactions. The evaluation of tax risks considers both assessments received and potential sources of challenge from tax authorities. Additionally, the Group is currently subject to a range of audits and reviews by taxation authorities in Australia, Peru, Zambia and the DRC. No disclosure of an estimate of financial effect of the subject matter has been made in the consolidated financial statements as, in the opinion of the management, such disclosure may seriously prejudice the position of the Group in dealing with these matters.

Tax matters with uncertain outcomes arise in the normal course of business and occur due to changes in tax law, changes in interpretation of tax law, periodic challenges and disagreements with tax authorities, and legal proceedings. The status of proceedings for such uncertain tax matters will impact the ability to determine the potential exposure, and in some cases, it may not be possible to determine a range of possible outcomes, including timing of resolution or determining a reliable estimate of the potential exposure.

### Peru – Withholding Taxes (2014/15/16)

Included within such uncertain tax matters are audits of the 2014, 2015 and 2016 tax years for MLB in relation to withholding taxes on fees paid under certain loans, which were provided to MLB pursuant to facility agreements entered into among MLB and a consortium of Chinese banks in connection with

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS CONTINUED

the acquisition of the Las Bambas mine in 2014. MLB received assessment notices from the Peruvian tax authority (National Superintendence of Tax Administration of Peru or “SUNAT”), which advised that, in its opinion, MLB and the Chinese banks are related parties and thus a 30% withholding tax rate ought to be imposed rather than the 4.99% applied. The assessments of omitted tax plus penalties and interest until the estimate date of Peru Tax Court resolution are PEN224.3 million (approximately US\$58.3 million), PEN613.6 million (approximately US\$159.4 million) and PEN767.5 million (approximately US\$199.3 million) for 2014, 2015 and 2016 tax years respectively.

In relation to these assessments, having received external legal and tax advice, the Group has formed the view that the Company and its controlled entities are not related parties to Chinese banks under Peruvian tax law. MLB notes that the Peruvian tax law was amended to apply from October 2017 onwards to provide expressly that parties are not related by being under state ownership for the purposes of withholding taxes. MLB has appealed the assessments. SUNAT could bring a similar challenge regarding the rate of withholding tax applied by MLB for the part of the 2017 tax year before the amendment to the Peruvian tax law. Where MLB is not successful in rebutting or appealing such challenge(s), this could result in significant additional tax liabilities.

## Peru – VAT refund claims (2011/12)

Included as an uncertain tax matter is the decision from the Peru Tax Court in relation to SUNAT’s audit of MLB’s VAT refund claims in the 2011 and 2012 years. SUNAT conducted an audit of MLB’s tax affairs of the 2011 and 2012 financial years and challenged certain VAT matters. SUNAT disallowed MLB’s claim, despite MLB providing a substantial amount of documentary evidence to support its position during and after the audit, which MLB is of the opinion it is entitled to do, pursuant to Peruvian law.

For the year ended 31 December 2021, SUNAT collected PEN 685.0 million (approximately US\$171.0 million) from MLB bank account in respect of VAT, penalties and interest. Based on the latest legal advice, there is a high probability of a positive outcome in the judiciary. Hence, the Group recognised the deducted amount as a “non-current receivable” from SUNAT.

The Group continues to proactively cooperate with the relevant taxation authorities and to actively manage these audits and reviews. Where appropriate, the Group has filed appeals with either the relevant tax authority or the relevant tax court. For all such open tax matters that the Group presently has, any ultimate obligation would depend on future resolution of the matters and currently, where applicable, provisions have been raised to recognise potential liabilities.

## Contingent Liabilities - other contingencies

In 2019, MCK filed a claim against MMG Kinsevere SARL (“MMG Kinsevere”), a subsidiary of the Group, to compensate MCK for losses allegedly suffered as a result of Kinsevere’s decision to not renew or extend the mining services contract with its associate entity MCK Trucks (then known as NB Mining SA) in 2018 on the basis that MCK was entitled to a “life of mine” agreement with Kinsevere. Court proceedings continued between MMG Kinsevere and MCK in the DRC. MCK also obtained freezing orders in February 2020 over certain assets of Kinsevere, which have been partly enforced over US\$15.0 million cash held in bank accounts in the DRC. A settlement in this matter was agreed in December 2021. Subsequent to such settlement, in January 2022 the DRC Commercial Court ordered the release of the frozen cash funds in DRC bank accounts. Partial settlement amount has been paid while remaining has been recognised as a provision pending satisfaction of all conditions precedent to the settlement agreement (refer Note 27).

## 38. EVENTS AFTER THE END OF THE REPORTING PERIOD

Other than the matters outlined below, there have been no matters that have occurred subsequent to the reporting date, which have significantly affected, or may significantly affect, the Group’s operations, results or state of affairs in future years.

- The Board has approved the progression of KEP. This reduces the impairment risk for Kinsevere as noted in the sensitivity section of Note 12.

## 39. RE-CLASSIFICATION

Certain amounts and disclosures in the prior period consolidated financial statements have been reclassified to conform to the presentation of the current period consolidated financial statements. These reclassifications had no effect on the previously reported total comprehensive loss for the year.

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS CONTINUED

## 40. COMPANY STATEMENT OF FINANCIAL POSITION, RESERVES AND ACCUMULATED LOSSES

### (a) Company Statement of Financial Position

	NOTE	AT 31 DECEMBER	
		2021 US\$ MILLION	2020 US\$ MILLION
<b>ASSETS</b>			
<b>Non-current assets</b>			
Loans to subsidiaries		140.9	-
Interests in subsidiaries		2,487.4	2,487.4
		2,628.3	2,487.4
<b>Current assets</b>			
Other receivables		2.8	4.4
Cash and cash equivalents		2.4	6.2
		5.2	10.6
<b>Total assets</b>		<b>2,633.5</b>	<b>2,498.0</b>
<b>EQUITY</b>			
Share capital		3,220.3	2,917.6
Reserves and accumulated losses	(b)	(595.2)	(1,376.7)
<b>Total equity</b>		<b>2,625.1</b>	<b>1,540.9</b>
<b>LIABILITIES</b>			
<b>Non-current liabilities</b>			
Loans from subsidiaries		-	952.0
<b>Current liabilities</b>			
Lease liabilities		-	-
Borrowings		5.0	5.0
Other payables		0.1	0.1
Loans from subsidiaries		3.3	-
		8.4	5.1
<b>Total liabilities</b>		<b>8.4</b>	<b>957.1</b>
<b>Net current (liabilities)/assets</b>		<b>(3.2)</b>	<b>5.5</b>
<b>Total equity and liabilities</b>		<b>2,633.5</b>	<b>2,498.0</b>



LI LIANGANG  
Interim CEO and Executive Director



XU JIQING  
Non-executive Director

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS CONTINUED

## (b) Company reserves and accumulated losses

US\$ MILLION	Special capital reserve	Share-based payment reserve	Accumulated losses	Total
At 1 January 2020	9.4	16.4	(1,371.9)	(1,346.1)
Loss and total comprehensive loss for the year	-	-	(25.9)	(25.9)
Employee long-term incentives	-	(0.5)	-	(0.5)
Employee share options exercised and vested	-	(4.2)	-	(4.2)
Employee share options lapsed	-	(2.1)	2.1	-
At 31 December 2020	9.4	9.6	(1,395.7)	(1,376.7)
Profit and total comprehensive income for the year	-	-	782.1	782.1
Employee long-term incentives	-	1.0	-	1.0
Employee share options exercised and vested	-	(1.6)	-	(1.6)
Employee share options lapsed	-	(0.1)	0.1	-
At 31 December 2021	9.4	8.9	(613.5)	(595.2)

# FIVE-YEAR FINANCIAL SUMMARY

US\$ MILLION	2021	2020	2019 <sup>1</sup>	2018	2017
<b>Results – the Group</b>					
Revenue	4,255.0	3,033.7	3,011.6	3,670.2	3,751.3
<b>EBITDA</b>	<b>2,725.4</b>	<b>1,379.7</b>	<b>1,461.5</b>	<b>1,751.2</b>	<b>2,090.8</b>
<b>EBIT</b>	<b>1,827.4</b>	<b>451.9</b>	<b>341.9</b>	<b>833.1</b>	<b>1,272.2</b>
Finance income	5.4	1.9	11.2	6.8	6.0
Finance costs	(329.0)	(401.4)	(523.1)	(533.7)	(537.6)
<b>Profit/(loss) before income tax</b>	<b>1,503.8</b>	<b>52.4</b>	<b>(170.0)</b>	<b>306.2</b>	<b>740.6</b>
Income tax expense	(583.3)	(46.8)	(25.3)	(169.6)	(394.5)
<b>Profit/(loss) for the year</b>	<b>920.5</b>	<b>5.6</b>	<b>(195.3)</b>	<b>136.6</b>	<b>346.1</b>
<b>Attributable to:</b>					
Equity holders of the Company	667.1	(64.7)	(230.4)	68.3	147.1
Non-controlling interests	253.4	70.3	35.1	69.1	201.3
	<b>920.5</b>	<b>5.6</b>	<b>(195.3)</b>	<b>137.4</b>	<b>348.4</b>

1. The Group adopted the new HKFRS 16 Leases on 1 January 2019, as such the prior period information presented is not comparable.

A summary of the Group results that relate to current operations involving the exploration for, and development of mining projects, is presented below.

US\$ MILLION	2021	2020	2019	2018	2017
<b>Results – current operations</b>					
<b>EBIT</b>	<b>1,827.4</b>	<b>451.9</b>	<b>341.9</b>	<b>833.1</b>	<b>1,272.2</b>
Significant non-recurring items	-	-	150.0	-	(178.6)
<b>Underlying EBIT<sup>1</sup></b>	<b>1,827.4</b>	<b>451.9</b>	<b>491.9</b>	<b>833.1</b>	<b>1,093.6</b>

1. Underlying EBIT represents EBIT adjusted for significant non-recurring items (before tax).

During the year ended 31 December 2019, the underlying loss attributable to equity holders of the Company excludes non-recurring item relating to the impairment of Kinsevere assets of US\$105.0 million (post-tax).

During the year ended 31 December 2017, the underlying gain attributable to equity holders of the Company excludes non-recurring item relating to the disposal of subsidiaries gain of US\$9.7 million (post-tax).

# FIVE-YEAR FINANCIAL SUMMARY CONTINUED

US\$ MILLION	2021	2020	2019	2018	2017
<b>Assets and liabilities – the Group</b>					
Property, plant and equipment	9,763.1	10,075.9	10,394.2	10,897.7	11,982.1
Right-of-use assets	104.6	122.8	140.6	-	-
Intangible assets	537.3	546.5	567.5	596.0	622.3
Inventories	682.9	492.7	488.6	279.7	348.0
Trade and other receivables	399.4	601.4	571.9	644.4	506.6
Loan to a related party	-	-	-	-	120.0
Cash and cash equivalents	1,255.3	192.7	217.5	601.9	936.1
Other financial assets	1.8	1.7	3.1	3.3	17.8
Derivative financial assets	32.7	-	-	-	0.5
Current income tax assets	62.3	25.7	101.3	54.3	55.7
Deferred income tax assets	184.7	238.6	180.4	178.1	200.5
<b>Total assets</b>	<b>13,024.1</b>	<b>12,298.0</b>	<b>12,665.1</b>	<b>13,255.4</b>	<b>14,789.6</b>
Capital and reserves attributable to equity holders of the Company	1,930.5	936.4	1,012.2	1,257.1	1,211.4
Non-controlling interests	1,997.5	1,733.3	1,665.7	1,639.2	1,760.4
<b>Total equity</b>	<b>3,928.0</b>	<b>2,669.7</b>	<b>2,677.9</b>	<b>2,896.3</b>	<b>2,971.8</b>
Borrowings	6,298.1	7,179.5	7,628.3	8,131.4	9,192.5
Lease liabilities	131.1	148.7	160.8	-	-
Trade and other payables	615.8	582.4	591.3	508.1	730.1
Derivative financial liabilities	4.9	40.0	-	-	-
Other financial liabilities	-	145.4	135.7	136.6	160.3
Current income tax liabilities	277.6	22.7	2.4	18.8	15.2
Provisions	749.8	644.4	588.7	630.8	856.7
Deferred income tax liabilities	1,018.8	865.2	880.0	933.4	863.0
<b>Total liabilities</b>	<b>9,096.1</b>	<b>9,628.3</b>	<b>9,987.2</b>	<b>10,359.1</b>	<b>11,817.8</b>
<b>Total equity and liabilities</b>	<b>13,024.1</b>	<b>12,298.0</b>	<b>12,665.1</b>	<b>13,255.4</b>	<b>14,789.6</b>

# GLOSSARY

AGM	annual general meeting of the Company
Album Enterprises	Album Enterprises Limited, a wholly owned subsidiary of CMN
Album Trading	Album Trading Co., Ltd., a wholly owned subsidiary of CMC
associate(s)	has the meaning ascribed to it under the Listing Rules
Australia	The Commonwealth of Australia
Board	the board of directors of the Company
Board Charter	the board charter of the Company
BOC Sydney	Bank of China Limited, Sydney Branch
CDB	China Development Bank
CEO	Chief Executive Officer
CFO	Chief Financial Officer
China	has the same meaning as PRC
CITIC	CITIC Metal Peru Investment Limited
CMC	China Minmetals Corporation, a state-owned enterprise incorporated under the laws of the PRC
CMC Group	CMC and its subsidiaries
CMCL	China Minmetals Corporation Limited, a subsidiary of CMC
CMN	China Minmetals Non-ferrous Metals Company Limited, a subsidiary of CMC
CMNH	China Minmetals Non-ferrous Metals Holding Company Limited, a subsidiary of CMC
Companies Ordinance	the Companies Ordinance (Chapter 622 of the Laws of Hong Kong)
Company	MMG Limited, a company incorporated in Hong Kong, the securities of which are listed and traded on the Main Board of the Stock Exchange
Director(s)	the director(s) of the Company
Executive Committee	the executive committee of the Group, which consists of all Executive Directors of the Company, Chief Executive Officer/Interim Chief Executive Officer, Chief Financial Officer, Executive General Manager – Corporate Relations, Executive General Manager – Americas and Executive General Manager – Australia, Africa and Commercial
EXIM Bank	The Export-Import Bank of China
Group	the Company and its subsidiaries
HK\$	Hong Kong dollar, the lawful currency of Hong Kong
HKFRS	Hong Kong Financial Reporting Standards, which include all applicable individual Hong Kong Financial Reporting Standards, Hong Kong Accounting Standards (HKAS) and interpretations issued by the Hong Kong Institute of Certified Public Accountants (HKICPA)
Hong Kong	the Hong Kong Special Administrative Region of the People's Republic of China
Hong Kong Stock Exchange	(please refer to the definition of 'Stock Exchange')
ICBC	Industrial and Commercial Bank of China Limited
ICBC Luxembourg	Industrial and Commercial Bank of China Limited, Luxembourg Branch
ICBC Macau	Industrial and Commercial Bank of China Limited, Macau Branch
Las Bambas Joint Venture Group	MMG South America Management Company Limited (also referred to as MMG SAM), and its subsidiaries
Las Bambas Project	the development, construction and operation of the copper mines, processing facilities and associated infrastructure at the Las Bambas copper project located in the Apurimac region in Peru, together with all activities and infrastructure associated with the transportation and export of products from such mines
Listing Rules	the Rules Governing the Listing of Securities on the Stock Exchange

# GLOSSARY CONTINUED

LME	London Metal Exchange
MCC19	China 19th Metallurgical Corporation Sucursal Peru, a wholly owned subsidiary of CMC
Minerals and Metals Group	the collective brand name of the portfolio of international mining assets held by Album Resources Private Limited, a wholly owned subsidiary of the Company
Minmetals HK	China Minmetals H.K. (Holdings) Limited, an indirectly owned subsidiary of CMC
Minmetals Logistics	Minmetals Logistics Group Co., Ltd, a wholly owned subsidiary of CMC
Minmetals North-Europe	Minmetals North-Europe AB, a wholly owned subsidiary of CMC
MLB	Minera Las Bambas S.A., a non-wholly owned subsidiary of MMG and the owner of the Las Bambas mine
MMG or MMG Limited	has the same meaning as the Company
MMG Australia	MMG Australia Limited, a wholly owned subsidiary of the Company
MMG Dugald River	MMG Dugald River Pty Ltd, a wholly owned subsidiary of the Company
MMG Finance	MMG Finance Limited, a wholly owned subsidiary of the Company
MMG SA	MMG South America Company Limited, a wholly owned subsidiary of the Company
MMG SAM	MMG South America Management Company Limited, a non-wholly owned subsidiary of the Company
Model Code	Model Code for Securities Transactions by Directors of Listed Issuers as set out in Appendix 10 of the Listing Rules
PRC	the People's Republic of China excluding, for the purpose of this document only, Hong Kong, the Macao Special Administrative Region of the People's Republic of China and Taiwan, unless the context requires otherwise
Placee(s)	professional, institutional or other investors whom the Placing Agents procure to purchase any Placing Shares pursuant to their obligations under the Placing Agreement
Placing	the placement of the Placing Shares to the Placee(s) at the placing price of HK\$4.15 per Placing Share pursuant to the Placing Agreement
Placing Agents	Credit Suisse (Hong Kong) Limited, CLSA Limited and BOCI Asia Limited
Placing Agreement	the placing agreement dated 1 June 2021 between the Company and the Placing Agents in respect of the Placing
Placing Share(s)	565,000,000 new Shares, representing approximately 6.54% of the issued share capital of the Company as enlarged by the Placing
SFO	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)
Share(s)	fully paid ordinary share(s) of the Company
Shareholder(s)	the shareholder(s) of the Company
SHEC	Safety, Health, Environment and Community
Stock Exchange	The Stock Exchange of Hong Kong Limited
Top Create	Top Create Resources Limited, a wholly owned subsidiary of CMN
US\$	United States dollar, the lawful currency of the United States of America
VAT	value added tax

# CORPORATE INFORMATION

## BOARD OF DIRECTORS

### Chairman

JIAO Jian  
(Non-executive Director)

### Executive Director

LI Liangang  
(Interim Chief Executive Officer)

### Non-executive Directors

ZHANG Shuqiang  
XU Jiqing

### Independent Non-executive Directors

Peter CASSIDY  
LEUNG Cheuk Yan  
CHAN Ka Keung, Peter

## AUDIT AND RISK MANAGEMENT COMMITTEE

### Chairman

CHAN Ka Keung, Peter

### Members

ZHANG Shuqiang  
XU Jiqing  
Peter CASSIDY  
LEUNG Cheuk Yan

## GOVERNANCE, REMUNERATION AND NOMINATION COMMITTEE

### Chairman

Peter CASSIDY

### Members

JIAO Jian  
XU Jiqing  
LEUNG Cheuk Yan  
CHAN Ka Keung, Peter

## DISCLOSURE COMMITTEE

### Members

LI Liangang  
Ross CARROLL  
Troy HEY  
Nick MYERS  
LEUNG Suet Kam, Lucia

## GENERAL COUNSEL

Nick MYERS

## COMPANY SECRETARY

LEUNG Suet Kam, Lucia

## LEGAL ADVISER

Linklaters, Hong Kong

## AUDITOR

Deloitte Touche Tohmatsu  
*Certified Public Accountants*

## SHARE REGISTRAR

Computershare Hong Kong Investor  
Services Limited  
17th Floor  
Hopewell Centre  
183 Queen's Road East  
Wanchai  
Hong Kong

## PRINCIPAL BANKERS

China Development Bank  
Industrial and Commercial Bank  
of China Limited  
Bank of China Limited  
The Export-Import Bank of China  
Bank of America Merrill Lynch Limited  
Australia and New Zealand Banking  
Group Limited  
Banco Bilbao Vizcaya Argentaria, S.A.

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## CORPORATE OFFICES AND PRINCIPAL PLACE OF BUSINESS

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## SHARE LISTING

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Stock Code: 1208

## ADDITIONAL SHAREHOLDER INFORMATION

The Chinese version of the Annual  
Report is prepared based on the  
English version. If there is any  
inconsistency between the English  
and Chinese versions of this Annual  
Report, the English text shall prevail to  
the extent of the inconsistency.

