



# CNNC International Limited 中核國際有限公司

(Incorporated in the Cayman Islands with limited liability)

(於開曼群島註冊成立之有限公司)

Stock Code 股份代號 : 2302



2021 INTERIM REPORT 中期報告

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## CNNC INTERNATIONAL LIMITED

(the "Company" together with its subsidiaries is referred to as the "Group")

(Incorporated in the Cayman Islands with limited liability)

### BOARD OF DIRECTORS

#### Chairman and Non-Executive Director

Zhong Jie

#### Chief Executive Officer and Executive Director

Zhang Yi

#### Non-Executive Director

Wu Ge

#### Independent Non-Executive Directors

Cui Ligu

Zhang Lei

Chan Yee Hoi

### AUDIT COMMITTEE

Chan Yee Hoi (*Chairman*)

Wu Ge

Cui Ligu

Zhang Lei

### REMUNERATION COMMITTEE

Cui Ligu (*Chairman*)

Zhang Yi

Wu Ge

Zhang Lei

Chan Yee Hoi

### NOMINATION COMMITTEE

Zhong Jie (*Chairman*)

Zhang Yi

Cui Ligu

Zhang Lei

Chan Yee Hoi

### COMPANY SECRETARY

Li Philip Sau Yan

### STOCK CODE

2302

## 中核國際有限公司

(「本公司」及其附屬公司統稱「本集團」)

(於開曼群島註冊成立之有限公司)

### 董事局

#### 主席暨非執行董事

鐘杰

#### 行政總裁暨執行董事

張義

#### 非執行董事

吳戈

#### 獨立非執行董事

崔利國

張雷

陳以海

### 審核委員會

陳以海 (*主席*)

吳戈

崔利國

張雷

### 薪酬委員會

崔利國 (*主席*)

張義

吳戈

張雷

陳以海

### 提名委員會

鐘杰 (*主席*)

張義

崔利國

張雷

陳以海

### 公司秘書

李守仁

### 股份代號

2302

## RESULTS

For the six months ended 30th June, 2021 (the "Period"), the Group has recorded a significant decrease in revenue and gross profit of approximately 92% and 88% respectively, to approximately HK\$94,591,000 and HK\$1,635,000 respectively (the corresponding period last year ("2020 Period") (Revenue): approximately HK\$1,224,963,000; (Gross Profit): approximately HK\$13,250,000) over the 2020 Period. The significant reduction is mainly due to the fact that (i) the Group has not concluded any supply chain business and (ii) there has also been a significant reduction in revenue for the uranium products trading business due to market fluctuation, during the Period. Despite the Group has recorded a significant decrease in revenue and gross profit, a decrease in net loss for the Period to approximately HK\$157,000 (2020 Period: loss of approximately HK\$3,758,000) was recorded, mainly due to, as compared to the 2020 Period, (i) an increase in the share of result of an associate of approximately HK\$6,031,000; and (ii) a decrease of expenses as detailed below in the sub-section headed "Operations".

## MARKET AND BUSINESS OVERVIEW

As disclosed in the announcements of the Company dated 6th July, 2020, 31st March and 29th July, 2021, the global pandemic ("Pandemic") had led to, among other things, weaker demand, deteriorating credits, economic slowdown and various limitations, such as movement of people and goods and work resumptions, which had material adverse effects to the Group's supply chain business. Considering the financial benefits from the supply chain business had been decreasing, whilst the financial risks had been increasing, and the adverse impacts of the Pandemic were expected to continue in the near future, the management had decided to reduce the scale of its supply chain business since mid-year of 2020, and focus more on the uranium products trading business, and to actively seek high-quality uranium resources projects to complement the development of its parent group, as well as to leverage on the strengths of the parent group in the field of nuclear energy. To this end, the Group has continued to be engaged in the discussion with the Mongolian Authority to resolve the expiry issue of the exploration licenses of the Group's investment in its uranium resources project in Mongolia. For further information, please refer to the announcements of the Company dated 9th January, 3rd February, 17th March, 28th April, 4th and 22nd May, 5th June, 6th July, 12th October and 13th November, 2020, and 31st March, 2021 of the Company.

## 業績

截至二零二一年六月三十日止六個月（「回顧期」），本集團錄得業務收入及毛利分別約港幣94,591,000元及港幣1,635,000元（去年同期（「二零二零年同期」）：（收入）約港幣1,224,963,000元；（毛利）約港幣13,250,000元），相比二零二零年同期分別大幅下降約92%及88%。大幅下降乃主要由於回顧期內(i)本集團並無完成任何供應鏈業務及(ii)由於市場波動，鈾產品貿易業務亦錄得收入大幅減少。儘管本集團錄得收入及毛利大幅減少，於回顧期的淨虧損減少至約港幣157,000元（二零二零年同期：虧損約港幣3,758,000元），乃主要由於與二零二零年同期相比，(i)應佔聯營公司業績增加約港幣6,031,000元；及(ii)開支減少，詳情載於下文「經營業務」分節。

## 市場及業務回顧

誠如本公司日期為二零二零年七月六日、二零二一年三月三十一日及七月二十九日之公告所披露，全球大流行病（「疫情」）導致（其中包括）需求減弱、信貸惡化、經濟放緩以及各種限制，例如人員和貨物流動以及復工進度，對本集團的供應鏈業務產生了重大不利影響。考慮到供應鏈業務的財務效益在下降，財務風險在加大，大流行病的不利影響預期持續，管理層決定從二零二零年年中開始縮小供應鏈業務的規模，更多地關注鈾產品業務，並積極尋求高品質的鈾資源項目，以補充其母公司集團的發展，並發揮母公司集團在核能領域的優勢。為此，本集團繼續參與與蒙古當局討論解決本集團在蒙古投資鈾資源項目的勘探許可證到期問題。更多資料請參閱本公司日期為二零二零年一月九日、二月三日、三月十七日、四月二十八日、五月四日及二十二日、六月五日、七月六日、十月十二日及十一月十三日以及二零二一年三月三十一日的公告。

During the Period, the Group has continued its business of trading of uranium products in its normal and usual course of business, but has not concluded any supply chain business after having assessed the supply chain business prospects and the strategy of the Group. The Group would cease the supply chain business, other than for the purposes of dealing with the impaired inventory, to the extent practicable.

## OPERATIONS

During the Period, the Group recorded a "Revenue" and "Cost of sales" of approximately HK\$94,591,000 (2020 Period: approximately HK\$1,224,963,000) and approximately HK\$92,956,000 (2020 Period: approximately HK\$1,211,713,000) respectively, a decrease of approximately 92% for both "Revenue" and "Cost of sales", which resulted in a "Gross profit" of approximately HK\$1,635,000 (2020 Period: approximately HK\$13,250,000), a decrease of approximately 88% over the 2020 Period. The significant decrease is due to the fact that (i) the Group has not concluded any supply chain business and (ii) there has also been a significant reduction in revenue for the uranium products trading business due to market fluctuation during the Period (Revenue and gross profit from the supply chain business and the uranium products trading business in the 2020 Period: approximately HK\$844,073,000 and HK\$380,890,000 respectively; and approximately HK\$9,250,000 and HK\$4,000,000 respectively).

During the Period, "Other income and gains" of approximately HK\$1,591,000 (2020 Period: approximately HK\$1,245,000) were mainly from interest income, an increase of approximately 28% over the 2020 Period. "Net exchange gains (losses)" of gains of approximately HK\$63,000 (2020 Period: loss of approximately HK\$1,505,000) were mainly due to the appreciation of assets denominated in the US\$ during the Period.

"Selling and distribution expenses" has decreased by approximately 60% to approximately HK\$850,000 (2020 Period: approximately HK\$2,124,000) due to decrease in Revenue and hence decrease in transportation costs.

"Administrative expenses" amounted to approximately HK\$10,901,000 (2020 Period: approximately HK\$9,121,000), which has increased by approximately 20%, as the Group had incurred additional professional fees for the independent review on the causes of the impairment loss of inventory of approximately HK\$52,409,000 (the "Impairment") for the financial year ended 31st December 2020 ("2020 Year") and the internal control issues (if any) ("Review") and legal services in relation to the Impairment during the Period.

於回顧期，本集團繼續開展鈾產品業務，但在評估本集團的供應鏈業務前景和策略後，尚未完成任何供應鏈業務。本集團會停止供應鏈業務而在可行的範圍內處理減值庫存。

## 經營業務

於回顧期內，本集團錄得「收入」及「銷售成本」分別為約港幣94,591,000元（二零二零年同期：約港幣1,224,963,000元）及約港幣92,956,000元（二零二零年同期：約港幣1,211,713,000元），「收入」及「銷售成本」均下跌約92%，產生「毛利」約港幣1,635,000元（二零二零年同期：約港幣13,250,000元），比二零二零年同期下跌約88%。大幅減少乃由於(i)本集團未完成任何供應鏈業務及(ii)回顧期內，由於市場波動，鈾產品貿易業務亦錄得收入大幅減少（二零二零年同期來自供應鏈業務及鈾產品貿易業務的收益及毛利：分別約港幣844,073,000元及港幣380,890,000元；及分別約港幣9,250,000元及港幣4,000,000元）。

於回顧期內，「其他收入及收益」約港幣1,591,000元（二零二零年同期：約港幣1,245,000元），主要為利息收入，比二零二零年同期上升約28%。「淨滙兌收益(虧損)」收益約港幣63,000元（二零二零年同期：虧損約港幣1,505,000元），主要由於回顧期內美元資產升值所致。

由於收入減少導致運輸費用下滑，「銷售及分銷開支」亦減少約60%至約港幣850,000元（二零二零年同期：約港幣2,124,000元）。

「行政開支」為約港幣10,901,000元（二零二零年同期：約港幣9,121,000元），增加約20%，由於本集團在回顧期內就截至二零二零年十二月三十一日止財政年度（「二零二零年度」）錄得存貨減值虧損約港幣52,409,000元（「減值」）的原因及內部監控問題（如有）的獨立檢討（「檢討」）及與減值有關的法律服務產生額外專業費用。

Following the merger of our associate, CNNC Financial Leasing Company Limited (“CNNC Leasing”), with another financial leasing company within our parent group in December 2020, our interest in the associate reduced to approximately 11.36% (of the enlarged capital). The Group recorded “share of result of an associate” of approximately HK\$15,161,000 (2020 Period: approximately HK\$9,130,000), an increase of approximately 66%, as the financial results of the associate have improved after the merger.

During the Period, the Group incurred “Finance costs” of approximately HK\$5,361,000 (2020 Period: approximately HK\$11,234,000) mainly due to interests incurred for the investment in an associate, a reduction of approximately 52% due to the absence of finance costs relating to the supply chain business.

During the Period, “Income tax expense” of approximately HK\$1,495,000 was provided (2020 Period: approximately HK\$3,399,000). The decrease was mainly due to the provision of PRC withholding tax of approximately HK\$1,493,000 (2020 Period: approximately HK\$2,589,000).

## TOTAL COMPREHENSIVE INCOME FOR THE PERIOD

Summing up the combined effects of the foregoing and income tax expense, loss for the Period was approximately HK\$157,000 (2020 Period: loss of approximately HK\$3,758,000). After taking into account of the other comprehensive income of approximately HK\$8,127,000 (2020 Period: expense of approximately HK\$12,405,000) relating to exchange differences arising from translation to presentation currency and the share of exchange difference of an associate, the total comprehensive income for the Period was approximately HK\$7,970,000 (2020 Period: expense of approximately HK\$16,163,000).

## UPDATES ON UNAUDITED FINANCIAL RESULTS

According to the latest information available and upon the finalization of the valuation result by an external professional party, the Board would like to provide updates on the potential changes to the unaudited results for the 2020 Year as published in the announcement of the Company dated 31st March, 2021 (“Unaudited Results”) that there be an expected income from re-valuation of the associate upon merger of not less than HK\$20,000,000, which should have but has not been included in the Unaudited Results.

於二零二零年十二月聯營公司中核融資租賃有限公司(「中核租賃」)與母公司集團旗下另一間融資租賃公司合併後，本集團於聯營公司之權益減少至約11.36%(佔經擴大股本)。本集團錄得「應佔聯營公司業績」約港幣15,161,000元(二零二零年同期：約港幣9,130,000元)，增幅為約66%，原因為合併後聯營公司財務業績改善。

於回顧期內，本集團產生「財務費用」約港幣5,361,000元(二零二零年同期：約港幣11,234,000元)，主要用於投資聯營公司的利息，減幅為約52%，原因為沒有與供應鏈業務相關的財務費用。

於回顧期內，「所得稅開支」約港幣1,495,000元(二零二零年同期：約港幣3,399,000元)。減少主要是預扣中華人民共和國的股利稅約港幣1,493,000元(二零二零年同期：約港幣2,589,000元)所致。

## 回顧期內全面收入總額

綜合以上各項原因及所得稅開支，回顧期內虧損約港幣157,000元(二零二零年同期：虧損約港幣3,758,000元)。計入其他全面收入約港幣8,127,000元(二零二零年同期：開支約港幣12,405,000元)有關換算為呈列貨幣產生之匯兌差額及應佔聯營公司之匯兌差額，回顧期內，全面收入總額約港幣7,970,000元(二零二零年同期：開支約港幣16,163,000元)。

## 未經審核財務業績最新資料

根據最新可得資料及於外部專業人士審定估值結果後，董事會擬就本公司日期為二零二一年三月三十一日的公告所刊載的二零二零年度的未經審核業績(「未經審核業績」)的潛在變動提供最新資料，即合併後聯營公司重估所得預期收益不少於港幣20,000,000元，本應該但並未載入未經審核業績中。

## FUTURE STRATEGIES AND PROSPECTS

As set out in the sub-section headed “Market and Business Overview” above, as a result of the adverse impacts of the Pandemic, the Group would cease the supply chain business, other than for the purposes of dealing with the impaired inventory, to the extent practicable. The Group intends to focus more on the uranium products trading business, and to actively seek high-quality uranium resources projects to complement the development of its parent group, as well as to leverage on the strengths of the parent group in the field of nuclear energy. The Company will inform its Shareholders on any major development of the business of the Group as and when necessary in accordance with the requirements of the Rules Governing the Listing of Securities (the “Listing Rules”) on The Stock Exchange of Hong Kong Limited (the “Stock Exchange”).

The associate of the Group (Société des Mines d’Azelik S.A. (“Somina”)) is still facing severe cash flow problems and will not be able to resume production within a short period of time. The Group will closely monitor the situation and continue to work with the other shareholders of Somina for its future plans.

In relation to the Group’s Mongolian Mining Project, the Group will continue to be engaged in the discussion with the Mongolian Authority to resolve the expiry issue of the exploration licenses of the Group’s investment in its uranium resources project in Mongolia. The project has not been, to a material extent, adversely affected by its slow progress, as the market price of natural uranium products has remained low during the Period.

## HUMAN RESOURCES MANAGEMENT

As at 30th June, 2021, the Group employed 22 full-time employees. The Group’s remuneration package is determined with reference to the experience and qualifications of the individual’s performance. The Group also ensures that all employees are provided with adequate training and continued professional opportunities according to their needs.

## 未來策略及展望

誠如上文「市場及業務回顧」分節所載，由於疫情的負面影響，本集團會停止供應鏈業務而於在可行的範圍內處理減值庫存。本集團計劃更專注於鈾產品貿易業務，並積極尋求優質的鈾資源專案，以配合母公司的發展及發揮母公司集團在核能領域的優勢。本公司將根據香港聯合交易所有限公司（「聯交所」）證券上市規則（「上市規則」）規定於必要時候告知其股東有關本集團業務的任何主要發展。

本集團聯營公司（Société des Mines d’Azelik S.A.（「Somina公司」））仍面對嚴重現金流問題，短期內未能重啟生產。本集團會緊密地觀察情況及繼續與Somina公司其他股東制定其下一步計劃。

就本集團的蒙古採礦項目，本集團將繼續與蒙古當局商討解決本集團投資其於蒙古的鈾資源項目的勘探許可證到期事宜。儘管項目較慢的進展沒有嚴重負面影響，因為天然鈾產品市場價格於本回顧期內仍處於低位。

## 人力資源管理

於二零二一年六月三十日，本集團雇用約22名全職員工。本集團之薪酬方案乃參考個別員工之經驗、資歷及表現而定。本集團亦確保全體員工獲提供足夠培訓以及符合個別需要之持續專業機會。公司將進一步充實專業人員，理順工作機制，確保公司業務發展與員工成長。

## LIQUIDITY AND FINANCIAL RESOURCES

The Group recorded a net cash outflow of approximately HK\$28,358,000 (2020 Period: approximately HK\$31,337,000) during the Period, which was mainly due to the repayment of bank borrowings. The Group's financial position remained healthy.

The working capital of the Group was generally financed by bank borrowings and bank balances and cash. The Group's cash on hand and bank balances after repayment of bank borrowings decreased from approximately HK\$144,354,000 as at 31st December, 2020 to approximately HK\$115,915,000 as at 30th June, 2021. The Group also has restricted cash of approximately HK\$1,979,000 (at 31st December, 2020: approximately HK\$5,433,000) as at 30th June, 2021 which was pledged to a bank for bank facilities.

As stated in the unaudited final result announcement for the year ended 31st December, 2020, the Group had not complied with certain financial covenant as stipulated in the bank loan agreement of the Group's bank borrowing of approximately HK\$282,125,000 outstanding as at 31st December, 2020, which requires the Group to meet certain amount of consolidated tangible net worth at all times, after recognition of the impairment loss on inventories of approximately HK\$52,409,000 in the unaudited consolidated financial statements as at 31st December, 2020. Accordingly, such bank borrowing is repayable on demand.

Total shareholders' funds increased from approximately HK\$273,591,000 as at 31st December, 2020 to approximately HK\$281,653,000 as at 30th June, 2021, mainly due to the total comprehensive income during the Period. The gearing ratio, in terms of total debts to total assets, decreased to 0.50 (at 31st December, 2020: 0.54) as at 30th June, 2021 due to the decrease in bank borrowings.

## 流動資金及財務資源

於回顧期內，本集團錄得現金流出淨額約為港幣28,358,000元（二零二零年同期：約港幣31,337,000元），主要是用於償還銀行借款。本集團之財務狀況維持穩健。

本集團之營運資金一般以銀行貸款及銀行及現金結餘撥付。本集團之手頭現金及銀行結餘由二零二零年十二月三十一日約港幣144,354,000元因償還銀行借款後減少至二零二一年六月三十日約港幣115,915,000元。於二零二一年六月三十日，本集團受限制存款約港幣1,979,000元（於二零二零年十二月三十一日：約港幣5,433,000元）為貿易業務融資抵押予一間銀行。

誠如截至二零二零年十二月三十一日止年度之未經審核全年業績公佈所載，就本集團於二零二零年十二月三十一日尚未償還的銀行借款約港幣282,125,000元，本集團未有遵守其銀行貸款協議訂明的若干財務契諾，即於二零二零年十二月三十一日在未經審核綜合財務報表確認存貨減值虧損約港幣52,409,000元後，本集團的綜合有形淨值須隨時達到一定金額。據此，上述銀行借款須應要求償還。

股東資金總額由二零二零年十二月三十一日約港幣273,591,000元增加至二零二一年六月三十日約港幣281,653,000元，主要因期內之全面收入總額所致。於二零二一年六月三十日，由於銀行借款的減少，資產負債比率（按負債總額相對資產總值計算）下跌至0.50（於二零二零年十二月三十一日：0.54）。



## CONTINUING DISCLOSURE REQUIREMENTS

The following circumstances giving rise to the obligations of disclosure pursuant to Rule 13.18 of the Listing Rules continue to exist after the period ended 30th June, 2021.

Terms used herein have the same meaning as those defined in the announcement made by the Company on 18th February, 2019 pursuant to Rule 13.18 of the Listing Rules (the "Announcement"). On 18th February, 2019, the Company made the Announcement that CNNC International (HK) Limited, the Investor, as the borrower, has entered into the Facility Agreement (the "Facility Agreement"), with a financial institution for a term loan facility in the principal amount of up to HK\$300,000,000 (the "Loan") for the purpose of financing the proposed investments in CNNC Financial Leasing Company Limited ("CNNC Leasing"). The Loan is repayable over a period of 36 months (subject to extension to 72 months as provided in the Facility Agreement) from the date of the Facility Agreement. Pursuant to the Facility Agreement, among other matters, early repayment of the Loan may be required (together with interests accrued thereon and other amounts payable thereunder) upon occurrence of any of the following events: (i) the State-owned Assets Supervision and Administration Commission of the State Council of the PRC ("SASAC") ceases to directly wholly own the China National Nuclear Corporation ("CNNC"); (ii) CNNC ceases to wholly own 中國中原對外工程有限公司 (China Zhongyuan Engineering Corporation, "China Zhongyuan"), a company incorporated in the PRC which was assigned by CNNC to provide a letter of comfort in relation to the Loan (on 29th May, 2020, the financial institution accepted 中國鈾業有限公司 (China National Uranium Co., Ltd, "CNUC") as the letter of comfort provider to replace China Zhongyuan and therefore CNNC is required to wholly own CNUC during the period in the Facility Agreement); (iii) CNNC, together with the management and staff who are currently employed by CNNC and/or any of its subsidiaries, cease to collectively own, directly or indirectly, majority of the share capital in the Company, or the Company ceases to be a subsidiary of CNNC; (iv) CNNC ceases to remain the single largest shareholder of the Company; and (v) CNNC ceases to maintain control over the management and the board of directors of CNUC and the Company. As the date of this report, the Company was owned as to approximately 66.72% by CNNC Overseas Uranium Holding Limited ("CNNC Overseas"), a direct wholly owned subsidiary of CNUC.

## 持續披露規定

以下根據上市規則第13.18條產生披露責任之情況於截至二零二一年六月三十日止期間後繼續存在。

本節所用詞彙與本公司於二零一九年二月十八日根據上市規則第13.18條發表之公佈(「公佈」)所界定者具有相同涵義。於二零一九年二月十八日本公司發出公佈，投資方中核國際(香港)有限公司(作為借款人)與一間金融機構訂立本金額最高為港幣300,000,000元之定期貸款融資(「貸款」)的融資協議(「融資協議」)，目的是為建議出資中核融資租賃有限公司(「中核租賃」)提供資金。貸款須於融資協議日期起計36個月(可根據融資協議規定延長至72個月)期間內償還。根據融資協議，(其中包括)倘下列任何情況發生，則可要求提早償還貸款(連同相關累計利息及項下其他應付款項)：(i)中國國務院國有資產監督管理委員會(「國資委」)不再直接全資擁有中國核工業集團有限公司(「中核集團」)；(ii)中核集團不再全資擁有中國中原對外工程有限公司(「中國中原」)(一間於中國註冊成立之公司，其就貸款由中核集團委託提供安慰函)(於二零二零年五月二十九日這金融機構同意中國鈾業有限公司(「中國鈾業」)代替中國中原提供安慰函，因此中核集團需要於融資協議期內全資擁有中國鈾業)；(iii)中核集團，連同中核集團及／或其任何附屬公司目前聘用的管理層及員工不再直接或間接共同擁有本公司大部分股本，或本公司不再是中核集團的附屬公司；(iv)中核集團不再是本公司的唯一最大股東；及(v)中核集團不再控制中國鈾業及本公司的管理層及董事局。本報告日期，本公司由中國鈾業的直接全資附屬公司中核海外鈾業控股有限公司(「中核海外」)擁有約66.72%。

Details of the Loan are set out below:

Facility Agreement:	The facility agreement dated 18th February, 2019 and executed by the Borrower, the Mortgagor, and the Lender;
Borrower:	CNNC International (HK) Limited, a wholly owned subsidiary of the Company;
Mortgagor:	The Company;
Lender:	Chong Hing Bank Limited; and
Loan:	Term loan facility in the principal amount of up to HK\$300,000,000, which is repayable over a period of 36 months (subject to extension to 72 months as provided in the Facility Agreement) from the date of the Facility Agreement.

貸款之詳情載列如下：

融資協議：	日期為二零一九年二月十八日由借款方、抵押方及貸款方所簽訂的融資協議；
借款方：	中核國際(香港)有限公司，本公司之全資附屬公司；
抵押方：	本公司；
貸款方：	創興銀行有限公司；及
貸款：	本金額不多於港幣300,000,000元的定期貸款融資，貸款須於融資協議日期起計36個月(可根據融資協議規定延長至72個月)期間內償還。

## ACQUISITIONS AND DISPOSALS OF SUBSIDIARIES AND ASSOCIATED COMPANIES

The Group had no material acquisitions or disposals of subsidiaries and associated companies during the Period.

## EXPOSURE TO FOREIGN EXCHANGE RISK

The Group's income, cost of sales, administrative expenses, finance costs, investment and borrowings are mainly denominated in USD, HKD, Mongolian Tugrik and RMB. Fluctuations of the exchange rates of Mongolian Tugrik and RMB could affect the operating costs of the Group. Currencies other than Mongolian Tugrik and RMB were relatively stable during the Period. The Group currently does not have a foreign currency hedging policy. However, management will continue to monitor foreign exchange exposure and will take prudence measure to minimise the currency translation risk. The Group will consider hedging significant foreign currency exposure should the need arise.

## CAPITAL STRUCTURE

There has been no significant change in the capital structure of the Group since 31st December, 2020.

## 收購及出售附屬公司及聯營公司

期內本集團並無任何重大收購或出售附屬公司及聯營公司。

## 外匯風險承擔

本集團之收入、銷售成本開支、行政開支、融資成本、投資及借貸主要以美元、港幣、蒙古圖格裡克及人民幣計值。蒙古圖格裡克及人民幣兌匯率波動對本集團經營成本可構成影響。蒙古圖格裡克及人民幣以外之貨幣於回顧期內相對穩定。本集團現時並無外幣對沖政策。然而，管理層將繼續監察外匯風險，並採取審慎措施減低匯兌風險。本集團將於必要時考慮就重大外匯風險進行對沖。

## 資本結構

本集團之資本結構自二零二零年十二月三十一日以來並無重大變動。

## CHARGE ON ASSETS

The 37.2% of the share capital in Somina held by a wholly owned subsidiary of the Company, Ideal Mining Limited, was pledged to a bank for banking facilities granted to Somina. As security for banking facilities granted to the Group for its approximately 11.36% investment in CNNC Leasing (“Investment Interest”), the following was charged on the Group: (i) the Investment Interest; (ii) the 100% share capital in CNNC International (HK) Limited (“CNNC (HK)”) (a wholly owned subsidiary of the Company and the holder of the Investment Interest); (iii) the dividend payment of CNNC Leasing; and (iv) certain bank account(s) of CNNC (HK). Apart from the above, there was no charge on the Group’s assets during the Period and the corresponding period last year.

## INTERIM DIVIDEND

The Board of Directors does not recommend the payment of an interim dividend for the Period (2020 Period: nil).

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

During the Period, neither the Company nor any of its subsidiaries had purchased, sold or redeemed any of the Company’s listed securities.

## CODE ON CORPORATE GOVERNANCE PRACTICES

The Company has complied with the code provisions laid down in the Code on Corporate Governance Practices (the “CG Code”) as set out in Appendix 14 to the Listing Rules throughout the Period, except that the Company was not able to (i) issue the audited results of the Group for the 2020 Year on or before 31st March, 2021; (ii) dispatch the annual report for the 2020 Year; and (iii) convene the 2021 annual general meeting of the Company.

## MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted a code of conduct regarding securities transactions by directors on terms no less exacting than the required standard set out in Appendix 10 Model Code for Securities Transactions by Directors of Listed Issuers (the “Model Code”) of the Listing Rules. The Company has received confirmation from all Directors that they have complied with the required standard set out in the Model Code and the code of conduct regarding securities transactions by Directors adopted by the Company throughout the Period.

## 資產抵押

由本公司的全資子公司理想礦業有限公司持有的Somina公司37.2%的股本已抵押給一家銀行，以獲取授予Somina公司的銀行融資。為本集團就中核租賃中約11.36%的投資（「投資權益」）而授予的銀行融資，本集團將以下資產向銀行，抵押：(i)投資權益；(ii)中核國際(香港)有限公司（「中核(香港)」）（本公司全資附屬公司及投資權益持有人）之100%股本；(iii)中核租賃的股息支付；(iv)中核(香港)的銀行帳戶。除上述以外，本集團於本期內及去年同期並無抵押任何資產。

## 中期股息

董事局不建議就回顧期派發中期股息（二零二零年同期：無）。

## 購買、出售或贖回本公司上市證券

回顧期內，本公司或其任何附屬公司概無購買、出售或贖回本公司任何上市證券。

## 企業管治常規守則

本公司於整個回顧期內已遵守上市規則附錄14所載的企業管治常規守則（「企業管治守則」），惟本公司未能(i)於二零二一年三月三十一日或之前刊發本集團截至二零二零年度的經審核業績；(ii)寄發二零二零年度的年報；及(iii)召開本公司二零二一年股東週年大會除外。

## 董事進行證券交易的標準守則

本公司已就董事進行證券交易採納一套不寬鬆於上市規則附錄10所載上市公司董事進行證券交易的標準守則（「標準守則」）所規定標準的操守準則。向全體董事作出明確查詢後，全體董事確認於回顧期內已遵守標準守則及本公司就董事進行證券交易所採納的操守準則所載之標準規定。

## AUDIT COMMITTEE

An Audit Committee has been established by the Company for the purpose of reviewing and providing supervision on the financial reporting process and internal control of the Group. The Audit Committee comprises three Independent Non-executive Directors namely, Mr. Chan Yee Hoi, Mr. Cui Liguo and Mr. Zhang Lei, and one Non-executive director namely Mr. Wu Ge. Mr. Chan Yee Hoi is the Chairman of the Audit Committee. The Group's interim results for the Period and the accounting principles and practices adopted by the Group have been reviewed by the Audit Committee.

## REMUNERATION COMMITTEE

In accordance with the requirements of the CG Code, a Remuneration Committee has been established by the Company to consider the remuneration of Directors of the Company. The Remuneration Committee comprises three Independent Non-executive Directors namely Mr. Cui Liguo, Mr. Zhang Lei and Mr. Chan Yee Hoi, one Executive Director namely Mr. Zhang Yi and one Non-executive Director namely Mr. Wu Ge. Mr. Cui Liguo is the Chairman of the Remuneration Committee.

## NOMINATION COMMITTEE

In accordance with the requirements of the CG Code, a Nomination Committee has been established by the Company to review the structure of the Board and identify individuals suitably qualified to become Board Members. The Nomination Committee comprises three Independent Non-executive Directors namely Mr. Cui Liguo, Mr. Zhang Lei and Mr. Chan Yee Hoi, one Executive Director namely Mr. Zhang Yi and one Non-executive Director namely Mr. Zhong Jie. Mr. Zhong Jie is the Chairman of the Nomination Committee.

## DISCLOSURE OF INFORMATION ON THE WEBSITE OF THE STOCK EXCHANGE

The electronic version of this announcement will be published on the website of the Stock Exchange (<http://www.hkexnews.hk>). An interim report for the six months ended 30th June, 2021 containing all the information required by Appendix 16 of the Listing Rules will be despatched to shareholders and published on the website of the Stock Exchange as well as the Company in due course.

## 審核委員會

本公司已成立審核委員會，負責審閱及監管本集團的財務報告程序及內部監控。審核委員會由三名獨立非執行董事陳以海先生、崔利國先生及張雷先生及一名非執行董事吳戈先生組成。陳以海先生為審核委員會主席。本集團於回顧期的中期報告連同會計準則及處理方法已經過審核委員會審閱。

## 薪酬委員會

本公司已根據企業管治守則的規定成立薪酬委員會，以釐定本公司董事酬金。薪酬委員會由三名獨立非執行董事崔利國先生、張雷先生及陳以海先生、一名執行董事張義先生以及一名非執行董事吳戈先生組成。崔利國先生為薪酬委員會主席。

## 提名委員會

本公司已根據企業管治守則的規定成立提名委員會，以檢討董事局架構，並物色合資格人士成為董事局成員。提名委員會由三名獨立非執行董事崔利國先生、張雷先生及陳以海先生、一名執行董事張義先生及一名非執行董事鐘杰先生組成。鐘杰先生為提名委員會主席。

## 於聯交所網站披露資料

本公告之電子版本將於聯交所網站 (<http://www.hkexnews.hk>) 刊登。本公司將於適當時候向股東寄發及於聯交所及本公司網站登載截至二零二一年六月三十日止六個月之中期報告，當中載有上市規則附錄16規定之所有資料。

## UPDATES ON RESUMPTION PLAN OF THE GROUP AND CERTAIN RELATED MATTERS

As disclosed in the announcement of the Company dated 29th July, 2021, the Audit Committee had appointed SHINEWING Financial Advisory Services Limited as the Independent Expert to perform the Review.

Set out below is the resumption plan with details of actions that the Company intends to take and the expected timeframe with a view of resumption of trading in the shares of the Company:

Key Events	Timeframe
Conducting the Review and preparation of report of the Review	The Independent Expert has provided the Company with a preliminary draft summary of the report, the finalization of which is subject to further work to be undertaken
Publication of the findings of the Review, including assessment of the impact of the Issues on the Group's business operation and financial position and the appropriate actions to be taken	Subject to further assessment by the Board
Publication of the announcement of the audited results for the Year	Subject to further assessment by the Board
Publication of the annual report for the 2020 Year	Subject to further assessment by the Board
Resumption of trading in the shares of the Company	Subject to further assessment by the Board

The Company is taking appropriate steps to resolve the Issues causing its trading suspension and to fully comply with the Listing Rule to the Stock Exchange's satisfaction with the aim of resuming trading in the shares of the Company as soon as practicable.

## 本集團復牌計劃及若干相關事宜的最新情況

誠如本公司日期為二零二一年七月二十九日的公告所披露，審核委員會已委任信永方略財務諮詢服務有限公司為獨立專家以進行審查。

以下是復牌計劃，詳細說明本公司擬採取的行動以及恢復本公司股票交易的預期時間框架：

關鍵事件	時間框架
進行審查並編寫審查報告	獨立專家已向本公司提供初步進度匯總，最終審查報告有待進一步工作以完成審查
公佈審查的結果，包括評估問題對本集團業務營運及財務狀況的影響以及將予採取的適當行動	有待董事局進一步評估
公佈本年度的經審核業績公告	有待董事局進一步評估
公佈二零二零年度的年度報告	有待董事局進一步評估
本公司股票復牌	有待董事局進一步評估

本公司正採取適當措施解決導致其停牌的問題，並完全遵守上市規則，使聯交所滿意，以便在切實可行範圍內儘快恢復本公司股份的交易。

As disclosed in the announcements of the Company dated 31st May and 29th July, 2021, the suspension in trading of shares of the Company constituted an event of default under certain term loan facility in the principal amount of HK\$300,000,000 (the "Loan") granted to the Group. The Company has been informed by China National Uranium Co., Ltd ("CNUC") (a controlling shareholder of the Company) that following CNUC's recent reorganization and increase in share capital ("Reorganization"), China National Nuclear Corporation and its subsidiaries' shareholding in CNUC has been reduced from 100% to approximately 79.46%. Prior to and immediately after the Reorganization, CNUC indirectly held approximately 66.72% shareholding of the Company. The Reorganization constituted a breach of certain covenant under the Loan. The Group has applied for and is in discussion with the lender on the terms of a waiver to strictly comply with the above requirements and has yet to receive a formal waiver. As at the date of this announcement, the lender has not made any demand for immediate repayment of the Loan, or taken steps to enforce its security, and the principal amount outstanding under the Loan is approximately HK\$238,018,000.

In relation to the Impairment, upon advice from the Group's legal advisers, on 28th July, 2021, the Group reported suspected fraud of supplying refurbished or defective goods to the Group to the police in Hong Kong, which involved one of the suppliers, and approximately HK\$17 million of the impaired inventory. The Group will co-operate with the police in the investigation of the matter.

## CONTINUED SUSPENSION OF TRADING

Pursuant to Rule 13.50 of the Listing Rules, the Stock Exchange will normally require suspension of trading in an issuer's securities if an issuer fails to publish periodic financial information in accordance with the Listing Rules, and the suspension will normally remain in force until the issuer publishes the requisite financial information. At the request of the Company, trading in the shares of the Company on the Stock Exchange has been suspended with effect from 9:00 a.m. on 30th April, 2021, and will remain suspended until further notice.

The Company will publish further announcement(s) to keep the Company's shareholders and potential investors informed of the status and development of the Company as and when appropriate, as well as announce quarterly updates on its development pursuant to Rule 13.24A of the Listing Rules.

誠如本公司日期為二零二一年五月三十一日及七月二十九日之公告所披露，本公司的股份暫停買賣構成本集團獲授的本金額港幣300,000,000元若干定期貸款融資(「貸款」)下的違約事件。本公司已獲中國鈾業有限公司(「中國鈾業」)(本公司控股股東)告知，中國鈾業之近期重組及股本增加(「重組」)後，中國核工業集團有限公司及其附屬公司於中國鈾業持股由100%減至約79.46%。緊接及緊隨重組前後，中國鈾業間接持有本公司約66.72%股權。重組構成違反貸款下之若干契約。本集團已申請及目前與貸款方就豁免嚴格遵守上述規定的條款進行磋商，惟尚未收到正式豁免。於本公告日期，貸款方並無作出任何要求即時償還貸款，亦無採取行動強制執行其抵押，而貸款下未償還本金額約為港幣238,018,000元。

有關減值，本集團於二零二一年七月二十八日根據本集團法律顧問的建議，向香港警方報告了向本集團提供翻新或有缺陷貨物的涉嫌欺詐行為，其中涉及其中一名供應商，以及約港幣17,000,000元減值庫存。本集團會與警方合作調查此事。

## 繼續暫停買賣

根據上市規則第13.50條，倘發行人未能根據上市規則發佈定期財務資料，則聯交所通常會要求暫停買賣發行人的證券，而該暫停行為通常會持續有效，直至發行人發佈包含必要財務資料的公告為止。應本公司要求，本公司股份已由二零二一年四月三十日上午9時正起於聯交所暫停買賣，並將繼續暫停買賣直至另行通知為止。

本公司將於適當時候發佈進一步公告以知會本公司之股東及潛在投資者本公司之情況及進展，並將根據上市規則第13.24A條每個季度公告更新其進展。

## APPRECIATION

The Board would like to take this opportunity to thank our shareholders, the management and our staff members for their dedication and support.

On behalf of the Board  
**CNNC International Limited**  
**中核國際有限公司**  
*Chairman*  
**Zhong Jie**

Hong Kong, 31st August, 2021

## 致謝

董事局謹藉此機會向股東、管理人員及全體員工之不懈努力及鼎力支持表示謝意。

代表董事局  
**CNNC International Limited**  
**中核國際有限公司**  
*主席*  
**鐘杰**

香港，二零二一年八月三十一日

# Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income

## 簡明綜合損益表及其他全面收益表

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For the six months ended 30th June, 2021 截至二零二一年六月三十日止六個月

		Six months ended 30th June, 截至六月三十日止六個月	
		30.6.2021 二零二一年 HK\$'000 港幣千元 (unaudited) (未經審核)	30.6.2020 二零二零年 HK\$'000 港幣千元 (unaudited) (未經審核)
	NOTES 附註		
Revenue	3	94,591	1,224,963
Cost of sales		(92,956)	(1,211,713)
Gross profit		1,635	13,250
Other income and gains		1,591	1,245
Net exchange gains (losses)		63	(1,505)
Selling and distribution expenses		(850)	(2,124)
Administrative expenses		(10,901)	(9,121)
Share of result of an associate		15,161	9,130
Finance costs		(5,361)	(11,234)
Profit (loss) before taxation		1,338	(359)
Income tax expense	4	(1,495)	(3,399)
Loss for the period attributable to owners of the Company	5	(157)	(3,758)
<b>Other comprehensive income</b>			
<i>Item that will not be reclassified subsequently to profit or loss:</i>			
Exchange differences arising on translation to presentation currency		(305)	(1,247)
<i>Item that maybe reclassified subsequently to profit or loss:</i>			
Share of exchange differences of an associate		8,432	(11,158)
Other comprehensive income (expense) for the period		8,127	(12,405)
<b>Total comprehensive income (expense) for the period, attributable to owners of the Company</b>		<b>7,970</b>	<b>(16,163)</b>
Basic and diluted loss per share	7	HK(0.03) cent (0.03)港仙	HK(0.77) cent (0.77)港仙



# Condensed Consolidated Statement of Financial Position

## 簡明綜合財務狀況表

At 30th June, 2021 於二零二一年六月三十日

		NOTES	30.6.2021	31.12.2020
		附註	二零二一年 六月三十日	二零二零年 十二月三十一日
			HK\$'000	HK\$'000
			港幣千元	港幣千元
			(unaudited)	(unaudited)
			(未經審核)	(未經審核)
<b>Non-current assets</b>	<b>非流動資產</b>			
Property, plant and equipment	物業、廠房及設備		9,727	10,166
Exploration and evaluation assets	勘探及評估資產	8	—	—
Right-of-use asset	使用權資產		—	222
Interests in associates	於聯營公司之權益	9	409,937	401,267
			<b>419,664</b>	411,655
<b>Current assets</b>	<b>流動資產</b>			
Inventories	存貨	10	3,417	3,417
Trade and other receivables and prepayments	應收貿易款項及 其他應收款項 以及預付款項	11	18,119	30,763
Restricted cash	受限制存款		1,979	5,433
Bank balances and cash	銀行結餘及現金		115,915	144,354
Income tax recoverable	可收回所得稅		1,022	—
			<b>140,452</b>	183,967
<b>Current liabilities</b>	<b>流動負債</b>			
Other payables and accruals	其他應付款項以及 應計欠款	12	25,116	21,620
Contract liabilities	合約負債		13,377	13,388
Bank borrowings	銀行借款	14	236,099	282,125
Lease liability	租賃負債		—	228
Amount due to an intermediate holding company	應付一間中介控股 公司款項	13	1,894	1,892
Amount due to ultimate holding company	應付最終控股公司 款項	13	1,977	1,977
Amount due to a fellow subsidiary	應付一間同母系 附屬公司款項	13	—	140
Income tax payable	應付所得稅		—	661
			<b>278,463</b>	322,031
<b>Net current liabilities</b>	<b>流動淨值負債</b>		<b>(138,011)</b>	(138,064)

At 30th June, 2021 於二零二一年六月三十日

		NOTES 附註	30.6.2021 二零二一年 六月三十日 HK\$'000 港幣千元 (unaudited) (未經審核)	31.12.2020 二零二零年 十二月三十一日 HK\$'000 港幣千元 (unaudited) (未經審核)
<b>Total assets less current liabilities</b>	<b>總資產減流動負債</b>		<b>281,653</b>	273,591
<b>Net assets</b>	<b>資產淨值</b>		<b>281,653</b>	273,591
<b>Capital and reserves</b>	<b>股本及儲備</b>			
Share capital	股本	15	<b>4,892</b>	4,892
Reserves	儲備		<b>276,761</b>	268,699
<b>Equity attributable to owners of the Company</b>	<b>本公司擁有人應佔權益</b>		<b>281,653</b>	273,591

# Condensed Consolidated Statement of Changes in Equity

## 簡明綜合資本變動表

For the six months ended 30th June, 2021 截至二零二一年六月三十日止六個月

		Share capital	Share premium	Capital reserve	Non-distributable reserve 不可分派儲備	Merger reserve	Statutory reserve	Translation reserve	Accumulated losses	Total
		股本 HK\$'000 港幣千元	股份溢價 HK\$'000 港幣千元	資本儲備 HK\$'000 港幣千元	儲備 HK\$'000 港幣千元	合併儲備 HK\$'000 港幣千元	法定儲備 HK\$'000 港幣千元	匯兌儲備 HK\$'000 港幣千元	累計虧損 HK\$'000 港幣千元	總計 HK\$'000 港幣千元
At 1st January, 2020 (audited)	於二零二零年 一月一日(經審核)	4,892	868,805	80,827	16,584	127	635	1,157	(638,105)	334,922
Loss for the period	期內虧損	—	—	—	—	—	—	—	(3,758)	(3,758)
Other comprehensive expense for the period	期內其他全面支出	—	—	—	—	—	—	—	—	—
Exchange differences arising on translation to presentation currency	換算為呈列貨幣產生之匯兌差額	—	—	—	—	—	—	(1,247)	—	(1,247)
Share of exchange differences of an associate	應佔聯營公司業績之匯兌差額	—	—	—	—	—	—	(11,158)	—	(11,158)
Total comprehensive expense for the period	期內全面支出總額	—	—	—	—	—	—	(12,405)	(3,758)	(16,163)
At 30th June, 2020 (unaudited)	於二零二零年 六月三十日 (未經審核)	4,892	868,805	80,827	16,584	127	635	(11,248)	(641,863)	318,759
At 1st January, 2021 (unaudited)	於二零二一年 一月一日(未經審核)	<b>4,892</b>	<b>868,805</b>	<b>80,827</b>	<b>16,584</b>	<b>127</b>	<b>635</b>	<b>28,150</b>	<b>(726,429)</b>	<b>273,591</b>
Loss for the period	期內虧損	—	—	—	—	—	—	—	(157)	(157)
Other comprehensive expense for the period	期內其他全面支出	—	—	—	—	—	—	—	—	—
Other transfer to statutory reserve	其他轉移至法定儲備	—	—	—	—	—	92	—	—	92
Exchange differences arising on translation to presentation currency	換算為呈列貨幣產生之匯兌差額	—	—	—	—	—	—	(305)	—	(305)
Share of exchange differences of an associate	應佔聯營公司業績之匯兌差額	—	—	—	—	—	—	8,432	—	8,432
Total comprehensive expense for the period	期內全面支出總額	—	—	—	—	—	92	8,127	(157)	8,062
At 30th June, 2021 (unaudited)	於二零二一年 六月三十日 (未經審核)	<b>4,892</b>	<b>868,805</b>	<b>80,827</b>	<b>16,584</b>	<b>127</b>	<b>727</b>	<b>36,277</b>	<b>(726,586)</b>	<b>281,653</b>

# Condensed Consolidated Statement of Cash Flows

## 簡明綜合現金流量表

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For the six months ended 30th June, 2021 截至二零二一年六月三十日止六個月

		Six months ended 30th June, 截至六月三十日止六個月	
		30.6.2021 二零二一年 HK\$'000 港幣千元 (unaudited) (未經審核)	30.6.2020 二零二零年 HK\$'000 港幣千元 (unaudited) (未經審核)
Net cash generated from operating activities	來自經營活動之現金淨額	19,618	120,289
Investing activities	投資活動		
Interest received	已收利息	315	219
Refunds/(placement) of restricted cash	退回/(存放)受限制存款	3,454	(1,550)
Purchase of property, plant and equipment	購買物業、廠房及設備	(101)	(239)
Refunds for rental deposit	退回租賃押金	—	55
Net cash generated from (used) in investing activities	來自(用作)投資活動之現金淨額	3,668	(1,515)
Financing activities	融資活動		
New bank borrowings raised	銀行借款	—	313,473
Repayments of bank borrowings	償還銀行借款	(47,480)	(453,648)
Interest paid	已付利息	(3,907)	(9,773)
Repayment of a lease liability	償還租賃負債	(117)	(163)
Decrease in amount due to a fellow subsidiary	應付一間同系附屬公司款項減少	(140)	—
Net cash used in financing activities	用作融資活動之現金淨額	(51,644)	(150,111)
Net decrease in cash and cash equivalents	現金及現金等價物減少淨額	(28,358)	(31,337)
Cash and cash equivalents at 1st January	一月一日之現金及現金等價物	144,354	100,543
Effect of foreign exchange rate changes	外匯匯率變動之影響	(81)	(1,215)
Cash and cash equivalents at 30th June	六月三十日之現金及現金等價物	115,915	67,991

# Notes to the Condensed Consolidated Interim Financial Statements

## 簡明綜合中期財務報表附註

For the six months ended 30th June, 2021 截至二零二一年六月三十日止六個月

### 1. BASIS OF PREPARATION

The condensed consolidated interim financial statements have been prepared in accordance with Hong Kong Accounting Standard 34 “Interim Financial Reporting” issued by the Hong Kong Institute of Certified Public Accountants (“HKICPA”) as well as with the applicable disclosure requirements of Appendix 16 to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

The functional currency of the Company is United States dollars (“US\$”). The condensed consolidated interim financial statements are presented in Hong Kong dollars (“HK\$”) for the convenience of the shareholders, as the Company is listed in Hong Kong. All values are rounded to the nearest thousand (“HK\$’000”) unless otherwise indicated.

These condensed consolidated interim financial statements contain condensed consolidated financial statements and selected explanatory notes. The notes include an explanation of events and transactions that are significant to an understanding of the changes in financial position and performance of the Group since the unaudited final results announcement for the year ended 31st December, 2020. These condensed consolidated interim financial statements and notes do not include all of the information required for a complete set of financial statements prepared in accordance with Hong Kong Financial Reporting Standards (the “HKFRSs”).

### 2. PRINCIPAL ACCOUNTING POLICIES

The condensed consolidated interim financial statements have been prepared on the historical cost basis. The condensed consolidated interim financial statements are unaudited but has been reviewed by the Company’s audit committee.

Except as described below, the accounting policies and methods of computation used in the condensed consolidated financial statements for the six months ended 30th June, 2021 are the same as those followed in the preparation of the Group’s unaudited final results announcement for the year ended 31st December, 2020.

### 1. 編製基準

簡明綜合中期財務報表已根據香港會計師公會(「香港會計師公會」)頒佈之香港會計準則第34號「中期財務報告」及香港聯合交易所有限公司證券上市規則附錄16之適用披露規定編製。

本公司之功能貨幣為美元(「美元」)。由於本公司於香港上市，為方便股東，簡明綜合財務報表以港幣(「港幣」)呈列。所有價值均湊整至最接近千位數(「港幣千元」)。

簡明綜合中期財務報表包含簡明綜合財務報表和選定的解釋性說明。附註包括對事件和交易的解釋，這些事件和交易對於理解自截至二零二零年十二月三十一日止年度之未經審核全年業績公佈以來本集團的財務狀況和業績變化具有重要意義。簡明綜合中期財務報表和附註未包含根據香港財務報告準則(「香港財務報告準則」)編製的完整財務報表所需的全部信息。

### 2. 主要會計政策

簡明綜合中期財務報表乃按歷史成本基準編製。簡明綜合財務報表為未經審核，但已經本公司審核委員會審閱。

除下文所述外，編製截至二零二一年六月三十日止六個月之簡明綜合財務報表所採用的會計政策及計算方法，與本集團編製截至二零二零年十二月三十一日止年度之未經審核全年業績公佈所採用者一樣。

## 2. PRINCIPAL ACCOUNTING POLICIES (continued)

### Application of new and amendments to Hong Kong Financial Reporting Standards

In the current interim period, the Group has applied, for the first time, the following new and amendments to HKFRSs issued by the HKICPA which are mandatory effective for the annual period beginning on or after 1st January, 2021 for the preparation of the Group's condensed consolidated financial statements:

Amendments to HKFRS 4, 7, 9 and 16 and HKAS 39	Interest Rate Benchmark Reform and its Effects on Financial Reporting — Phase 2
Amendments to HKFRS 16	COVID-19 related Rent Concessions beyond 30th June, 2021

The new and amendments to HKFRSs that are effective from 1st January, 2021 did not have any significant impact on the Group's accounting policies.

## 3. REVENUE AND SEGMENT INFORMATION

Information reported to the Group's executive director, being the chief operating decision maker, for the purposes of resources allocation and assessment of segment performance focuses on the types of goods or services delivered or provided. The Group currently organises its operations into three operating divisions, which also represent the operating segments of the Group for financial reporting purposes, namely trading of mineral property, exploration and selling of mineral properties and supply chain. They represent three major lines of business engaged by the Group. The Group's operating and reportable segments under HKFRS 8 are as follows:

- Trading of mineral property — trading of uranium
- Exploration and selling of mineral properties — exploration and selling of uranium
- Supply chain — trading of electronics and other products, dispersed metal and provision of supply chain services

## 2. 主要會計政策 (續)

### 應用新訂及經修訂香港財務報告準則

於本中期期間，本集團就編製本集團簡明綜合財務報表首次應用以下由香港會計師公會頒布於二零二一年一月一日或之後的年度期間強制生效的新訂及香港財務報告準則的修訂：

香港財務報告準則第4號、第7號、第9號及第16號及香港會計準則第39號(修訂本)	利率基準改革及其對財務報告的影響 — 第二階段
香港財務報告準則第16號(修訂本)	二零二一年六月三十日之後的 Covid-19相關租金寬減

自二零二一年一月一日起生效的新訂或經修訂的香港財務報告準則並無對本集團的會計政策產生任何重大影響。

## 3. 收益及分部資料

就進行資源分配及分部表現評估而向主要營運決策人(即本集團執行董事)呈報之資料，主要集中在本集團之產品或服務運送或提供的類別。本集團現時將其業務分為三個營運部門(即本集團用作財務報告目的之營運分部)，分別為經營礦產物業，勘探及銷售礦產物業以及供應鏈。該三個分部為本集團所從事的三大業務。根據香港財務報告準則第8號，本集團的營運及匯報分部如下：

- 經營礦產物業 — 買賣鈾
- 勘探及銷售礦產物業 — 勘探及銷售鈾礦產物業
- 供應鏈 — 買賣電子和其他產品，金屬產品及提供供應鏈服務

### 3. REVENUE AND SEGMENT INFORMATION (continued) 3. 收益及分部資料 (續)

The following is an analysis for the Group's revenue and results regarding the reportable and operating segments for the current and prior periods:

本集團本期間及過往期間關於匯報及營運分部收入及業績之分析如下：

		Six months ended 30th June, 2021 截至二零二一年六月三十日止六個月			
		Trading of mineral property	Exploration and selling of mineral properties	Supply chain	Consolidated
		買賣礦產	勘探及銷售礦產	供應鏈	綜合
		HK\$'000	HK\$'000	HK\$'000	HK\$'000
		港幣千元	港幣千元	港幣千元	港幣千元
		(unaudited)	(unaudited)	(unaudited)	(unaudited)
		(未經審核)	(未經審核)	(未經審核)	(未經審核)
Segment revenue	分部收入	94,591	—	—	94,591
Segment profit (loss)	分部利潤(虧損)	139	(1,832)	(2,247)	(3,940)
Unallocated other income and gains	未分配之其他收入及收益				311
Unallocated corporate costs	未分配之企業成本				(4,833)
Share of result of an associate	應佔聯營公司業績				15,161
Unallocated finance costs	未分配之財務費用				(5,361)
Profit before taxation	除稅前溢利				1,338

For the six months ended 30th June, 2021 截至二零二一年六月三十日止六個月

3. REVENUE AND SEGMENT INFORMATION (continued) 3. 收益及分部資料 (續)

		Six months ended 30th June, 2020 截至二零二零年六月三十日止六個月			
		Trading of mineral property 買賣礦產 HK\$'000 港幣千元 (unaudited) (未經審核)	Exploration and selling of mineral properties 勘探及銷售礦產 HK\$'000 港幣千元 (unaudited) (未經審核)	Supply chain 供應鏈 HK\$'000 港幣千元 (unaudited) (未經審核)	Consolidated 綜合 HK\$'000 港幣千元 (unaudited) (未經審核)
Segment revenue	分部收入	380,890	—	844,073	1,224,963
Segment profit (loss)	分部利潤(虧損)	1,290	(3,872)	3,886	1,304
Unallocated other income and gains	未分配之其他收入及收益				145
Unallocated corporate costs	未分配之企業成本				(2,711)
Share of result of an associate	應佔聯營公司業績				9,130
Unallocated finance costs	未分配之財務費用				(8,227)
Loss before taxation	除稅前虧損				(359)

Segment profit (loss) represents the profit earned or loss incurred by each segment without allocation of unallocated other income and gains, unallocated corporate costs, share of result of an associate and unallocated finance costs.

分部利潤(虧損)指各分部產生之利潤或虧損，不包括未分配之其他收入及收益、未分配之企業成本、應佔聯營公司業績及未分配之財務費用。



# Notes to the Condensed Consolidated Interim Financial Statements

## 簡明綜合中期財務報表附註

For the six months ended 30th June, 2021 截至二零二一年六月三十日止六個月

### 3. REVENUE AND SEGMENT INFORMATION (continued) 3. 收益及分部資料 (續)

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

本集團資產及負債按匯報及營運分部劃分之分析如下：

		30.6.2021 二零二一年 六月三十日 HK\$'000 港幣千元 (unaudited) (未經審核)	31.12.2020 二零二零年 十二月三十一日 HK\$'000 港幣千元 (unaudited) (未經審核)
ASSETS	資產		
Segment assets	分部資產		
— Trading of mineral property	— 買賣礦產物業	52,038	69,262
— Exploration and selling of mineral properties	— 勘探及銷售礦產物業	14,327	14,729
— Supply chain	— 供應鏈	63,946	78,656
		<b>130,311</b>	162,647
Interests in associates	於聯營公司之權益	409,937	401,267
Unallocated corporate assets	未分配企業資產	19,868	31,708
Consolidated assets	綜合資產	<b>560,116</b>	595,622
LIABILITIES	負債		
Segment liabilities	分部負債		
— Trading of mineral property	— 買賣礦產物業	1,094	982
— Exploration and selling of mineral properties	— 勘探及銷售礦產物業	19,807	18,988
— Supply chain	— 供應鏈	14,608	14,374
		<b>35,509</b>	34,344
Unallocated corporate liabilities	未分配企業負債	242,954	287,687
Consolidated liabilities	綜合負債	<b>278,463</b>	322,031

### 3. REVENUE AND SEGMENT INFORMATION (continued)

For the purposes of monitoring segment performance and allocating resources:

- Segment assets include property, plant and equipment, exploration and evaluation assets, inventories, trade and other receivables and prepayments, restricted cash and bank balances and cash which are directly attributable to the relevant reportable segment.
- Segment liabilities include other payables and accruals, contract liabilities, and amounts due to an intermediate holding company, ultimate holding company and a fellow subsidiary and bank borrowings which are directly attributable to the relevant reportable segment.

### 4. INCOME TAX EXPENSE

#### Hong Kong Profits Tax

On 21st March, 2018, the Hong Kong Legislative Council passed The Inland Revenue (Amendment) (No. 7) Bill 2017 (the "Bill") which introduces the two-tiered profits tax rates regime. The Bill was signed into law on 28th March, 2018 and was gazetted on the following day. Under the two-tiered profits tax rates regime, the first HK\$2 million of profits of the qualifying group entity will be taxed at 8.25%, and profits above HK\$2 million will be taxed at 16.5%. The profits of group entities that are not qualifying for the two-tiered profits tax rates regime will continue to be taxed at a flat rate of 16.5%.

Accordingly, the Hong Kong profits tax of the qualifying group entity is calculated at 8.25% on the first HK\$2 million of the estimated assessable profits and at 16.5% on the estimated assessable profits above HK\$2 million.

#### PRC Enterprise Income Tax ("EIT")

Under the Law of the PRC on Enterprise Income Tax (the "EIT Law") and Implementation Regulation of the EIT Law, the tax rate of a PRC subsidiary is 25%.

### 3. 收益及分部資料 (續)

就監察分部表現及分配分部間資源而言：

- 分部資產包括相關匯報分部直接應佔之物業、廠房及設備、勘探及評估資產、存貨、應收貿易款項及其他應收款項以及預付款項、受限制存款及銀行結餘及現金。
- 分部負債包括相關匯報分部直接應佔之其他應付款項以及應計欠款、合約負債以及應付一間中介控股公司款項、最終控股公司款項及一間同母系附屬公司款項及銀行借款。

### 4. 所得稅開支

#### 香港利得稅

香港立法會於二零一八年三月二十一日通過《二零一七年稅務(修訂)(第七號)條例草案》(「條例草案」)，引入兩級制利得稅率制度。條例草案於二零一八年三月二十八日簽署成為法律，並於翌日在憲報上刊登。根據兩級利得稅稅率制度，合資格集團實體的首港幣200萬元利潤將按8.25%的稅率徵稅，而港幣200萬元以上的利潤將按16.5%的稅率徵稅。不符合兩級制利得稅率制度的集團實體的利潤將繼續按16.5%的統一稅率徵稅。

因此，合資格集團實體的香港利得稅按估計應課稅溢利的首港幣200萬元計算為8.25%，而超過港幣200萬元的估計應課稅利潤為16.5%。

#### 中國企業所得稅(「企業所得稅」)

根據中華人民共和國企業所得稅法(「企業所得稅法」)和企業所得稅法實施條例，中國子公司的稅率為25%。

#### 4. INCOME TAX EXPENSE (continued)

##### PRC Withholding Tax

The PRC withholding tax at a rate of 10% is levied on one of the Company's subsidiaries in Hong Kong in respect of dividend distributions arising from profits of a PRC associate.

The income tax expenses comprises:	所得稅開支包括：
Hong Kong profits tax	香港利得稅
PRC EIT	中國企業所得稅
Over provision in prior periods	上年度所得稅回撥
PRC withholding tax	中國預扣稅款

	<b>1,493</b>	2,589
	<b>1,495</b>	3,399

#### 4. 所得稅開支(續)

##### 中國預扣稅款

就本集團在國內的聯營公司由利潤產生的股息分配，對本集團在香港的一家子公司按10%的稅率徵收預扣稅款。

##### Six months ended 30th June, 截至六月三十日止六個月

<b>30.6.2021</b>	30.6.2020
<b>二零二一年</b>	二零二零年
<b>HK\$'000</b>	HK\$'000
<b>港幣千元</b>	港幣千元
<b>(unaudited)</b>	(unaudited)
<b>(未經審核)</b>	(未經審核)

#### 5. LOSS FOR THE PERIOD

Loss for the period has been arrived at after charging (crediting):	期內虧損經扣除(計入)下列項目：
Depreciation of property, plant and equipment	物業、廠房及設備之折舊
Depreciation of right-of-use assets	使用權資產折舊
Loss on disposal of property, plant and equipment	出售物業、廠房及設備之虧損
Net exchange (gains) losses	匯兌(收益)損失淨額
Interest income	利息收入

#### 5. 期內虧損

##### Six months ended 30th June, 截至六月三十日止六個月

<b>30.6.2021</b>	30.6.2020
<b>二零二一年</b>	二零二零年
<b>HK\$'000</b>	HK\$'000
<b>港幣千元</b>	港幣千元
<b>(unaudited)</b>	(unaudited)
<b>(未經審核)</b>	(未經審核)

	<b>410</b>	733
	<b>111</b>	167
	<b>—</b>	71
	<b>(63)</b>	1,505
	<b>(315)</b>	(219)

## 6. DIVIDENDS

No dividends were paid, declared or proposed during the current and prior periods. The directors have determined that no dividend will be paid in respect of the current interim period.

## 6. 股息

於本期間及過往期間沒有支付、宣派或建議派發股息。董事已決定不支付本中期期間的股息。

## 7. BASIC AND DILUTED LOSS PER SHARE

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

## 7. 每股基本及攤薄後虧損

本公司擁有人應佔每股基本虧損乃根據下列數據計算：

		Six months ended 30th June, 截至六月三十日止六個月	
		30.6.2021 二零二一年 HK\$'000 港幣千元 (unaudited) (未經審核)	30.6.2020 二零二零年 HK\$'000 港幣千元 (unaudited) (未經審核)
Loss for the period attributable to owners of the Company	本公司擁有人應佔期內虧損	(157)	(3,758)
		Six months ended 30th June, 截至六月三十日止六個月	
		30.6.2021 二零二一年	30.6.2020 二零二零年
Number of ordinary shares for the purpose of basic loss per share	計算每股基本虧損之普通股數目	489,168,308	489,168,308

There were no potential dilutive ordinary shares outstanding during six months ended 30th June, 2021 and 2020, and hence diluted loss per share is the same as basic loss per share.

於截至二零二一年及二零二零年六月三十日止六個月內，沒有潛在攤薄普通股，所以攤薄後每股虧損與基本每股虧損一致。

## 8. EXPLORATION AND EVALUATION ASSETS 8. 勘探及評估資產

The Group's exploration and evaluation assets were mainly arising from the acquisition of Western Prospector Group Ltd. during the year ended 31st December, 2009.

On 15th August, 2009, the Mongolian's Law on Nuclear Energy and Mongolia's Law on Implementing Procedures of the Law on Nuclear Energy (collectively referred to as the "New Laws") came into force. Under the New Laws, the Mongolia Government has the right to take ownership without payment of either not less than 51% of the equity interest in the Group's Mongolian subsidiaries if the Mongolia Government's funding was used to determine the resource during exploration, or not less than 34% of the equity interest in the Mongolian subsidiaries if the Mongolia Government's funding was not used to determine the resource during exploration.

The directors of the Company commenced negotiating with the relevant Mongolian authorities in respect of the implementation of various provisions under the New Laws during the year ended 31st December, 2010. Based on management's discussions with the relevant Mongolian authorities and the advice from its Mongolian legal advisers, the Group will have the right to apply for mining licenses to mine or extract the resources identified in the relevant areas covered by the exploration licenses.

During the year ended 31st December, 2012, consensus has been reached between the Company and the relevant Mongolian authorities that a joint venture will be established for holding the mining licenses, which are currently under application, with the Mongolia Government holding 51% of the equity interest in the joint venture. Upon the completion of establishment of the joint venture, the Group's mining licenses together with the carrying amount of the Group's exploration and evaluation assets will be transferred to the joint venture by way of a shareholder loan. In addition, the Company has drafted the shareholders' agreement, joint venture agreement and memorandum and association of the joint venture and has commenced negotiation with the detailed terms of these documents with the relevant Mongolian authorities and a pre-mining cooperation agreement was signed on 26th June, 2012 to kick off the pre-mining activities.

本集團之勘探及評估資產主要由於截至二零零九年十二月三十一日止年度收購Western Prospector Group Ltd.而產生。

於二零零九年八月十五日，蒙古有關核能法例實施程序之法例（統稱「新法例」）生效。根據新法例，蒙古政府有權取得不少於於本集團蒙古附屬公司股權之51%（倘於勘探過程中動用蒙古政府資金發掘資源）或不少於於蒙古附屬公司股權之34%（倘於勘探過程中並無動用蒙古政府資金發掘資源）之所有權，而毋須付款。

於截至二零一零年十二月三十一日止年度，本公司董事已與有關蒙古當局就實施新法例下多項條文展開商議。根據管理層與有關蒙古當局之討論及其蒙古法律顧問之意見，本集團將有權申請開採許可證，藉以開採或擷取於勘探許可證所涵蓋之相關地區內所識別之資源。

截至二零一二年十二月三十一日止年度內，本公司與有關蒙古當局已將會成立合營企業達成共識，以持有正在申請之開採許可證，而蒙古國將持有合營企業股權之51%。完成成立合營企業後，本集團之開採許可證連同本集團勘探及評估資產之賬面值將以股東貸款方式轉撥至合營企業。此外，本公司已草擬股東協議、合營企業協議以及合營企業組織章程大綱及章程，與有關蒙古當局就該等文件之詳細條款展開磋商，並於二零一二年六月二十六日簽訂採礦前期合作協議，以開展多項採礦前期活動。

## 8. EXPLORATION AND EVALUATION ASSETS (continued)

A notice was previously received in January 2014 from the relevant Mongolian authorities which mentioned that the joint venture would be expected to be established in 2014. However, the establishment and the grant of mining licenses had been postponed due to changes in government officials of relevant Mongolian authorities in 2014, October 2017, and June 2019. Further negotiations on the terms of the draft joint venture agreement have been carried out with the new government officials of relevant Mongolian authorities. In 2018, the Group received assistance from the Embassy of the People's Republic of China in Mongolia, to speed up the application progress. Several communications were made between the Embassy and the Mongolian government officials regarding the application of the mining licence. In December 2019, the Group received a notice from the relevant Mongolian authority, which suggested the Group to apply for a court order in relation to the matters relating to resumption of the application for the mining licenses for the reason that the relevant exploration licenses have expired.

Based on the advice from the Group's Mongolian legal advisers, on 9th January, 2020, Emeelt Mines LLC, an indirect wholly owned subsidiary of the Company, which is the holder of the exploration licenses (as the applicant) has filed in the Capital City Administrative Court of First-Instance of Mongolia (the "Court") an administrative lawsuit (the "Lawsuit") with the Mineral Resources and Petroleum Authority of Mongolia (as the respondent) claiming, among other things, to confirm the non-performance of the respondent in relation to the granting of the mining licenses in accordance with the Mongolian laws and reinstate the validity of the exploration licenses.

## 8. 勘探及評估資產(續)

本集團先前於二零一四年一月接獲有關蒙古當局發出之通知，當中提及合營企業預期將於二零一四年成立。然而，合營企業及採礦許可證的審批因有關蒙古當局之政府官員於二零一四年，二零一七年十月及二零一九年六月出現調動而延遲。本集團與蒙古當局新政府官員已進一步進行磋商合營協定條款。在二零一八年，本集團已獲得中華人民共和國駐蒙古大使館的協助，以加快申請進度。大使館和蒙古政府官員就採礦許可證進行了多次溝通。二零一九年十二月，本集團收到有關蒙古當局的通知，建議本集團就恢復申請採礦許可證有關的事項申請法院命令，原因是勘探許可證已過期。

根據本集團蒙古法律顧問的建議，於二零二零年一月九日，本公司的間接全資子公司Emeelt Mines LLC，勘探許可證的持有人(作為申請人)，對蒙古礦產資源和石油管理局(Mineral Resources and Petroleum Authority of Mongolia)(作為答辯人)，向蒙古首都一審行政法院(Capital City Administrative Court of First-Instance of Mongolia)申請行政訴訟(「訴訟」)，主張確認答辯人未按蒙古法例規定頒發採礦許可證的不作為行動及恢復勘探許可證的有效性。

## 8. EXPLORATION AND EVALUATION ASSETS (continued)

As mentioned in the announcements dated 9th January, 3rd February, 17th March, 28th April, 4th and 22nd May, 5th June, 6th July, 12th October and 13th November 2020 of the Company, in the hearing of the Appellate Court with new evidence presented in June, 2020, the Appellate Court concluded the decision of the Capital City Administrative Court of First-Instance of Mongolia (the "Court") was right, but considered that the Group had the rights to make the application with the new evidence to the Court again. The Group's application to the Court to "resume the litigation period" (i.e. the period during which one can litigate) was refused, as the Court considered that the Group did not put forward the application within the litigation period, and could not prove that the delay was due to the wrongful action of Governmental Organisation. Upon appeal, the Appellate Court considered that it had no reasons to reverse the judgment of the below court.

On 29th October, 2020, a working committee ("Committee") included, amongst others, representatives from the Mineral Resources and Petroleum Authority of Mongolia ("MRPAM", the respondent of the lawsuit) was set up with a view to help resolve the disputes regarding the expiry of the exploration licenses of the Group. The management believes it is a positive sign of the MRPAM's intention towards resolving the disputes, though at this stage, there is no guarantee that the matter shall be resolved in favour of the Group.

The Company is closely monitoring the progress of the lawsuit and the work of the Committee and will make further announcement(s) as and when appropriate.

## 8. 勘探及評估資產(續)

誠如本公司日期為二零二零年一月九日、二月三日、三月十七日、四月二十八日、五月四日及二十二日、六月五日、七月六日、十月十二日及十一月十三日的公告所述，於二零二零年六月在上訴法院的聆訊上有新證據呈列，上訴法院維持蒙古首都一審行政法院(「法院」)的原判，但認為本集團有權就新證據再次向法院提出申請。本集團向法院申請「恢復訴訟期」(即可以提起訴訟的期間)遭拒，理由為法院認為本集團沒有在訴訟期內提出申請，且無法證明延誤是由於政府部門的過失所致。上訴後，上訴法院認為並無理由推翻下級法院的判決。

於二零二零年十月二十九日，蒙古礦產資源和石油管理局(「蒙古礦產部」，訴訟的答辯人)及其他各方代表，成立了一個工作委員會(「委員會」)，協助解決有關本集團勘探許可證已到期的爭議。管理層認為，此顯示蒙古礦產部有意解決爭議，屬正面跡象，但現階段並不能保證該爭議會以有利本集團的方式解決。

本公司將密切監察訴訟的進展和委員會的工作，並將於適當時候作出進一步公告。

## 8. EXPLORATION AND EVALUATION ASSETS (continued)

At 31st December, 2019, the directors performed an impairment assessment and re-assessed the recoverable amount of assets based on fair value less costs of disposal, which is derived by using the market approach. The Group has engaged GCA Professional Services Group, an independent qualified professional valuer, to perform the valuation for assessment.

In determining the fair value, the valuer has adopted the comparable transaction method to calculate the value of the assets. There was no change to the valuation technique during the year. The fair value of the asset is a level 3 fair value measurement. One of the key inputs to the method is the measured resources from the uranium mines as market observable transactions related to the acquisition of companies which held mining project at preliminary stage, adjusted by the measured and indicated price multiple, which is determined as the market comparable projects. The valuer has also applied an adjusting factor with reference to the market price of natural uranium. In addition to the valuation assessment, the directors also applied another adjustment factor (adjustment factor for the status of Lawsuit), taken into consideration the notice from the relevant Mongolian authority, the uncertain outcome of the Lawsuit, regulatory requirements in Mongolia and the arrangement procedures for the Group's mining licenses.

The directors are of the view that possibly unfavourable outcome of the Lawsuit causes the recoverable amount of assets is lower than the carrying value of the assets and full impairment loss on the exploration and evaluation assets amounting to HK\$210,367,000 was recognised in consolidated statement of profit or loss and other comprehensive income for the year ended 31st December, 2019.

## 8. 勘探及評估資產 (續)

於二零一九年十二月三十一日，管理層對勘探及評估資產進行了減值評估，而估計勘探及評估資產可收回金額是根據公平值減出售成本，主要採用市場方法評估。本集團已聘用獨立專業評估師漢華專業服務集團進行評估。

在確定公平值時，評估師採用可比交易法計算資產的價值。評估方法在本年內沒有改變。資產的公平值是第三級公平值計量。該方法的主要輸入之一是鈾礦的可測資源，作為與收購持有礦業項目的公司有關的可觀察到的市場交易，並已根據測得的及指示的價格倍數進行了調整，並確定為與市場可比的價格倍數。評估師還參考了天然鈾的市場價格採用了調整因子。除評估外，董事還考慮了蒙古有關當局的通知，訴訟的不確定結果，蒙古的監管要求和安排程序，採用了另一個調整因子（訴訟狀態的調整因子）。

董事認為該可能不利的訴訟結果會導致資產之可收回金額低於資產之賬面值，而勘探及評估資產之全額減值虧損為港幣210,367,000元已確認在截至二零一九年十二月三十一日止年度的綜合損益表及其他全面收益內。



# Notes to the Condensed Consolidated Interim Financial Statements

## 簡明綜合中期財務報表附註

For the six months ended 30th June, 2021 截至二零二一年六月三十日止六個月

### 9. INTERESTS IN ASSOCIATES

### 9. 於聯營公司之權益

		30.6.2021 二零二一年 六月三十日 HK\$'000 港幣千元 (unaudited) (未經審核)	31.12.2020 二零二零年 十二月三十一日 HK\$'000 港幣千元 (unaudited) (未經審核)
Cost of unlisted investments	非上市投資之成本	894,457	894,457
Share of post-acquisition losses	應佔收購後虧損	(469,046)	(484,207)
Dividend payment	股息支付	(40,812)	(25,889)
Exchange difference	滙兌差額	25,338	16,906
Interests in associates	於聯營公司之權益	<b>409,937</b>	401,267

Particulars of the Group's associates at 30th June, 2021 and 31st December, 2020 are set out below:

於二零二一年六月三十日及二零二零年十二月三十一日，本集團之聯營公司詳情如下：

Name of associate 聯營公司名稱	Country of incorporation and operation 公司成立和經營	Attributable equity interest held by the Group 集團持有的歸屬股權		Principal activity 主要業務
		30.06.2021 二零二一年 六月三十日 %	31.12.2020 二零二零年 十二月三十一日 %	
Somina Somina公司	Republic of Niger 尼日爾	37.20	37.20	Mining 礦業開採
CNNC Financial Leasing Company Limited ("CNNC Leasing") 中核融資租賃有限公司 (「中核租賃」)	The PRC 中國	11.36*	11.36*	Provision of financial leasing services 於提供融資租賃服務

\* The company is accounted for as an associate of the Company at 30th June, 2021 and 31st December, 2020 as in accordance with the memorandum and articles of association of the company, major financial and operating policies of the company require consent with simple majority in the board of directors. The Group has one out of seven directors in the board of directors of CNNC Leasing. Therefore, the Group has significant influence over CNNC Leasing.

\* 根據公司章程大綱和組織章程細則，該公司於二零二一年六月三十日及二零二零年十二月三十一日被視為本公司的聯營公司，該公司的主要財務和經營政策需要獲得董事會簡單多數同意。本集團在中核租賃的董事會中有七名董事中有一名，因此，本集團對中核租賃具有重大影響力。

For the six months ended 30th June, 2021 截至二零二一年六月三十日止六個月

## 10. INVENTORIES

## 10. 存貨

		30.6.2021 二零二一年 六月三十日 HK\$'000 港幣千元 (unaudited) (未經審核)	31.12.2020 二零二零年 十二月三十一日 HK\$'000 港幣千元 (unaudited) (未經審核)
Uranium concentrates	濃縮鈾	3,417	3,417
		<b>3,417</b>	3,417

## 11. TRADE AND OTHER RECEIVABLES AND PREPAYMENTS

## 11. 應收貿易款項及其他應收款項以及預付款項

The Group allows a credit period of up to 30 to 60 days to its trade customers. The following is an ageing analysis of trade receivables based on the invoice date, which approximated the revenue recognition date at the end of the reporting period:

本集團給予其貿易客戶30至60日的信貸期。於呈報期末按發票日(與收入確認日期相若)呈列之應收貿易款項之賬齡分析如下：

		30.6.2021 二零二一年 六月三十日 HK\$'000 港幣千元 (unaudited) (未經審核)	31.12.2020 二零二零年 十二月三十一日 HK\$'000 港幣千元 (unaudited) (未經審核)
Trade receivables — aged 0 to 30 days	應收貿易款項 — 賬齡0至30日	—	29,305
Other receivables	其他應收款項	785	482
Deposits paid	已付按金	34	34
Prepayments	預付款項	2,377	942
Amount due from an associate (note)	應收一間聯營公司 款項(附註)	14,923	—
		<b>18,119</b>	30,763

Note: The amount is unsecured, interest-free and repayable on demand.

附註：該款項為無抵押，免息及按要求還款。

## 12. OTHER PAYABLES AND ACCRUALS

The Group's other payables included an amount due to a joint operator of the joint operation of approximately HK\$17,916,000 (31st December, 2020: approximately HK\$15,971,000). The amount is unsecured, interest-free and repayable on demand.

## 13. AMOUNTS DUE TO AN INTERMEDIATE HOLDING COMPANY/ULTIMATE HOLDING COMPANY/A FELLOW SUBSIDIARY

The amounts due to an intermediate holding company, ultimate holding company and a fellow subsidiary are unsecured, interest-free and repayable on demand.

## 14. BANK BORROWINGS

During the period, the Group did not raise any new bank borrowing (six months ended 30th June, 2020: approximately HK\$313,473,000).

As at 30th June, 2021, the Group has bank borrowings, before accounting for the loan front-end fee, of approximately HK\$238,018,000 that are denominated in currencies other than the functional currencies of the relevant group entity. The borrowings are secured by the 11.36% equity investment in CNNC Leasing with carrying value of approximately HK\$409,937,000, entire share capital of CNNC International (HK) Limited ("CNNC (HK)"), a wholly owned subsidiary of the Company, restricted cash of approximately HK\$1,979,000 and all monies, dividends and interest receivable in respect of CNNC Leasing, if any.

## 15. SHARE CAPITAL

## 12. 其他應付款項以及應計欠款

集團其他應付款項包括應付合營業務關聯方款項約港幣17,916,000元(二零二零年十二月三十一日:約港幣15,971,000元)。該款項為無抵押、免息及按要求還款。

## 13. 應付一間中介控股公司/最終控股公司/一間同母系附屬公司款項

應付一間中介控股公司、最終控股公司及一間同母系附屬公司款項為無抵押、免息及按要求償還。

## 14. 銀行借款

期內,本集團並無籌措任何新銀行借款(截至二零二零年六月三十日止六個月:約港幣313,473,000元)。

於二零二一年六月三十日,本集團約港幣238,018,000元的銀行借貸(未計及貸款前期費用之前)是以本集團的功能貨幣以外之貨幣計值。此貸款以中核租賃賬面值的約港幣409,937,000元的11.36%的股權投資,及本公司全資附屬子公司中核國際(香港)有限公司(簡稱「中核(香港)」)的全部股權及約港幣1,979,000元的受限制存款、全部貨幣、以及中核租賃的股息支付及應收中核租賃的利息作為抵押,如有。

## 15. 股本

		Number of ordinary shares 普通股數目	Amount 金額 HK\$'000 港幣千元
Ordinary shares of HK\$0.01 each	每股面值港幣0.01元之普通股		
Authorised:	法定:		
At 1st January, 2020,	於二零二零年一月一日、		
31st December, 2020	二零二零年十二月三十一日		
and 30th June, 2021	及二零二一年六月三十日	1,000,000,000	10,000
Issued and fully paid:	已發行及繳足:		
At 1st January, 2020,	於二零二零年一月一日、		
31st December, 2020	二零二零年十二月三十一日		
and 30th June, 2021	及二零二一年六月三十日	489,168,308	4,892

## 16. FAIR VALUE MEASUREMENT OF FINANCIAL INSTRUMENTS

The fair values of the financial assets and liabilities are not materially different from their carrying amounts because of the immediate or the short term maturity of those financial instruments. The following table presents assets measured at fair value in the condensed consolidated statement of financial position in accordance with the fair value hierarchy. The hierarchy groups assets into three levels based on the relative reliability of significant inputs used in measuring the fair value of these assets. The fair value hierarchy has the following levels:

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

## 17. RELATED PARTY TRANSACTIONS

Apart from the related party transactions and balances disclosed elsewhere in the condensed consolidated interim financial statements, the Group had the following significant related party transactions during the period.

### (i) Remuneration of directors and other members of key management

The remuneration of directors and other members of key management during the period was as follows:

		30.6.2021 二零二一年 HK\$'000 港幣千元 (unaudited) (未經審核)	30.6.2020 二零二零年 HK\$'000 港幣千元 (unaudited) (未經審核)
Short-term benefits	短期福利	2,050	2,102
Post-employment benefits	退休後福利	87	87
		<b>2,137</b>	<b>2,189</b>

## 16. 金融工具公平值之計量

金融資產及負債的公平值與其賬面值並無重大差異，原因為該等金融工具為即時或短期內到期。下表呈列簡明綜合財務狀況表中根據公平值分級按公平值計量的資產。該分級根據用作計量資產公平值的主要輸入值的相對可靠性將資產分為三級。公平值分級分為以下級別：

- 第一級公平值計量乃自相同資產或負債於活躍市場中所報未調整價格得出；
- 第二級公平值計量乃除第一級計入之報價外，自資產或負債可直接（即價格）或間接（即自價格衍生）觀察輸入數據得出；及
- 第三級公平值計量乃自包括並非根據可觀察市場數據之資產或負債輸入數據（不可觀察輸入數據）之估值方法得出。

## 17. 關連方交易

除於簡明綜合中期財務報表其他部分所披露之關連方交易及結餘外，本集團於期內有以下重大關連方交易。

### (i) 董事及其他主要管理層成員之酬金

期內董事及其他主要管理層成員之酬金如下：

#### Six months ended 30th June, 截至六月三十日止六個月

30.6.2021 二零二一年 HK\$'000 港幣千元 (unaudited) (未經審核)	30.6.2020 二零二零年 HK\$'000 港幣千元 (unaudited) (未經審核)
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## 17. RELATED PARTY TRANSACTIONS (continued)

### (i) Remuneration of directors and other members of key management (continued)

The remuneration of directors and key executives is determined by the remuneration committee having regard to the performance of individuals and market trends.

### (ii) Transactions and balances with PRC government-related entities in the PRC

The Group operates in an economic environment currently pre-dominated by entities controlled, jointly controlled or significantly influenced by the PRC government.

In addition, the Group itself is part of a larger group of companies under CNNC which is controlled by the PRC government. The balances are disclosed in the condensed consolidated statement of financial position on page 16.

The Group has also entered into various transactions, including deposits placements with certain banks and financial institutions which are PRC government-related entities in its ordinary course of business. The directors of the Company are of the opinion that except as disclosed above, transactions with other PRC government related entities are not significant to the Group's operations.

During the six months ended 30th June, 2021, the Group paid rental expenses of approximately HK\$162,000 (six months ended 30th June, 2020: approximately HK\$131,000) to a fellow subsidiary of the Group for its office in the PRC.

## 18. CONTINGENT LIABILITIES

As at 30th June, 2021, the Group does not have any significant contingent liabilities (31st December, 2020: Nil).

## 17. 關連方交易 (續)

### (i) 董事及其他主要管理層成員之酬金 (續)

董事及主要行政人員之酬金乃由薪酬委員會經計及個人表現及市場趨勢後釐定。

### (ii) 於中國與中國政府相關實體之交易及結餘

本集團之營商環境現時由中國政府所控制、共同控制或對其有重大影響力之實體主導。

此外，本集團本身為中核集團旗下眾多公司成員之一，而中核集團受中國政府控制。有關結餘披露於第16頁簡明綜合財務狀況表。

本集團亦於一般業務過程中與若干屬中國政府相關實體之銀行及金融機構訂立多項交易。本公司董事認為，除上文披露外，與其他中國政府相關實體之交易對本集團營運並不重要。

截至二零二一年六月三十日止六個月，本集團就其位於中國之辦事處向本集團一間同母系附屬公司支付租金開支約港幣162,000元(截至二零二零年六月三十日止六個月：約港幣131,000元)。

## 18. 或然負債

於二零二一年六月三十日，本集團無重大或然負債(二零二零年十二月三十一日：無)。

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