



中國黃金國際資源有限公司

China Gold International Resources Corp. Ltd.

(Incorporated in British Columbia, Canada with limited liability)

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2025

Interim Report



MANAGEMENT'S DISCUSSION AND ANALYSIS

Management's Discussion and Analysis of Financial Condition and Results of Operations for the three and six months ended June 30, 2025. (Stated in U.S. dollars, except as otherwise noted)

FORWARD-LOOKING STATEMENTS	1
THE COMPANY	2
OVERVIEW	2
PERFORMANCE HIGHLIGHTS	2
OUTLOOK	3
RESULTS OF OPERATIONS	5
SELECTED QUARTERLY FINANCIAL DATA	5
SELECTED QUARTERLY PRODUCTION DATA AND ANALYSIS	5
REVIEW OF QUARTERLY DATA	7
NON-IFRS MEASURES	9
MINERAL PROPERTIES	11
THE CSH MINE	11
THE JIAMA MINE	13
LIQUIDITY AND CAPITAL RESOURCES	17
CASH FLOWS	18
OPERATING CASH FLOW	19
INVESTING CASH FLOW	19
FINANCING CASH FLOW	19
EXPENDITURES INCURRED	19
GEARING RATIO	19
SIGNIFICANT INVESTMENTS, ACQUISITIONS AND DISPOSAL OF SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES, AND FUTURE PLAN FOR MATERIAL INVESTMENTS OF CAPITAL ASSETS	20
CHARGE ON ASSETS	20
EXPOSURE TO FLUCTUATIONS IN EXCHANGE RATES AND RELATED HEDGES	20
COMMITMENTS	20
RELATED PARTY TRANSACTIONS	21
PROPOSED TRANSACTIONS	22
CRITICAL ACCOUNTING ESTIMATES	22
CHANGE IN ACCOUNTING POLICIES	22
FINANCIAL INSTRUMENTS AND OTHER INSTRUMENTS	22
OFF-BALANCE SHEET ARRANGEMENTS	22
DIVIDEND AND DIVIDEND POLICY	22
OUTSTANDING SHARES	23
DISCLOSURE CONTROLS AND PROCEDURES AND INTERNAL CONTROL OVER FINANCIAL REPORTING	23
RISK FACTORS	23
QUALIFIED PERSON	23
ADDITIONAL INFORMATION	23



MANAGEMENT'S DISCUSSION AND ANALYSIS

The following Management Discussion and Analysis of financial condition and results of operations (“MD&A”) is prepared as of August 14, 2025. It should be read in conjunction with the consolidated financial statements and notes thereto of China Gold International Resources Corp. Ltd. (referred to herein as “China Gold International”, the “Company”, “we” or “our” as the context may require) for the three and six months ended June 30, 2025 and the three and six months ended June 30, 2024, respectively. Unless the context otherwise provides, references in this MD&A to China Gold International or the Company refer to China Gold International and each of its subsidiaries collectively on a consolidated basis.

The following discussion contains certain forward-looking statements relating to the Company's plans, objectives, expectations and intentions, which are based on the Company's current expectations and are subject to risks, uncertainties and changes in circumstances. Readers should carefully consider all of the information set out in this MD&A, including the risks and uncertainties outlined further in the Company's Annual Information Form (“Annual Information Form” or “AIF”) dated March 27, 2025 on SEDAR+ at www.sedarplus.ca, www.chinagoldintl.com and www.hkex.com.hk. For further information on risks and other factors that could affect the accuracy of forward-looking statements and the result of operations of the Company, please refer to the sections titled “Forward-Looking Statements” and “Risk Factors” and to discussions elsewhere within this MD&A. China Gold International's business, financial condition or results of operations could be materially and adversely affected by any of these risks.

FORWARD-LOOKING STATEMENTS

Certain statements made herein, other than statements of historical fact relating to the Company, represent forward-looking information. In some cases, this forward-looking information can be identified by words or phrases such as “may”, “will”, “expect”, “anticipate”, “contemplates”, “aim”, “estimate”, “intend”, “plan”, “believe”, “potential”, “continue”, “is/are likely to”, “should” or the negative of these terms, or other similar expressions intended to identify forward-looking information. This forward-looking information includes, among other things; China Gold International's production estimates, business strategies and capital expenditure plans; the development and expansion plans and schedules for the CSH Mine and the Jiama Mine; China Gold International's financial condition; the regulatory environment as well as the general industry outlook; general economic trends in China; and statements respecting anticipated business activities, planned expenditures, corporate strategies, participation in projects and financing, and other statements that are not historical facts.

By their nature, forward-looking information involves numerous assumptions, both general and specific, which may cause the actual results, performance or achievements of China Gold International and/or its subsidiaries to be materially different from any future results, performance or achievements expressed or implied by the forward-looking information. Some of the key assumptions include, among others, the absence of any material change in China Gold International's operations or in foreign exchange rates, the prevailing price of gold, copper and other non-ferrous metal products; the absence of lower-than-anticipated mineral recovery or other production problems; effective income and other tax rates and other assumptions underlying China Gold International's financial performance as stated in the Company's technical reports for its CSH Mine and Jiama Mine; China Gold International's ability to obtain regulatory confirmations and approvals on a timely basis; continuing positive labor relations; the absence of any material adverse effects as a result of political instability, terrorism, natural disasters, pandemics such as COVID-19, litigation or arbitration and adverse changes in government regulation; the availability and accessibility of financing to China Gold International; and the performance by counterparties of the terms and conditions of all contracts to which China Gold International and its subsidiaries are a party. The forward-looking information is also based on the assumption that none of the risk factors identified in this MD&A or in the AIF that could cause actual results to differ materially from the forward-looking information actually occurs.

MANAGEMENT'S DISCUSSION AND ANALYSIS

Forward-looking information contained herein as of the date of this MD&A is based on the opinions, estimates and assumptions of management. There are a number of important risks, uncertainties and other factors that could cause actual actions, events or results to differ materially from those described as forward-looking information. China Gold International disclaims any obligation to update any forward-looking information, whether as a result of new information, estimates, opinions or assumptions, future events or results, or otherwise except to the extent required by law. There can be no assurance that forward-looking information will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements. The forward-looking information in this MD&A is expressly qualified by this cautionary statement. The reader is cautioned not to place undue reliance on forward-looking information.

THE COMPANY

Overview

China Gold International is a gold and base metal mining company registered in British Columbia, Canada. The Company's main business involves the operation, acquisition, development and exploration of gold and base metal properties.

The Company's principal mining operations are the Chang Shan Hao Gold Mine ("CSH Mine" or "CSH"), located in Inner Mongolia, China and the Jiama Copper-Gold Polymetallic Mine ("Jiama Mine" or "Jiama"), located in Tibet, China. China Gold International holds a 96.5% interest in the CSH Mine, while its Chinese joint venture ("CJV") partner holds the remaining 3.5% interest. The Company owns a 100% interest in the Jiama Mine, which hosts a large scale copper-gold polymetallic deposit containing copper, gold, molybdenum, silver, lead and zinc metals.

China Gold International's common shares are listed on the Toronto Stock Exchange ("TSX") and The Stock Exchange of Hong Kong Limited ("HKSE") under the symbol CGG and the stock code 2099, respectively. Additional information about the Company, including the Company's Annual Information Form, is available on SEDAR+ at sedarplus.ca as well as Hong Kong Exchange News at hkexnews.hk.

Performance Highlights

Three months ended June 30, 2025

- Revenue increased by 108% to US\$307.3 million from US\$148.0 million for the same period in 2024.
- Mine operating earnings of US\$159.4 million, increased by US\$130.0 million from mine operating earnings of US\$29.4 million for the same period in 2024.
- Net profit of US\$116.3 million increased by US\$121.1 million from net loss of US\$4.8 million for the same period in 2024.
- Cash flow from operation of US\$191.3 million, increased from US\$80.9 million for the same period in 2024.
- Total gold production increased by 38% to 43,403 ounces from 31,373 ounces for the same period in 2024.
- Total copper production was 39.7 million pounds (approximately 18,013 tonnes) an increase from 18.6 million pounds (approximately 8,454 tonnes) for the same period in 2024.



MANAGEMENT'S DISCUSSION AND ANALYSIS

Six months ended June 30, 2025

- Revenue increased by 178% to US\$580.4 million from US\$208.5 million for the same period in 2024.
- Mine operating earnings of US\$277.1 million, increased by US\$259.2 million from US\$17.9 million for the same period in 2024.
- Net profit of US\$202.3 million increased by US\$233.2 million from net loss of US\$30.9 million for the same period in 2024.
- Cash flow from operation of US\$334.8 million, increased from US\$88.1 million for the same period in 2024.
- Total gold production increased by 69% to 88,200 ounces from 52,087 ounces for the same period in 2024.
- Total copper production was 77.0 million pounds (approximately 34,924 tonnes) an increase from 23.3 million pounds (approximately 10,547 tonnes) for the same period in 2024.

Outlook

After the repairs and reinforcements of the overflow of the Guolangou Tailings Dam, the Government of Tibet Autonomous Region and relevant departments of the central government approved the resumption of Jiama's operations on May 30, 2024, with a daily processing capacity of 34,000 tonnes, which is lower than the design processing capacity. The Company is actively advancing the construction of the Phase III tailings pond, which is expected to be completed and put into operation in the first half of 2027. The total daily processing capacity is anticipated to increase to 44,000 tpd once the Phase III tailings pond is in operation.

The open-pit operations at the CSH gold mine are nearing the end of its mine life. With the CSH pit's increased depth, the stability of the open pit slopes is becoming more and more prominent in determining the operations plan. Ensuring slope stability and avoiding systematic risks at this stage are the Company's top priority to ensure safe and sustainable production.

Inconsideration of the events, the Company reports separate production guidance for the two mines in 2025.

CSH Mine:

- It is expected that the gold production range will be 77,162 ounces to 83,592 ounces (approximately 2.4 tonnes to 2.6 tonnes) in 2025.

Jiama Mine:

- It is expected that the copper production range will be 139 million pounds to 148 million pounds (approximately 63,000 tonnes to 67,000 tonnes) in 2025;
- It is expected that the gold production range will be 69,124 ounces to 73,947 ounces (approximately 2.15 tonnes to 2.3 tonnes) in 2025.

MANAGEMENT'S DISCUSSION AND ANALYSIS

Outline of the Long-Term Development Plan for the Jiama Mine

In 2024, the Company successfully restored stable operation at the Jiama Mine. In addition, the Company continued to focus its efforts on optimizing resource utilization plan, integrating the identified high-grade underground resources, and accelerating the exploration work at high potential zones. The long-term development plan for the Jiama Mine consists of three phases:

- Prior to the completion of the construction of the new tailings storage facility (the “Youlongbu tailings storage facility”), the Jiama Mine Phase II processing plant will maintain and operate at its current processing capacity of 34,000 tons per day to match the Guolanggou’s storage capacity (the operation of Phase I processing plant has been suspended since May 2024).
- The Youlongbu tailings storage facility is scheduled to commence operation in 2027, allowing a further increase in the Jiama Mine’s production capacity. Over the next two years, as part of the underground resource integration plan, the Company plans to apply to increase the permitted capacity on its mining license for the Jiama Mine, subject to compliance with the relevant safety requirements. Currently, the permitted capacity on the mining license of the Jiama Mine is 14.4 million tonnes per year (approximately 44,000 tonnes per day based on 330 operating days per year). Subject to the government approval of an increased annual mining rate, and following the commissioning of Youlongbu tailings storage facility, the Jiama Mine’s ore processing volume will return to the level of 50,000 tonnes per day, in line with the designed processing capacity of the processing plants. In addition, endeavors are underway so that the production levels at the Jiama Mine will restore to those before the Guolanggou tailings overflow through blending of high-grade underground ores.
- The Company is also working to delineate new resources at satellite deposits near the Jiama Mine. The Company has been actively conducting geological exploration work in two areas: the Bayi Ranch and the Zegulang North, both of which have shown significant resource potential. The Company will provide an update on the exploration progress and results in due course. Subject to the final exploration outcomes and feasibility studies on resource development, the Company will formulate a comprehensive expansion plan for the Jiama Mine area. This study has already been initiated at a preliminary stage.

MANAGEMENT'S DISCUSSION AND ANALYSIS

RESULTS OF OPERATIONS

Selected Quarterly Financial Data

	2025		Quarter ended				2023	
(US\$ in thousands except per share)	30-Jun	31-Mar	31-Dec	30-Sep	30-Jun	31-Mar	31-Dec	30-Sep
Revenue	307,269	273,096	293,567	254,581	147,955	60,543	71,315	62,325
Cost of sales	147,872	155,444	171,413	207,762	118,512	72,039	73,219	76,616
Mine operating earnings (loss)	159,397	117,653	122,154	46,819	29,443	(11,496)	(1,904)	(14,291)
General and administrative expenses	12,068	12,232	17,877	9,944	10,649	9,096	10,071	11,399
Exploration and evaluation expenditures	133	508	247	49	50	92	393	271
Research and development expenses	5,256	3,296	8,118	4,704	2,113	787	867	1,756
Income (loss) from operations	141,940	101,617	95,912	32,122	16,631	(21,471)	(13,235)	(27,717)
Foreign exchange (loss) gain	(2,037)	(2,654)	(4,631)	2,670	(443)	(157)	(579)	1,092
Finance costs	4,580	5,002	5,313	5,692	5,722	5,663	5,651	5,737
Profit (loss) before income tax	139,252	95,770	85,540	30,166	3,924	(26,410)	(20,476)	(32,440)
Income tax expense (credit)	22,909	9,791	17,223	2,293	8,768	(362)	(2,965)	(1,662)
Net profit (loss)	116,343	85,979	68,317	27,873	(4,844)	(26,048)	(17,511)	(30,778)
Basic earnings (loss) per share (cents)	29.08	21.45	16.97	6.84	(1.36)	(6.63)	(4.51)	(7.99)
Diluted earnings per share (cents)	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A

Selected Quarterly Production Data and Analysis

CSH Mine	Three months ended June 30,		Six months ended June 30	
	2025	2024	2025	2024
Gold sales (US\$ million)	84.58	55.11	163.67	91.28
Realized average price (US\$) of gold per ounce	3,319	2,405	3,094	2,285
Gold produced (ounces)	22,090	22,981	45,829	40,257
Gold sold (ounces)	25,483	22,916	52,893	39,951
Total production cost (US\$ per ounce)	1,612	1,608	1,619	1,627
Cash production cost ⁽¹⁾ (US\$ per ounce)	1,251	924	1,153	954

(1) Non-IFRS measure. See 'Non-IFRS measures' section of this MD&A

MANAGEMENT'S DISCUSSION AND ANALYSIS

Gold production at the CSH Mine decreased by 4% to 22,090 ounces for the three months ended June 30, 2025 compared to 22,981 ounces for the same period in 2024. The total production cost of gold for the three months ended June 30, 2025 remained consistent at US\$1,612 per ounce compared to US\$1,608 for the same period in 2024. The cash production cost of gold for the three months ended June 30, 2025 increased to US\$1,251 per ounce from US\$924 for the same period in 2024. The increase cost for the three months is attributed to a one-time payment of land use tax of US\$11.4 million.

Jiama Mine	Three months ended June 30,		Six months ended June 30,	
	2025	2024	2025	2024
Copper sales (US\$ in millions)	110.72	69.64	204.22	85.23
Realized average price ¹ (US\$) of copper per pound after smelting fee discount ⁶	2.86	3.74	2.70	3.67
Copper produced (tonnes)	18,013	8,454	34,924	10,547
Copper produced (pounds)	39,710,002	18,638,240	76,993,263	23,252,987
Copper sold (tonnes)	17,565	8,347	34,292	10,427
Copper sold (pounds)	38,722,492	18,400,870	75,599,786	22,987,086
Gold produced (ounces)	21,313	8,392	42,371	11,830
Gold sold (ounces)	20,881	8,363	41,619	11,778
Silver produced (ounces)	1,436,260	297,118	2,750,668	432,621
Silver sold (ounces)	1,392,389	295,327	2,685,804	430,201
Lead produced (tonnes)	10,262	–	21,038	–
Lead produced (pounds)	22,624,764	–	46,381,857	–
Lead sold (tonnes)	9,718	–	20,201	–
Lead sold (pounds)	21,423,651	–	44,536,444	–
Zinc produced (tonnes)	5,477	–	10,893	–
Zinc produced (pounds)	12,075,719	–	24,015,893	–
Zinc sold (tonnes)	5,107	–	10,470	–
Zinc sold (pounds)	11,258,963	–	23,081,507	–
Moly produced (tonnes)	255	106	452	106
Moly produced (pounds)	559,570	234,733	997,022	234,733
Moly sold (tonnes)	234	–	494	–
Moly sold (pounds)	516,452	–	1,087,991	–
Total production cost ² (US\$) of copper per pound	3.19	5.06	3.29	6.36
Total production cost ² (US\$) of copper per pound after by-products credits ⁴	0.33	3.81	0.53	5.00
Cash production cost ⁴ (US\$) per pound of copper	2.35	4.05	2.48	5.05
Cash production cost ³ (US\$) of copper per pound after by-products credits ⁴	(0.49)	2.80	(0.28)	3.69

- 1 A discount factor of 11.9% to 25.3% is applied to the copper benchmark price to compensate the refinery costs incurred by the buyers. The discount factor is higher if the grade of copper in copper concentrate is below 18%. The industry standard of copper in copper concentrate is between 18-20%.
- 2 Production costs include expenditures incurred at the mine sites for the activities related to production including mining, processing, mine site G&A and royalties etc.
- 3 Non-IFRS measure. See 'Non-IFRS measures' section of this MD&A
- 4 By-products credit refers to the sales of gold, silver, lead, zinc and moly during the corresponding period.
- 5 Increased production of by-products combined with reduced G&A and R&D costs, has resulted in by-product credits exceeding total production cost of copper.
- 6 Due to the relatively high discount factor applied to mixed ore, the overall copper sales price decreased compared with the prior year.



MANAGEMENT'S DISCUSSION AND ANALYSIS

During the three months ended June 30, 2025, The Jiama Mine produced 18,013 tonnes (approximately 39.7 million pounds) of copper, which increased from 8,454 tonnes (approximately 18.6 million pounds) during the comparative three month period in 2024.

Review of Quarterly Data

Three months ended June 30, 2025 compared to three months ended June 30, 2024

Revenue of US\$307.3 million for the second quarter of 2025, increased by US\$159.3 million from US\$148.0 million for the same period in 2024.

Revenue from the CSH Mine was US\$84.6 million, an increase of US\$29.5 million from US\$55.1 million for the same period in 2024. The realized average gold price increased by 38%, from US\$2,405/oz in Q2 2024 to US\$3,319/oz in Q2 2025. Gold sold by the CSH Mine was 25,483 ounces (gold produced: 22,090 ounces), compared to 22,916 ounces (gold produced: 22,981 ounces) for the same period in 2024.

Revenue from the Jiama Mine was US\$222.7 million, an increase of US\$129.9 million, compared to US\$92.8 million for the same period in 2024. The realized average price of copper decreased by 24%, from US\$3.74/pound in Q2 2024 to US\$2.86/pound in Q2 2025. Total copper sold was 17,564 tonnes (38.7 million pounds) for the three months ended June 30, 2025, an increase of 110% from 8,347 tonnes (18.4 million pounds) for the same period in 2024.

Cost of sales of US\$147.9 million for the quarter ended June 30, 2025, an increase of US\$29.4 million from US\$118.5 million for the same period in 2024. The cost of sales increased due to the resumption of operations at the Jiama Mine, leading to higher production costs as the Phase II processing plants was reactivated.

Mine operating earnings of US\$159.4 million for the three months ended June 30, 2025, an increase of US\$130.0 million from US\$29.4 million for the same period in 2024.

General and administrative expenses increased by US\$1.5 million, from US\$10.6 million for the quarter ended June 30, 2024 to US\$12.1 million for the quarter ended June 30, 2025, was driven by higher operational support costs associated with the resumption of production at the Jiama Mine.

Research and development expenses of US\$5.3 million for the three months ended June 30, 2025, increased from US\$2.1 million for the comparative 2024 period. The increase was primarily driven by the Company's research and development efforts focused on improving recovery rates and optimizing processing and mining processes.

Income from operations of US\$141.9 million for the second quarter of 2025, increased by US\$125.3 million, compared to US\$16.6 million for the same period in 2024.

Foreign exchange loss of US\$2.0 million for the three months ended June 30, 2025, increased from US\$0.4 million for the same period in 2024. The loss was attributed to changes in the RMB/USD exchange rates and the revaluation of monetary items held in Chinese RMB.

Interest and other income of US\$4.9 million for the three months ended June 30, 2025, increased from US\$2.6 million for the same period in 2024, primarily due to higher dividend received from China Nonferrous Mining Corporation Limited in the current quarter compared to last year.

Finance costs of US\$4.6 million for the three months ended June 30, 2025, decreased by US\$1.1 million compared to US\$5.7 million for the same period in 2024. The decrease was primarily due to a reduction in total borrowings outstanding. Management continues to monitor the Company's debt structure and financing costs to optimize capital efficiency.

MANAGEMENT'S DISCUSSION AND ANALYSIS

Other expense of US\$1.0 million for the three months ended June 30, 2025, decreased from US\$9.1 million for the same period in 2024. During the current quarter, the Company fully settled the litigation compensation related to the case involving Huaxin Construction Group Co., Ltd., Zhongxinfang, and the Company's subsidiary, Tibet Huatailong Mining Development Co., Ltd. The difference of US\$0.9 million between the actual settlement and the amount previously accrued was recognized in the current quarter as an additional expense.

Income tax expense of US\$22.9 million for the three months ended June 30, 2025, increased by US\$14.1 million from US\$8.8 million for the comparative period in 2024. During the current quarter, the Company had US\$7.1 million of deferred tax expense compared to US\$5.7 million for the same period in 2024.

Net income of US\$116.3 million for the three months ended June 30, 2025, increased by US\$121.1 million from a loss of US\$4.8 million for the three months ended June 30, 2024.

Six months ended June 30, 2025 compared to six months ended June 30, 2024

Revenue of US\$580.4 million for the first half of 2025, increased by US\$371.9 million from US\$208.5 million for the same period in 2024.

Revenue from the CSH Mine was US\$163.7 million, an increase of US\$72.4 million from US\$91.3 million for the same period in 2024. The realized average gold price increased by 35%, from US\$2,285/oz in the first six months of 2024 to US\$3,094/oz in the same period of 2025. Gold sold by the CSH Mine was 52,893 ounces (gold produced: 45,829 ounces), compared to 39,951 ounces (gold produced: 40,257 ounces) for the same period in 2024.

Revenue from the Jiama Mine was US\$416.7 million, an increase of US\$299.5 million, compared to US\$117.2 million for the same period in 2024. The realized average price of copper decreased by 26%, from US\$3.67/pound in the first six months of 2024 to US\$2.70/pound in the same period of 2025. Total copper sold was 34,292 tonnes (75.6 million pounds) for the six months ended June 30, 2025, an increase of 229% from 10,427 tonnes (23.0 million pounds) for the same period in 2024.

Cost of sales of US\$303.3 million for the six months ended June 30, 2025, an increase of US\$112.7 million from US\$190.6 million for the same period in 2024. The cost of sales increased due to the resumption of operations at the Jiama Mine, leading to higher production costs as the Phase II processing plants was reactivated.

Mine operating earnings of US\$277.1 million for the six months ended June 30, 2025, an increase of US\$259.2 million from US\$17.9 million for the same period in 2024.

General and administrative expenses increased by US\$4.6 million, from US\$19.7 million for the six months ended June 30, 2024 to US\$24.3 million for the same period in 2025, primarily driven by higher operational support costs associated with the resumption of production at the Jiama Mine.

Research and development expenses of US\$8.6 million for the six months ended June 30, 2025, increased from US\$2.9 million for the comparative 2024 period. The increase was primarily driven by the Company's research and development efforts focused on improving recovery rates and optimizing processing and mining processes.

Income from operations of US\$243.6 million for the six months ended June 30, 2025, increased by US\$248.4 million, compared to a loss of US\$4.8 million for the same period in 2024.

Foreign exchange loss of US\$4.7 million for the six months ended June 30, 2025, increased from US\$0.6 million for the same period in 2024. The loss was attributed to changes in the RMB/USD exchange rates and the revaluation of monetary items held in Chinese RMB.



MANAGEMENT'S DISCUSSION AND ANALYSIS

Interest and other income of US\$6.7 million for the six months ended June 30, 2025, increased from US\$3.8 million for the same period in 2024, primarily due to higher interest income earned during the current quarter and increased dividend received from China Nonferrous Mining Corporation Limited compared to the corresponding period last year.

Finance costs of US\$9.6 million for the six months ended June 30, 2025, decreased by US\$1.8 million compared to US\$11.4 million for the same period in 2024. The decrease was primarily due to a reduction in total borrowings outstanding. Management continues to monitor the Company's debt structure and financing costs to optimize capital efficiency..

Other expense of US\$1.0 million for the six months ended June 30, 2025, decreased from US\$9.5 million for the same period in 2024. During the current period, the Company fully settled the litigation compensation related to the case involving Huaxin Construction Group Co., Ltd., Zhongxinfang, and the Company's subsidiary, Tibet Huatailong Mining Development Co., Ltd. The difference of US\$0.9 million between the actual settlement and the amount previously accrued was recognized in the current quarter as an additional expense.

Income tax expense of US\$32.7 million for the six months ended June 30, 2025, increased by US\$24.3 million from US\$8.4 million for the comparative period in 2024. During the current period, the Company had US\$4.5 million of deferred tax expense compared to US\$3.8 million for the same period in 2024.

Net income of US\$202.3 million for the six months ended June 30, 2025, increased by US\$233.2 million from a loss of US\$30.9 million for the same period in 2024.

NON-IFRS MEASURES

The cash cost of production, cash cost after by-product credits and cash cost per ounce and per pound are measures that are not in accordance with IFRS.

The Company has included these metrics to supplement its consolidated financial statements, which are presented in accordance with IFRS. Non-IFRS measures do not have any standardized meaning prescribed under IFRS, and therefore they may not be comparable to similar measures employed by other companies. The data is intended to provide additional information and should not be considered in isolation or as a substitute for measures of performance, operating results or financial condition prepared in accordance with IFRS. The Company has included cash production cost per ounce and per pound data because it understands that certain investors use this information to determine the Company's ability to generate earnings and cash flow. The measures are not necessarily indicative of operating results, cash flow from operations, or financial condition as determined under IFRS.

The following tables provide a reconciliation of cost of sales to the cash costs of production in total dollars and in dollars per gold ounce for the CSH Mine or per copper pound for the Jiama Mine:

MANAGEMENT'S DISCUSSION AND ANALYSIS

Cash production cost for gold is calculated as total cost of sales adjusted by depreciation and depletion and amortization of intangible assets. Cash production cost of gold per ounce is calculated as total cash production cost divided by total gold sold (ounces).

CSH Mine (Gold)	Three months ended June 30,				Six months ended June 30,			
	2025		2024		2025		2024	
	US\$		US\$		US\$		US\$	
	US\$	Per ounce	US\$	Per ounce	US\$	Per ounce	US\$	Per ounce
Total Cost of sales ¹	41,083,590	1,612	36,847,479	1,608	85,622,391	1,619	65,004,568	1,627
Adjustment – Depreciation & depletion	(9,042,823)	(355)	(15,304,996)	(668)	(24,217,957)	(458)	(26,365,649)	(660)
Adjustment – Amortization of intangible assets	(158,213)	(6)	(374,236)	(16)	(415,399)	(8)	(517,045)	(13)
Total cash production costs	31,882,554	1,251	21,168,247	924	60,989,035	1,153	38,121,874	954
Total Gold sold ounces		25,483		22,916		52,893		39,951

Cash production cost of gold US\$ per ounce calculated as total cash production cost divided by total gold sold ounces.

Cash Production cost for copper is calculated as production costs (total cost of sales adjusted by General and administrative expenses and Research and development expenses) adjusted by depreciation and depletion and amortization of intangible assets. Cash production cost of copper (pounds) is calculated as total cash production cost divided by total copper sold (pounds).

Jiama Mine (Copper with by-products credits)	Three months ended June 30,				Six months ended June 30,			
	2025		2024		2025		2024	
	US\$		US\$		US\$		US\$	
	US\$	Per Pound	US\$	Per Pound	US\$	Per Pound	US\$	Per Pound
Total Cost of sales	106,787,363	2.76	81,664,900	4.44	217,692,307	2.88	125,546,328	5.46
General and administrative expenses	11,037,384	0.29	9,457,005	0.51	22,317,829	0.30	17,734,615	0.77
Research and development expenses	5,256,877	0.14	2,113,409	0.11	8,552,476	0.11	2,900,350	0.13
Total production cost	123,081,624	3.19	93,235,314	5.06	248,562,612	3.29	146,181,293	6.36
Adjustment – Depreciation & depletion	(25,244,711)	(0.65)	(14,557,747)	(0.79)	(47,845,864)	(0.63)	(25,119,399)	(1.09)
Adjustment – Amortization of intangible assets	(7,184,749)	(0.19)	(3,967,193)	(0.22)	(13,933,658)	(0.18)	(4,999,755)	(0.22)
Total cash production costs	90,652,164	2.35	74,710,374	4.05	186,783,090	2.48	116,062,139	5.05
By-products credits	(110,149,983)	(2.84)	(22,926,200)	(1.25)	(208,730,753)	(2.76)	(31,362,146)	(1.36)
Total cash production costs after by-products credits	(19,497,820)	(0.49)	51,784,174	2.80	(21,947,663)	(0.28)	84,699,993	3.69
Total Copper sold pounds		38,722,492		18,400,870		75,599,786		22,987,086

Cash production cost of copper US\$ per pound calculated as total cash production cost divided by total copper sold pounds.

MANAGEMENT'S DISCUSSION AND ANALYSIS

MINERAL PROPERTIES

The CSH Mine

The CSH Mine is located in Inner Mongolia Autonomous Region of China (Inner Mongolia). The property hosts two low-grade, near surface gold deposits, along with other mineralized prospects. The main deposit is called the Northeast Zone (the "Northeast Zone"), while the second, smaller deposit is called the Southwest Zone (the "Southwest Zone").

The CSH Mine is owned and operated by Inner Mongolia Pacific Mining Co. Limited, a Chinese Joint Venture in which the Company holds a 96.5% interest and Ningxia Nuclear Industry Geological Exploration Institution holds the remaining 3.5%.

The CSH Mine is an open-pit mining operations with a designed mining and processing capacity of 60,000 tpd. In July 2019, CSH updated its mine plan based on a result of latest ultimate limit optimization, in which the production rate was reduced to 40,000 tpd with a life of mine ("LoM") of seven years as of 2019. The run-of-mine ore is heap leached with cyanide solution to extract gold and electro-winned to produce a gold dore which is sold to refiners. In June 2020, the operation of southwest pit ended.

The open-pit operations at the CSH gold mine are nearing the end of its mine life. With the increase in the pit's depth, the height and exposed area of the pit wall have increased, and the stability of the open pit slopes is becoming more and more prominent in determining the operations plan. Ensuring slope stability and avoiding systematic risks at this stage is the Company's top priority to ensure safe and sustainable production.

The Company continues to evaluate the potential for underground operations.

The major new contracts entered into during the six months ended June 30, 2025:

Item No.	Contract Name	Counterpart	Subject amount (US\$ millions)	Contract period (effective day and expiration date)	Date of Contract
1	Sales Contract for Waste Materials	Hunan Zhongxing Environmental Protection Technology Co., Ltd	10.81	2025.3.24 – 2025.4.24	2025.3.24
2	Open-pit to Underground Engineering Design	China ENFI Engineering Technology Co., Ltd	50.63	2025.4.24 – 2033.4.24	2025.4.24
3	Sales Contract for Waste Materials	Hunan Zhongxing Environmental Protection Technology Co., Ltd	11.27	2025.6.10 – 2025.7.2	2025.6.10

Production Update

CSH Mine	Three months ended June 30,		Six months ended June 30,	
	2025	2024	2025	2024
Ore mined and placed on pad (tonnes)	3,388,465	3,413,723	6,097,924	5,618,990
Average ore grade (g/t)	0.48	0.66	0.50	0.63
Recoverable gold (ounces)	30,882	43,184	58,817	68,354
Ending gold in process (ounces)	155,295	169,753	155,295	169,753
Waste rock mined (tonnes)	1,608,233	3,531,654	3,911,422	6,330,310

For the three months ended June 30, 2025, the total amount of ore placed on the leach pad was 3.4 million tonnes, with total contained gold of 30,882 ounces (960.6 kilograms). The overall accumulative project-to-date gold recovery rate remained consistent at approximately 56.40% at the end of June 30, 2025 from 56.47% at the end of March 31, 2025. Of which, gold recovery from the phase I and phase II heap leach pads were 59.77% and 54.27% at June 30, 2025, respectively.

MANAGEMENT'S DISCUSSION AND ANALYSIS

Exploration

CSH Gold Mine conducted a drilling program from May 16th 2024, and has completed a total of 3,308.11 m which takes up 92.40% of the total planned 3,589.0 drilling meters by the first quarter of 2025. Currently, DDH9400-5 and DDH9200-4 have completed, DDH9200-3 was designed to be 1,380 meters, and 1,115.01 meters have been completed, which is 80.79% of the planned drilling meters. Due to severe winter weather, at the mine site, the drilling program was suspended during December 15, 2024 to March 12, 2025. The drilling program resumed on March 13, 2025 and completed on May 13, 2025. The total drilled meterage is 1,379.01 meter for hole DDH9200-3. The year 2024 planned drilling holes from geological exploration program has been completed.

Mineral Resource Update

CSH Mine Mineral Resources by category, at December 31, 2024 under NI 43-101 are listed below:

Location	Mineral Resource Category	Tonnage (x1000 t)	Metal		
			Au (g/t)	Au (t)	Au (Moz)
Remaining within the open pit limit at a cut-off grade of 0.28 g/t Au	Measured	12,538	0.63	7.89	0.25
	Indicated	12,002	0.69	8.25	0.27
	M+I	24,540	0.66	16.13	0.52
	Inferred	2,576	0.41	1.04	0.03
Underground at a cut-off grade of 0.30 g/t Au	Measured	88,200	0.67	58.66	1.89
	Indicated	89,850	0.58	52.07	1.67
	M+I	178,050	0.62	110.72	3.56
	Inferred	62,090	0.49	30.68	0.99

Note:

Mineral Resources are reported in relation to a conceptual open-pit mining and underground block caving mining. Mineral Resources are not Mineral Reserves and do not have demonstrated economic viability. All figures are rounded to reflect the relative accuracy of the estimate. Raw assays have been capped. Mineral Resources include Mineral Reserves.

Mineral Resources are reported at a cut-off grade of 0.28 g/t Au for open-pit mining, based on the following parameters; the heap leaching & metallurgical recovery of 60% and gold bullion market price of USD1,980 per ounce. Additional Mineral Resources are reported at a cut-off grade of 0.30 g/t Au for underground block caving mining, based on the following parameters: the heap leaching & metallurgical recovery of 60% and gold bullion market price of USD1,980 per ounce. USD1.0000=RMB6.3457 dated in April 2022, and one troy ounce is equal to 31.1035 grams.

Resource Estimate by CGME Consulting Limited on August 19, 2022 and updated by Tony Guo, P.Geo., a qualified person as defined by NI 43-101.

MANAGEMENT'S DISCUSSION AND ANALYSIS

Mineral Reserves Update

CSH Mine Mineral Reserves by category at December 31, 2024 under NI 43-101 are summarized below:

Type	T (x 1,000)	Diluted Au g/t	Metal	
			Au t	Au Moz
Proven	11,989	0.61	7.34	0.24
Probable	11,477	0.67	7.69	0.25
Total	23,466	0.64	15.02	0.48

Note:

Mineral Reserves are reported based on the optimized ultimate open pit limit. All figures are rounded to reflect the relative accuracy of the estimate. Mineral Reserves are included in Mineral Resources.

Mineral Reserves are reported at a cut-off grade of 0.28 g/t Au for open-pit mining, based on the following parameters: the heap leaching & metallurgical recovery of 60% and gold bullion market price of USD1,568 per ounce. USD1.0000=RMB6.3457 dated in April 2022, and one troy ounce is equal to 31.1035 grams

Reserve Estimate by CGME Consulting Limited on August 19, 2022 and updated by Tony Guo, P.Geo., a qualified person as defined by NI 43-101.

The Jiama Mine

Jiama is a large copper-gold polymetallic deposit containing copper, gold, silver, molybdenum, lead and zinc, located in the Gandise metallogenic belt in Tibet Autonomous Region of China.

The Jiama Mine has both underground mining and open-pit mining operations. Phase I of the Jiama Mine commenced operation in the latter half of 2010 and reached its design capacity of 6,000 tpd in early 2011. Phase II of the Jiama Mine commenced mining operations in 2018 with 44,000 tpd design capacity. The combined mining and processing design capacity at the Jiama Mine is 50,000 tpd.

MANAGEMENT'S DISCUSSION AND ANALYSIS

The major new contracts entered into during the six months ended June 30, 2025:

Item No.	Contract Name	Counterpart	Subject amount (US \$ millions)	Contract period (effective day and expiration date)	Date of Contract
1	Tibet Huatailong Mining Development Co., Ltd. Jiama Copper Polymetallic Mine Youlongbu Tailings Dam PC General Contracting Contract	China National Gold Group Construction Co., Ltd.	244.25	2025.03 – 2027.06	2025.03
2	Molybdenum Concentrate Purchase and Sales Contract	China National Gold Group (Shanghai) Trading Co., Ltd.	50.13	2025.05 – 2028.05	2025.05
3	Supplementary Agreement to the “Tibet Huatailong Mining Development Co., Ltd. 2022-2024 Copper Concentrate Powder Purchase and Sales Contract	China National Gold Group International Trading Co., Ltd.	69.63	2025.05 – 2025.06	2025.05
4	Tibet Huatailong Mining Development Co., Ltd. 2025 Machinery and Equipment Leasing Project Contract	Sichuan Haotianyu Construction Machinery Leasing Co., Ltd.	2.91	2025.04 – 2025.12	2025.04
5	Tibet Huatailong Mining Development Co., Ltd. Jiama Copper Polymetallic Mine Youlongbu Tailings Dam General Contracting and Supervision Project Service Contract	Xinjiang Nonferrous Metallurgy Design and Research Institute Co., Ltd.	3.06	2025.06 – 2027.11	2025.06
6	Tibet Huatailong Mining Development Co., Ltd. Blasting Engineering Construction Service Project Construction Contract	Tibet Gaozheng Blasting Engineering Co., Ltd.	9.03	2025.06 – 2026.05	2025.06

Production Update

Jiama Mine	Three months ended June 30,		Six months ended June 30,	
	2025	2024	2025	2024
Ore processed (tonnes)	2,982,285	1,754,786	5,837,608	2,085,298
Average copper ore grade (%)	0.71	0.56	0.71	0.61
Copper recovery rate (%)	85	86	84	83
Average gold grade (g/t)	0.30	0.22	0.31	0.26
Gold recovery rate (%)	73	69	68	68
Average silver grade (g/t)	21.02	9.13	21.17	11.14
Silver recovery rate (%)	71	58	69	58
Average Lead grade (%)	1.08	–	1.04	–
Lead recovery rate (%)	77.85	–	77.06	–
Average Zinc grade (%)	0.63	–	0.58	–
Zinc recovery rate (%)	71.75	–	72.2	–
Average Moly grade (%)	0.04	0.027	0.04	0.026
Moly recovery rate (%)	33	21	33	20

MANAGEMENT'S DISCUSSION AND ANALYSIS

Exploration

In 2025, Tibet Huatailong Mining Development Co., Ltd. planned to continue implementing geological exploration programs in the surrounding area of Jiama mining permit and the Bayi pastureland area. The planned work includes surface diamond drilling of 34,510 meters with 38 holes (including possible extra 3,700 meters), geological survey of 5 square kilometers, profile survey of 20 kilometers, and soil survey of 5.9 square kilometers. The estimated total budget is RMB75,596,700. At the end of the second quarter, the project bidding, land usage and other related preparation work has been completed for the continuing drilling program in the surrounding area of the Jiama mining permit and Bayi pastureland exploration permit. The total 5,931.6 meters with 10 holes have been completed. The total investment until July 8th of 2025 is RMB7.7418 million, 2 km of accessing roads and the 5.9 km² soil sampling have been completed.

Mineral Resources Estimate

Jiama Mine resources by category as of December 31, 2024 under NI 43-101:

Jiama Project – Cu, Mo, Pb, Zn, Au, and Ag Mineral Resources under NI 43-101 Reported at a 0.3% Cu Equivalent Cut off grade*, as of December 31, 2024

Class	Quantity Mt	Cu %	Mo %	Pb %	Zn %	Au g/t	Ag g/t	Cu Metal (kt)	Mo Metal (kt)	Pb Metal (kt)	Zn Metal (kt)	Au Moz	Ag Moz
Measured	91.12	0.38	0.04	0.04	0.02	0.07	5.04	346.86	33.42	33.30	16.70	0.21	14.76
Indicated	1,304.05	0.40	0.03	0.05	0.03	0.10	5.48	5,164.30	448.51	609.51	377.78	4.15	229.63
M+I	1,395.17	0.40	0.03	0.05	0.03	0.10	5.45	5,511.16	481.93	642.81	394.48	4.36	244.39
Inferred	406.10	0.31	0.03	0.08	0.04	0.10	5.13	1,258.91	121.83	324.88	175.00	1.31	66.98

Note: Figures reported are rounded which may result in small tabulation errors.

The prices of Cu, Mo, Pb, Zn, Au and Ag are US\$2.9/lbs; US\$15.5/lbs; US\$2.9/lbs; US\$0.95/lbs; US\$1,300/oz and \$20/oz respectively.

The Copper Equivalent basis for the reporting of resources has been compiled on the following basis:

CuEq Grade: = (Ag Grade * Ag Price + Au Grade * Au Price + Cu Grade * Cu Price + Pb Grade * Pb Price + Zn Grade * Zn Price + Mo Grade * Mo Price)/Copper Price

The Mineral Resources include the Mineral Reserves

Original Resource Estimate by Runge Pincock Minarco on 12th November of 2012 and updated by Tony Guo, P.Geo, a Qualified Person as defined by NI 43-101.

MANAGEMENT'S DISCUSSION AND ANALYSIS

Mineral Reserves Estimate

Jiama Mine reserves by category as of December 31, 2024 under NI 43-101:

Jiama Project Statement of NI 43-101 Mineral Reserve Estimate as of December 31, 2024

Class	Quantity Mt	Cu %	Mo %	Pb %	Zn %	Au g/t	Ag g/t	Cu Metal (kt)	Mo Metal (kt)	Pb Metal (kt)	Zn Metal (kt)	Au Moz	Ag Moz
Proven	17.14	0.60	0.05	0.02	0.02	0.19	7.66	102.54	8.63	3.91	2.64	0.11	4.22
Probable	330.62	0.60	0.03	0.13	0.07	0.16	10.38	1,972.02	113.69	417.82	230.75	1.69	110.36
P+P	347.76	0.60	0.04	0.12	0.07	0.16	10.25	2,074.56	122.32	421.73	233.38	1.79	114.58

Notes:

1. All Mineral Reserves have been estimated in accordance with the JORC code and have been reconciled to CIM standards as prescribed by the NI 43-101.

2. Mineral Reserves were estimated using the following mining and economic factors:

Open Pits:

- a) 5% dilution factor and 95% recovery were applied to the mining method;
- b) an overall slope angles of 43 degrees;
- c) a copper price of US\$2.9/lbs;
- d) an overall processing recovery of 88 – 90% for copper.

Underground:

- a) 10% dilution added to all Sub-Level Open Stoping;
- b) Stope recovery is 87% for Sub-Level Open Stoping;
- c) An overall processing recovery of 88 – 90% for copper.

3. The cut-off grade for Mineral Reserves has been estimated at copper equivalent grades of 0.3% Cu (NSR) for the open pits and 0.45% Cu (NSR) for the underground mine.
4. Mineral Reserves have been estimated by Runge Pincock Minarco on 12th November of 2012 and updated by Mining One Pty Ltd. in 2014 and by Tony Guo, P.Geo, a Qualified Person as defined by NI 43-101 in 2024.



MANAGEMENT'S DISCUSSION AND ANALYSIS

LIQUIDITY AND CAPITAL RESOURCES

The Company operates in a capital intensive industry. The Company's liquidity requirements arise principally from the need for financing its mining and mineral processing operations, exploration activities and acquisition of exploration and mining rights. The Company's principal sources of funds have been proceeds from borrowings from commercial banks, corporate bonds financing, equity financings, and cash generated from operations. The Company's liquidity primarily depends on its ability to generate cash flow from its operations and to obtain external financing to meet its debt obligations as they become due, as well as the Company's future operating and capital expenditure requirements.

At June 30, 2025, the Company had an accumulated surplus of US\$599.7 million, working capital of US\$353.9 million and borrowings of US\$671.7 million. The Company's cash balance at June 30, 2025 was US\$550.8 million, among which cash and cash equivalents was US\$309.2 million, Restricted cash was US\$39.0 million, term deposits was US\$202.6 million.

Management believes that its forecast operating cash flows are sufficient to cover the next twelve months of the Company's operations including its planned capital expenditures and current debt repayments. The Company's borrowings are comprised of US\$301.2 million of short term debt facilities with interest rates ranging from 1.85% to 4.82% per annum arranged through various banks. In addition, on November 3, 2015, the Company entered into a Loan Facility agreement with a syndicate of banks, led by Bank of China. The lenders agreed to lend an aggregate principal amount of RMB3.98 billion, approximately US\$613 million with the interest rate of 2.83% per annum. The People's Bank of China Lhasa Center Branch's interest rate serves as a local benchmark for the interest on the drawdowns. The bank's interest rate is then discounted by 7 basis points (or 0.07%) to calculate the interest on the drawdowns. The loan interest rate was adjusted from benchmark interest rate minus 7 basis points to 5 year loan prime rate ("LPR") less 2% (LPR-2%) in second quarter of 2020. The interest rate of 1.95% shall be applied for the current year. The proceeds from the Loan Facility are to be used for the development of the Jiama Mine. The loan is secured by the mining rights for the Jiama Mine. As of June 30, 2025 the Company has drawn down RMB3.79 billion, approximately US\$534.2 million under the Loan Facility. On April 29, 2020, the Company entered into a Loan Facility agreement with a syndicate of banks. The lenders agreed to lend an aggregate principal amount of RMB1.4 billion, approximately US\$197.8 million with the interest rate of 1.95% per annum currently, maturing on April 28, 2034.

MANAGEMENT'S DISCUSSION AND ANALYSIS

The Company obtained a loan in the aggregate principal amount of RMB300 million, approximately US\$41.5 million, with Lhasa Chengguan District Sub branch of Agricultural Bank of China Co. Ltd bearing interest at 2.05% on May 31, 2023. The Company obtained a loan in the aggregate principal amount of RMB400 million, approximately US\$55.4 million, with China Gold Finance bearing interest at the 2.05% on May 31, 2023. The Company obtained a loan in the aggregate principal amount of RMB400 million, approximately US\$55.4 million, with Tibet Autonomous Region Branch of China Construction Bank bearing interest at the 2.05% on June 13, 2023. The Company obtained a loan in the aggregate principal amount of RMB192 million, approximately US\$26.6 million, with Industrial Bank Corporation Lhasa Branch bearing interest at the 1.95% on June 25, 2023. The Company obtained a loan in the aggregate principal amount of RMB100 million, approximately US\$13.8 million, with Mozhugonka County Sub-branch of Agricultural Bank of China bearing interest at the 1.95% on June 26, 2023. The Company repaid its 2.8% unsecured bonds which matured on June 23, 2023. The Company obtained a loan in the aggregate principal amount of RMB100 million, approximately US\$14.1 million, with China Construction Bank bearing interest at the 1.85% on November 9, 2023. The Company obtained a loan in the aggregate principal amount of RMB380 million, approximately US\$53.7 million, with China Gold Finance bearing interest at the 2.45% on November 30, 2023. The Company obtained a loan in the aggregate principal amount of RMB300 million, approximately US\$42.1 million with Lhasa Chengguan District Sub branch of Agricultural Bank of China Co. Ltd bearing interest at 1.85% on January 17, 2024. The Company obtained loan in the aggregate principal amount of RMB200 million, approximately US\$28.1 million with Lhasa Chengguan District Sub branch of Agricultural Bank of China Co. Ltd. bearing interest at 1.85% on May 13, 2024, with a three year term. The Company obtained a loan in the aggregate principal amount of US\$64 million with China Construction Bank (Asia) Corporation Limited bearing floating interest with term SOFR on May 12, 2025. The Company obtained a loan in the aggregate principal amount of US\$15 million with China Everbright Bank Co., Ltd., Hong Kong Branch bearing floating interest with term SOFR on June 10, 2025.

The Company believes that the availability of debt financing in China at favorable rates will continue for the foreseeable future. The Company continues to review and assess its assets for impairment as part of its financial reporting processes. To date, the assessment carried out by the Company support the carrying values of the Company's assets and no impairment has been required. However, the management of the Company continues to evaluate key assumptions on estimates and management judgements in order to determine the recoverable amount of the CSH Mine and the Jiamia Mine.

CASH FLOWS

The following table sets out selected cash flow data from the Company's consolidated cash flow statements for the three and six months ended June 30, 2025 and June 30, 2024.

	Three months ended June 30,		Six months ended June 30,	
	2025	2024	2025	2024
	US\$'000	US\$'000	US\$'000	US\$'000
Net cash from operating activities	191,318	80,890	334,848	88,091
Net cash used in investing activities	(45,687)	(19,356)	(132,380)	(60,716)
Net cash (used in) from financing activities	(77,837)	(6,352)	(78,172)	33,374
Net increase (decrease) in cash and cash equivalents	67,794	55,182	124,296	60,749
Effect of foreign exchange rate changes on cash and cash equivalents	909	(255)	1,120	(389)
Cash and cash equivalents, beginning of period	240,492	102,670	183,779	97,237
Cash and cash equivalents, end of period	309,195	157,597	309,195	157,597



MANAGEMENT'S DISCUSSION AND ANALYSIS

Operating cash flow

For the three months ended June 30, 2025, net cash inflow from operating activities was US\$191.3 million which is primarily attributable (i) profit before income tax of US\$139.3 million (ii) depreciation of property, plant and equipment of US\$37.0 million and (iii) decrease in restricted bank balances of US\$27.7 million, partially offset by (i) income tax paid of US\$16.2 million and (ii) increase in inventories of US\$15.2 million.

For the six months ended June 30, 2025, net cash inflow from operating activities was US\$334.8 million which is primarily attributable (i) profit before income tax of 235.0 million (ii) depreciation of property, plant and equipment of US\$70.1 million (iii) decrease in restricted bank balances of US\$27.7 million and (iv) amortization of mining rights of US\$14.2 million, partially offset by (i) income tax paid of US\$17.4 million (ii) decrease in contract liabilities of US\$6.3 million and (iii) increase in inventories of US\$4.3 million.

Investing cash flow

For the three months ended June 30, 2025, the net cash outflow from investing activities was US\$45.7 million which is primarily attributable to (i) placement of term deposits of US\$20.8 million (ii) payment for right-of-use assets of US\$17.7 million and (iii) payment for acquisition of property, plant and equipment of US\$4.6 million.

For the six months ended June 30, 2025, the net cash outflow from investing activities was US\$132.4 million which is primarily attributable to (i) placement of term deposits of US\$132.2 million (ii) payment for acquisition of property, plant and equipment of US\$29.3 million and (iii) payment for right-of-use assets of US\$17.7 million partially offset by withdrawal of term deposits of US\$48.8 million.

Financing cash flow

For the three months ended June 30, 2025, the net cash outflow mainly from financing activities was US\$77.8 million which is primarily attributable to (i) repayment of borrowings of US\$124.2 million and (ii) dividends paid to shareholders of the Company of US\$31.7 million offset by proceeds of bank and other borrowings of US\$79.0 million.

For the six months ended June 30, 2025, the net cash outflow mainly from financing activities was US\$78.2 million which is primarily attributable to (i) repayment of borrowings of US\$124.2 million (ii) dividends paid to shareholders of the Company of US\$31.7 million and (iii) dividends paid to non-controlling shareholders of US\$1.2 million offset by proceeds of bank and other borrowings of US\$79.0 million.

Expenditures Incurred

For the six months ended June 30, 2025, the Company incurred mining costs of US\$32.2 million, mineral processing costs of US\$53.3 million and transportation costs of US\$1.6 million.

Gearing ratio

Gearing ratio is defined as the ratio of consolidated total debt to consolidated total equity. As at June 30, 2025, the Company's total debt was US\$699.6 million and the total equity was US\$1,980.9 million. The Company's gearing ratio was therefore 0.35 as at June 30, 2025 compared to 0.40 as at March 30, 2025.

MANAGEMENT'S DISCUSSION AND ANALYSIS

SIGNIFICANT INVESTMENTS, ACQUISITIONS AND DISPOSAL OF SUBSIDIARIES. ASSOCIATES AND JOINT VENTURES, AND FUTURE PLAN FOR MATERIAL INVESTMENTS OF CAPITAL ASSETS

Other than as disclosed elsewhere in this MD&A or in the condensed consolidated financial statements for the six months ended June 30, 2025, there were no significant investments held by the Company, nor were there any material acquisitions or disposals of subsidiaries, associates and joint ventures during the six months ended June 30, 2025. Other than as disclosed in this MD&A, there was no plan authorized by the Board for other material investments or additions of capital assets at the date of this MD&A.

CHARGE ON ASSETS

Other than as disclosed elsewhere in this MD&A and condensed consolidated financial statements, none of the Company's assets were pledged as at June 30, 2025.

EXPOSURE TO FLUCTUATIONS IN EXCHANGE RATES AND RELATED HEDGES

The Company is exposed to the financial risk related to the fluctuation of foreign exchange rates for the monetary assets and liabilities denominated in the currencies other than the functional currencies to which they relate. The Company has not hedged its exposure to currency fluctuation. However, the Management monitors foreign exchange exposure and will consider hedging significant foreign currency exposure should the need arise. Refer to Note 33, Financial Instruments, in the annual consolidated financial statements for the year ended December 31, 2024.

COMMITMENTS

Commitments include principal payments on the Company's bank loans and syndicated loan facility, corporate bonds, and capital commitments in respect of the future acquisition of property, plant and equipment and construction for both the CSH Mine and the Jiama Mine.

The Company's capital commitments relate primarily to the payments for purchase of equipment and machinery for both mines and payments to third-party contractors for the provision of mining and exploration engineering work and mine construction work for both mines. The Company has entered into contracts that prescribe such capital commitments; however, liabilities relating to them have not yet been incurred. Refer to Note 34, Commitments, in the annual consolidated financial statements for the year ended December 31, 2024.

The following table outlines payments for commitments for the periods indicated:

	Total	Within	Within Two	
	US\$'000	One year	to five years	Over five years
		US\$'000	US\$'000	US\$'000
Principal repayment of bank loans	671,666	301,250	287,488	82,928
Entrusted loan payable	27,938	—	27,938	—

In addition to the table set forth above, the Company has entered into service agreements with third-party contractors for the provision of mining and exploration engineering work and mine construction work for the CSH Mine. The fees for such work performed and to be performed each year varies depending on the amount of work performed. The Company has similar agreements with third party contractors for the Jiama Mine.



MANAGEMENT'S DISCUSSION AND ANALYSIS

RELATED PARTY TRANSACTIONS

China National Gold Group Co., Ltd. (formerly known as China National Gold Group Corporation) ("CNG") owned 40.01 percent of the outstanding common shares of the Company as at December 31, 2024 and June 30, 2025.

The Company had major related party transactions with the following companies related by way of shareholders or shareholder in common:

The Company's subsidiary, Inner Mongolia Pacific is a party to a non-exclusive contract for the purchase and sale of doré with CNG (the "Dore Sales Contract") pursuant to which Inner Mongolia Pacific sells gold doré bars to CNG. The pricing is based on the monthly average price of gold ingot as quoted on the Shanghai Gold Exchange and the daily average price of silver as quoted on the Shanghai Huatong Platinum & Silver Exchange prevailing at the time of each relevant purchase order during the contract period. The Dore Sales Contract has been in effect since October 24, 2008 and was renewed for a new term that commenced on January 1, 2018 and expired on December 31, 2020, which renewal was approved by the Company's shareholders on June 28, 2017. On June 16, 2020, the third Supplemental Contract for Purchase and Sale of Dore was approved by the Company's Shareholders, commencing on January 1, 2021 and expiring on December 31, 2023. On June 29, 2023, the fourth supplemental Contract for Purchase and Sale of Dore was approved by the Company's Shareholders, commencing on January 1, 2024 and expiring on December 31, 2026.

Revenue from sales of gold doré bars to CNG was US\$163.7 million for the six months ended June 30, 2025 which increased from US\$91.3 million for the six months ended June 30, 2024.

The Company is also a party to a Product and Service Framework Agreement with CNG, pursuant to which CNG provides construction, procurement and equipment financing services to the Company and also purchases the copper concentrates produced at the Jiama Mine. The quantity of copper concentrates, pricing terms and payment terms may be established from time to time by the parties with reference to the pricing principles for connected transactions set out under the Product and Service Framework Agreement. On June 28, 2017, the Supplemental Product and Service Framework Agreement was approved and extended to expire on December 31, 2020. On June 16, 2020, the third Supplemental Product and Service Framework Agreement was approved by the Company's Shareholders, commencing on January 1, 2021 and expiring on December 31, 2023. On June 29, 2023, the fourth Supplemental Product and Service Framework Agreement was approved by the Company's Shareholders, commencing on January 1, 2024 and expiring on December 31, 2026. For the six months ended June 30, 2025, revenue from sales of copper concentrate and other products to CNG was US\$412.9 million compared to US\$116.6 million for the same period in 2024.

For the six months ended June 30, 2025, construction services of US\$66.7 million were provided to the Company by subsidiaries of CNG compared to US\$28.6 million for the same period in 2024.

In addition to the aforementioned major related party transactions, the Company also obtains additional services from related parties in its normal course of business, including a Loan Agreement and a Deposit Services Agreement entered into on March 25, 2019, December 31, 2019, December 22, 2020 and a Financial Service Agreement on May 5, 2021 among the Company and China Gold Finance. The Company and China Gold Finance entered into a 2024 Financial Service Agreement on June 6, 2024. As part of the 2024 Financial Service Agreement, China Gold Finance agreed to provide the Company with a range of financial services including (a) Deposit Services, (b) Lending Services, (c) Settlement Services and (d) Other Financial Services. On June 27, 2024, the 2024 Financial Services Agreement was approved by the Company's Shareholders, commencing on the date of the approval by the Independent Shareholders and up to and including December 31, 2026.

Refer to Note 18 of the condensed consolidated financial statements for details of significant related party transactions during the six months ended June 30, 2025.

MANAGEMENT'S DISCUSSION AND ANALYSIS

PROPOSED TRANSACTIONS

The Board of Directors has given the Company approval to conduct reviews of a number of projects that may qualify as acquisition targets through joint venture, merger and/or outright acquisitions. The Company did not have any material acquisition and disposal of subsidiaries and associated companies for the six months ended June 30, 2025. The Company continues to review possible acquisition targets.

CRITICAL ACCOUNTING ESTIMATES

In the process of applying the Company's accounting policies, the Directors of the Company have identified accounting judgments and key sources of estimation uncertainty that have a significant effect on the amounts recognized in the audited annual consolidated financial statements.

Key assumptions concerning the future and other key sources of estimation uncertainty at the end of each reporting period that have a risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next twelve months are described in Note 4 of the audited annual consolidated financial statements for the year ended December 31, 2024.

CHANGE IN ACCOUNTING POLICIES

A summary of new and revised IFRS standards and interpretations are outlined in Note 2 of the audited annual consolidated financial statements as at December 31, 2024.

FINANCIAL INSTRUMENTS AND OTHER INSTRUMENTS

The Company holds a number of financial instruments, the most significant of which are equity securities, accounts receivables, accounts payables, cash and loans. The financial instruments are recorded at either fair values or amortized amount on the balance sheet. The Company did not have any financial derivatives or outstanding hedging contracts as at June 30, 2025.

OFF-BALANCE SHEET ARRANGEMENTS

As at June 30, 2025, the Company had not entered into any off-balance sheet arrangements.

DIVIDEND AND DIVIDEND POLICY

The Company's dividend policy is a key component of its long-term growth strategy. It aims to optimize capital allocation to drive business expansion while maintaining stable returns for shareholders. After successfully distributing special dividends for three consecutive years (2021-2023), the Company is introducing an enhanced dividend policy comprised of a base dividend supplemented by a variable component that adjusts based on financial performance and market conditions.

Basic dividend: Subject to profitability in the previous financial year and after assessing the Company's cash flow position and future capital requirements, the Company aims to distribute a basic dividend at a payout ratio of 30% of the net profit from the preceding financial year, with cash dividends paid annually.

Variable Component: Subject to favorable market conditions and sufficient funds, the Company may distribute special dividends in addition to the basic dividend.

Dividends may vary in amount and consistency or be discontinued at the Board of Directors' discretion depending on variables including but not limited to operational cash flows, Company development requirements and strategies, spot metal prices, taxation, general market conditions and other factors.



MANAGEMENT'S DISCUSSION AND ANALYSIS

OUTSTANDING SHARES

As of June 30, 2025 the Company had 396,413,753 common shares issued and outstanding.

DISCLOSURE CONTROLS AND PROCEDURES AND INTERNAL CONTROL OVER FINANCIAL REPORTING

Management is responsible for the design of disclosure controls and procedures (“DC&P”) and the design of internal control over financial reporting (“ICFR”) to provide reasonable assurance that material information relating to the Company, including its consolidated subsidiaries, is made known to the Company’s certifying officers. The Company’s Chief Executive Officer and Chief Financial Officer have each evaluated the Company’s DC&P and ICFR as of June 30, 2025 and, in accordance with the requirements established under Canadian National Instrument 52-109 – Certification of Disclosure in Issuer’s Annual and Interim Filings, the Chief Executive Officer and Chief Financial Officer have concluded that these controls and procedures were effective as of June 30, 2025, and provide reasonable assurance that material information relating to the Company is made known to them by others within the Company and that the information required to be disclosed in reports that are filed or submitted under Canadian securities legislation are recorded, processed, summarized and reported within the time period specified in those rules.

The Company’s Chief Executive Officer and Chief Financial Officer have used the Committee of Sponsoring Organizations of the Treadway Commission (COSO) 2013 framework to evaluate the Company’s ICFR as of June 30, 2025 and have concluded that these controls and procedures were effective as of June 30, 2025 and provide reasonable assurance that financial information is recorded, processed, summarized and reported in a timely manner. Management is required to apply its judgment in evaluating the cost-benefit relationship of possible controls and procedures. The result of the inherent limitations in all control systems means design of controls cannot provide absolute assurance that all control issues and instances of fraud will be detected. During the six months ended June 30, 2025, there were no changes in the Company’s DC&P or ICFR that materially affected, or are reasonably likely to materially affect, the Company’s internal control over financial reporting.

RISK FACTORS

There are certain risks involved in the Company’s operations, some of which are beyond the Company’s control. Aside from risks relating to business and industry, the Company’s principal operations are located within the People’s Republic of China and are governed by a legal and regulatory environment that in some respects differs from that which prevails in other countries. Readers of this MD&A should give careful consideration to the information included in this document and the Company’s audited annual consolidated financial statements and related notes. Significant risk factors for the Company are metal prices, government regulations, foreign operations, environmental compliance, the ability to obtain additional financing, risk relating to recent acquisitions, dependence on management, title to the Company’s mineral properties, natural disasters, pandemics such as COVID-19 and litigation. China Gold International’s business, financial condition or results of operations could be materially and adversely affected by any of these risks. For details of risk factors, please refer to the Company’s annual audited consolidated financial statements, and Annual Information Form filed from time to time on SEDAR+ at www.sedarplus.ca and www.hkex.com.hk.

QUALIFIED PERSON

Disclosure of scientific or technical information in this MD&A was reviewed and approved by Mr. Tony Guo, P.Geo., the Company’s Qualified Person (“QP”) as defined by National Instrument 43-101.

ADDITIONAL INFORMATION

Additional information as required by the Hong Kong Stock Exchange in the half-year interim report and not shown elsewhere in this report is as follows:

MANAGEMENT'S DISCUSSION AND ANALYSIS

A1. PURCHASE, SALE OR REDEMPTION OF THE COMPANY'S LISTED SECURITIES

Neither the Company nor any of its subsidiaries had purchased, sold or redeemed any of the Company's listed securities during the six months ended June 30, 2025.

A2. SUBSTANTIAL SHAREHOLDERS

Save as disclosed below, as of June 30, 2025, the Company's directors were not aware of any other person (other than a director or chief executive of the Company who had an interest or short position in the shares or underlying shares of the Company as recorded in the register kept pursuant to Section 336 of the Securities and Futures Ordinance (Cap 571 of the Laws of Hong Kong) ("SFO"):

Name	Nature of interest	Number of Shares held	Approximate percentage of outstanding shares
China National Gold Group Co., Ltd. ⁽¹⁾	Indirect	158,588,330 ⁽²⁾	40.01%
China National Gold Group Hong Kong Limited	Registered Owner	158,588,330	40.01%

Note:

1. China National Gold Group Co., Ltd. directly and wholly owns the entire issued share capital of China National Gold Group Hong Kong Limited. Therefore, the interest attributable to China National Gold Group Co., Ltd. represents its indirect interest in the Company's shares through its equity interest in China National Gold Group Hong Kong Limited
2. Information relating to registered and indirect ownership of the Company's shares is provided by China National Gold Group Co., Ltd.

A3. DIRECTORS' AND CHIEF EXECUTIVES' INTERESTS IN SHARES AND STOCK OPTIONS

As of June 30, 2025, the interests of the directors and chief executive of the Company in the share capital, underlying shares and debentures of the Company or its associated corporations (within the meaning of Part XV of the SFO), as recorded in the register required to be kept by the Company pursuant to Section 352 of the SFO, or as otherwise notified to the Company and the Hong Kong Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of Listed Issuer, were as follows:

SHARES

Name	Position	Company	Number of shares held	Nature of interest	Approximate percentage of interest in the Company
Yingbin Ian He	Director	China Gold International Resources Corp. Ltd.	50,000	Personal	0.013%

Other than as disclosed above, none of the directors, chief executive or their associates had any interests or short positions in any shares, underlying shares or debentures of the Company or its associated corporations as of June 30, 2025.

A4. STOCK OPTION PLAN

The Company adopted an incentive stock option plan with approval from its shareholders and pursuant to the policies of the Toronto Stock Exchange dated May 9, 2007. All options expired on June 1, 2015 and the 2007 Stock Option Plan has ceased to be in effect.



MANAGEMENT'S DISCUSSION AND ANALYSIS

A5. EMOLUMENT POLICY

The Company's executive emolument policy and compensation program is administered by the Compensation and Benefits Committee. The Compensation and Benefits Committee reviews levels of cash compensation as needed and at least annually, and makes recommendations to the Board to adjust cash compensation in light of merit, qualifications and competence. The Compensation and Benefits Committee also reviews the corporate goals and objectives relevant to the compensation of the senior executive officers as needed and at least annually and based on recommendations from the Chief Executive Officer and other members of the management team. The Compensation and Benefits Committee makes its determinations as to overall compensation levels on the basis of both available third party data regarding comparable compensation at similar size companies as well as their own industry experience and the Company's hiring and retention needs. Decisions relating to executive compensation are reported by the Compensation and Benefits Committee to the Board for approval.

The Company's director emolument policy is administered by the Compensation and Benefits Committee with regard to comparable market statistics. Decisions relating to the compensation of directors are reported by the Compensation and Benefits Committee to the Board for approval.

As of June 30, 2025, the Company had 2,177 employees working at various locations. The emolument policy for the Company's employees is determined on a department by department basis with the Chief Executive Officer determining the emoluments for employees and managers based on merit, qualifications and the Company's hiring and retention needs.

A6. COMPLIANCE WITH CORPORATE GOVERNANCE CODE

The Company has, throughout the six months ended June 30, 2025, applied the principles and complied with the requirements of its corporate governance practices as defined by the Board and all applicable statutory, regulatory and stock exchange listings standards, in particular, the code provisions set out in the Corporate Governance Code contained in Appendix 14 of the Rules Governing the Listing Securities of The Stock Exchange of Hong Kong Limited (the "Hong Kong Listing Rules").

A7. COMPLIANCE WITH MODEL CODE ON DIRECTORS' SECURITIES TRANSACTIONS

The Company has adopted policies regarding directors' securities transactions in its Corporate Disclosure, Confidentiality and Securities Trading Policy that has terms which are no less exacting than those set out in the Model Code for Securities Transactions by Directors of Listed Issuers contained in Appendix 10 to the Hong Kong Listing Rules.

After specific enquiry with all members of the Board, the Board confirms that all of the directors of the Company have complied with the required policies in the Company's Corporate Disclosure, Confidentiality and Securities Trading Policy throughout the six months ended June 30, 2025.

A8. INTERIM DIVIDEND

The Board did not recommend the payment of interim dividends in respect of the six months ended June 30, 2025.

A9. AUDIT COMMITTEE

Pursuant to the requirements under the Hong Kong Listing Rules, the Company has established an audit committee (the "Audit Committee") comprising all the existing Independent Non-executive Directors, namely Ian He (chairman of the Audit Committee), Wei Shao, Bielin Shi and Ruixia Han. The Audit Committee has reviewed and discussed with the Company's auditors the unaudited interim results of the Group for the three and six months ended June 30, 2025.

August 14, 2025

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For The Three And Six Months Ended June 30, 2025 (Unaudited)

		Three months ended June 30,		Six months ended June 30,	
NOTES		2025	2024	2025	2024
		US\$'000 (unaudited)	US\$'000 (unaudited)	US\$'000 (unaudited)	US\$'000 (unaudited)
Revenue	3	307,269	147,955	580,365	208,498
Cost of sales		(147,872)	(118,512)	(303,315)	(190,551)
Mine operating earnings		159,397	29,443	277,050	17,947
Expenses					
General and administrative expenses	4	(12,068)	(10,649)	(24,300)	(19,745)
Exploration and evaluation expenditure		(133)	(50)	(641)	(142)
Research and development expenses		(5,256)	(2,113)	(8,552)	(2,900)
		(17,457)	(12,812)	(33,493)	(22,787)
Income (loss) from operations		141,940	16,631	243,557	(4,840)
Other (expenses) income					
Foreign exchange loss, net		(2,037)	(443)	(4,691)	(600)
Interest and other income		4,916	2,565	6,725	3,793
Other expenses	5	(987)	(9,107)	(987)	(9,454)
Finance costs	6	(4,580)	(5,722)	(9,582)	(11,385)
		(2,688)	(12,707)	(8,535)	(17,646)
Profit (loss) before income tax		139,252	3,924	235,022	(22,486)
Income tax expenses	7	(22,909)	(8,768)	(32,700)	(8,406)
Profit (loss) for the period		116,343	(4,844)	202,322	(30,892)
Other comprehensive income (expenses) for the period					
Item that will not be reclassified to profit or loss:					
Fair value gain (loss) on equity instruments at fair value through other comprehensive income ("FVTOCI")		14,556	2,568	17,920	15,194
Item that may be reclassified subsequently to profit or loss:					
Exchange difference arising on translation		4,892	(2,613)	7,377	(3,719)
		19,448	(45)	25,297	11,475

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For The Three And Six Months Ended June 30, 2025 (Unaudited)

NOTES	Three months ended June 30,		Six months ended June 30,	
	2025 US\$'000 (unaudited)	2024 US\$'000 (unaudited)	2025 US\$'000 (unaudited)	2024 US\$'000 (unaudited)
Total comprehensive expenses for the period	<u>135,791</u>	<u>(4,889)</u>	<u>227,619</u>	<u>(19,417)</u>
Profit (loss) for the period attributable to				
Non-controlling interests	1,062	531	2,028	782
Owners of the Company	<u>115,281</u>	<u>(5,375)</u>	<u>200,294</u>	<u>(31,674)</u>
	<u>116,343</u>	<u>(4,844)</u>	<u>202,322</u>	<u>(30,892)</u>
Total comprehensive income (expenses) for				
the period attributable to				
Non-controlling interests	1,062	531	2,028	782
Owners of the Company	<u>134,729</u>	<u>(5,420)</u>	<u>225,591</u>	<u>(20,199)</u>
	<u>135,791</u>	<u>(4,889)</u>	<u>227,619</u>	<u>(19,417)</u>
Earnings (loss) per share – Basic				
(US cents)	<u>29.08</u>	<u>(1.36)</u>	<u>50.53</u>	<u>(7.99)</u>
Weighted average number of common shares				
– Basic	<u>396,413,753</u>	<u>396,413,753</u>	<u>396,413,753</u>	<u>396,413,753</u>

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

At June 30, 2025 (Unaudited)

	NOTES	June 30, 2025 US\$'000 (unaudited)	December 31, 2024 US\$'000 (audited)
Current assets			
Cash and cash equivalents		309,195	183,779
Restricted balances	18	39,037	66,698
Term deposit	10	202,554	118,246
Trade and other receivables	11	12,073	7,393
Prepaid expenses and deposits	12	1,358	1,513
Inventories	13	294,686	290,405
		<u>858,903</u>	<u>668,034</u>
Non-current assets			
Prepaid expenses and deposits	12	1,595	30,095
Right-of-use assets	14	101,226	45,957
Equity instruments at FVTOCI	19	66,331	48,411
Property, plant and equipment	14	1,327,224	1,375,498
Mining rights	14	738,165	752,414
Other non-current assets	20	15,635	15,570
		<u>2,250,176</u>	<u>2,267,945</u>
Total assets		<u>3,109,079</u>	<u>2,935,979</u>
Current liabilities			
Accounts and other payables and accrued expenses	15	180,956	175,132
Contract liabilities		1,839	8,099
Borrowings	16	301,250	148,696
Lease liabilities		1,494	469
Tax liabilities		19,501	8,650
		<u>505,040</u>	<u>341,046</u>
Net current assets		<u>353,863</u>	<u>326,988</u>
Total assets less current liabilities		<u>2,604,039</u>	<u>2,594,933</u>

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

At June 30, 2025 (Unaudited)

	NOTES	June 30, 2025 US\$'000 (unaudited)	December 31, 2024 US\$'000 (audited)
Non-current liabilities			
Accounts and other payables and accrued expenses	15	24,716	32,822
Borrowings	16	370,416	565,656
Entrusted loan payable		27,938	27,823
Lease liabilities		11,988	459
Deferred tax liabilities		116,471	112,000
Deferred income		19	19
Environmental rehabilitation		71,616	69,948
		<u>623,164</u>	<u>808,727</u>
Total liabilities		<u>1,128,204</u>	<u>1,149,773</u>
Owners' equity			
Share capital	17	1,229,061	1,229,061
Reserves		127,578	99,737
Retained profits		599,677	433,640
		<u>1,956,316</u>	<u>1,762,438</u>
Non-controlling interests		24,559	23,768
Total owners' equity		<u>1,980,875</u>	<u>1,786,206</u>
Total liabilities and owners' equity		<u>3,109,079</u>	<u>2,935,979</u>

The condensed consolidated financial statements were approved and authorised for issue by the Board of Directors on August 14, 2025 and are signed on its behalf by:

(Signed by) Chenguang Hou

Chenguang Hou
Director

(Signed by) Yingbin Ian He

Yingbin Ian He
Director

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For The Three And Six Months Ended June 30, 2025 (Unaudited)

	Number of shares	Share capital US\$'000	Equity reserve US\$'000	Attributable to owners of the Company				Subtotal US\$'000	Non- controlling interests US\$'000	Total owners' equity US\$'000
				Investment revaluation reserve US\$'000	Exchange reserve US\$'000	Statutory reserve US\$'000	Retained profits US\$'000			
At January 1, 2024	396,413,753	1,229,061	11,179	26,318	(61,875)	121,800	380,375	1,706,858	20,883	1,727,741
(Loss) profit for the period	-	-	-	-	-	-	(31,674)	(31,674)	782	(30,892)
Fair value gain on equity instruments at FVTOCI	-	-	-	15,194	-	-	-	15,194	-	15,194
Exchange difference arising on translation	-	-	-	-	(3,719)	-	-	(3,719)	-	(3,719)
Total comprehensive income (expenses) for the period	-	-	-	15,194	(3,719)	-	(31,674)	(20,199)	782	(19,417)
Transfer to statutory reserve - safety production fund	-	-	-	-	-	719	(719)	-	-	-
Dividends paid to a non-controlling shareholder	-	-	-	-	-	-	-	-	(276)	(276)
At June 30, 2024 (unaudited)	396,413,753	1,229,061	11,179	41,512	(65,594)	122,519	347,982	1,686,659	21,389	1,708,048
At January 1, 2025	396,413,753	1,229,061	11,179	27,589	(70,298)	131,267	433,640	1,762,438	23,768	1,786,206
Profit for the period	-	-	-	-	-	-	200,294	200,294	2,028	202,322
Fair value gain on equity instruments at FVTOCI	-	-	-	17,920	-	-	-	17,920	-	17,920
Exchange difference arising on translation	-	-	-	-	7,377	-	-	7,377	-	7,377
Total comprehensive income for the period	-	-	-	17,920	7,377	-	200,294	225,591	2,028	227,619
Transfer to statutory reserve - safety production fund	-	-	-	-	-	2,544	(2,544)	-	-	-
Dividends paid to shareholders of the Company	-	-	-	-	-	-	(31,713)	(31,713)	-	(31,713)
Dividends paid to a non-controlling shareholder	-	-	-	-	-	-	-	-	(1,237)	(1,237)
At June 30, 2025 (unaudited)	396,413,753	1,229,061	11,179	45,509	(62,921)	133,811	599,677	1,956,316	24,559	1,980,875

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

For The Three And Six Months Ended June 30, 2025 (Unaudited)

	Three months ended June 30,		Six months ended June 30,	
	2025 US\$'000 (unaudited)	2024 US\$'000 (unaudited)	2025 US\$'000 (unaudited)	2024 US\$'000 (unaudited)
Net cash from operating activities	191,318	80,890	334,848	88,091
Investing activities				
Interest income received	–	467	737	916
Payment for acquisition of property, plant and equipment	(4,581)	(5,106)	(29,301)	(21,961)
Proceeds from disposal of property, plant and Equipment	12	–	12	–
Payment for right-of-use assets	(17,674)	–	(17,674)	–
Deposits paid for water treatment project	–	–	–	(6,096)
Payment for land use right	(2,688)	(685)	(2,688)	(19,543)
Placement of term deposits	(20,756)	(14,032)	(132,240)	(14,032)
Withdrawal of term deposits	–	–	48,774	–
Net cash used in investing activities	(45,687)	(19,356)	(132,380)	(60,716)
Financing activities				
Proceeds from borrowings	79,000	77,452	79,000	117,483
Repayment of borrowings	(124,170)	(83,775)	(124,170)	(83,775)
Dividends paid to shareholders of the Company	(31,713)	–	(31,713)	–
Dividends paid to a non-controlling shareholder	(929)	–	(1,237)	(276)
Payment for lease	(25)	(29)	(52)	(58)
Cash (used in) from financing activities	(77,837)	(6,352)	(78,172)	33,374
Net increase in cash and cash equivalents	67,794	55,182	124,296	60,749
Cash and cash equivalents, beginning of period	240,492	102,670	183,779	97,237
Effect of foreign exchange rate changes on cash and cash equivalents	909	(255)	1,120	(389)
Cash and cash equivalents, end of period	309,195	157,597	309,195	157,597
Cash and cash equivalents are comprised of cash and bank deposits	309,195	157,597	309,195	157,597

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For The Three And Six Months Ended June 30, 2025 (Unaudited)

1. BASIS OF PREPARATION AND SIGNIFICANT EVENT DURING THE CURRENT PERIOD

1.1 Basis of preparation

China Gold International Resources Corp. Ltd., (the “Company”) is a publicly listed company incorporated in British Columbia, Canada on May 31, 2000 with limited liability under the legislation of the Province of British Columbia and its shares are listed on the Toronto Stock Exchange and The Stock Exchange of Hong Kong Limited (the “Stock Exchange”). The Company together with its subsidiaries (collectively referred to as the “Group”) is principally engaged in the acquisition, exploration, development and mining of mineral resources in the People’s Republic of China (the “PRC”). The Group considers that China National Gold Group Co., Ltd. (“CNG”), a state-owned company registered in Beijing, the PRC which is controlled by State-owned Assets Supervision and Administration Commission of the State Council of the PRC, is able to exercise significant influence over the Company.

The head office, principal address and registered and records office of the Company are located at Suite 1780, Commerce Place, 400 Burrard Street, Vancouver, British Columbia, Canada, V6C 3A6.

The condensed consolidated financial statements have been prepared in accordance with the applicable disclosure requirements of the Rules Governing the Listing of Securities on the Stock Exchange as well as International Accounting Standard 34 *Interim Financial Reporting* issued by the International Accounting Standards Board (“IASB”), which should be read in conjunction with the consolidated financial statements for the year ended December 31, 2024.

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

2. ACCOUNTING POLICIES AND APPLICATION OF AMENDMENTS TO INTERNATIONAL FINANCIAL REPORTING STANDARDS (“IFRSs”)

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

The accounting policies and methods of computation used in the condensed consolidated financial statements for the six months ended June 30, 2025 are the same as those presented in the Group’s annual financial statements for the year ended December 31, 2024.

In the current interim period, the Group has applied the following amendments to IFRSs issued by IASB, which are mandatorily effective for the Group’s annual period beginning on January 1, 2025 for the preparation of the Group’s condensed consolidated financial statements:

Amendments to IFRS 21

Lack of Exchangeability

The application of the amendments to IFRSs in the current interim period has had no material impact on the Group’s financial positions and performance for the current and prior periods and/or on the disclosures set out in these condensed consolidated financial statements.

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For The Three And Six Months Ended June 30, 2025 (Unaudited)

3. REVENUE AND SEGMENT INFORMATION

Revenue

(i) Disaggregation of revenue from contracts with customers

The following is an analysis of the Group's revenue from its major products and services:

	Three months ended June 30,		Six months ended June 30,	
	2025	2024	2025	2024
	US\$'000	US\$'000	US\$'000	US\$'000
At a point in time				
Gold doré bars	84,576	55,112	163,670	91,278
Copper	110,720	69,646	204,216	85,231
Other by-products	111,973	23,197	212,479	31,989
Total revenue	307,269	147,955	580,365	208,498

(ii) Performance obligations for contracts with customers

The Group sells gold doré bars, copper and other by-products directly to customers. Revenue is recognised at a point in time when control of the gold doré bars, copper and other by-products is passed to customers, i.e. when the products are delivered and titles have passed to customers. A contract liability represents the Group's obligation to transfer goods or services to a customer for which the Group has received consideration (or an amount of consideration is due) from the customer.

Segment information

IFRS 8 requires operating segments to be identified on the basis of internal reports that are regularly reviewed by the chief operating decision-maker ("CODM") to allocate resources to the segments and to assess their performance.

The CODM, who is responsible for allocating resources and assessing performance of the operating segments, has been defined as the executive directors of the Company. The CODM has identified two operating and reportable segments as follows:

- The mine-produced gold segment – the production of gold doré bars through the Group's integrated processes, i.e., mining, metallurgical processing, production and selling of gold doré bars to external clients.
- The mine-produced copper concentrate segment – the production of copper concentrate including other by-products through the Group's integrated processes, i.e., mining, metallurgical processing, production and selling of copper concentrate including other by-products to external clients.

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For The Three And Six Months Ended June 30, 2025 (Unaudited)

3. REVENUE AND SEGMENT INFORMATION (Cont'd)

Segment information (Cont'd)

Information regarding the above segments is reported below:

(a) Segment revenue and results

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

For the six months ended June 30, 2025

	Mine-produced gold US\$'000	Mine-produced copper concentrate US\$'000	Segment total US\$'000	Unallocated US\$'000	Consolidated US\$'000
Revenue – external and segment revenue	163,670	416,695	580,365	–	580,365
Cost of sales	(85,622)	(217,693)	(303,315)	–	(303,315)
Mining operating earnings (loss)	78,048	199,002	277,050	–	277,050
Income (loss) from operations	77,406	168,133	245,539	(1,982)	243,557
Foreign exchange (loss) gain, net	(4,608)	(85)	(4,693)	2	(4,691)
Interest and other income	1,669	2,062	3,731	2,994	6,725
Other expenses	–	(987)	(987)	–	(987)
Finance costs	(172)	(7,263)	(7,435)	(2,147)	(9,582)
Profit (loss) before income tax	74,295	161,860	236,155	(1,133)	235,022

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For The Three And Six Months Ended June 30, 2025 (Unaudited)

3. REVENUE AND SEGMENT INFORMATION (Cont'd)

Segment information (Cont'd)

(a) Segment revenue and results (Cont'd)

For the six months ended June 30, 2024

	Mine-produced gold US\$'000	Mine-produced copper concentrate US\$'000	Segment total US\$'000	Unallocated US\$'000	Consolidated US\$'000
Revenue – external and segment revenue	91,278	117,220	208,498	–	208,498
Cost of sales	(65,005)	(125,546)	(190,551)	–	(190,551)
Mining operating earnings (loss)	26,273	(8,326)	17,947	–	17,947
Income (loss) from operations	26,132	(28,961)	(2,829)	(2,011)	(4,840)
Foreign exchange (loss) gain, net	(499)	(124)	(623)	23	(600)
Interest and other income	1,141	648	1,789	2,004	3,793
Other expenses	–	(9,454)	(9,454)	–	(9,454)
Finance costs	(203)	(8,665)	(8,868)	(2,517)	(11,385)
Profit (loss) before income tax	26,571	(46,556)	(19,985)	(2,501)	(22,486)

The accounting policies of the operating segments are the same as the Group's accounting policies. Segment results represent profit (loss) before income tax, without allocation of certain general and administrative expenses, foreign exchange gain (loss), interest and other income and finance costs, attributable to the respective segment. This is the measure reported to the CODM for the purposes of resource allocation and performance assessment.

There are no inter-segment sales for the six months ended June 30, 2025 and 2024.

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For The Three And Six Months Ended June 30, 2025 (Unaudited)

3. REVENUE AND SEGMENT INFORMATION (Cont'd)

Segment information (Cont'd)

(b) Segment assets and liabilities

The following is an analysis of the Group's assets and liabilities by segment representing assets/liabilities directly attributable to respective segment:

	Mine-produced gold US\$'000	Mine-produced copper concentrate US\$'000	Segment total US\$'000	Unallocated US\$'000	Consolidated US\$'000
As of June 30, 2025					
Total assets	660,011	2,360,139	3,020,150	88,929	3,109,079
Total liabilities	50,368	996,974	1,047,342	80,862	1,128,204
As of December 31, 2024					
Total assets	599,908	2,266,611	2,866,519	69,460	2,935,979
Total liabilities	34,886	1,033,576	1,068,462	81,311	1,149,773

For the purposes of monitoring segment performance and allocating resources between segments:

- all assets are allocated to operating segments other than certain of cash and cash equivalents, other receivables, prepaid expenses and deposits, dividend receivables, right-of-use assets, property, plant and equipment and equity instruments at FVTOCI; and
- all liabilities are allocated to operating segments other than other payables and accrued expenses, lease liabilities, deferred income and certain borrowings.

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For The Three And Six Months Ended June 30, 2025 (Unaudited)

4. GENERAL AND ADMINISTRATIVE EXPENSES

	Three months ended June 30,		Six months ended June 30,	
	2025	2024	2025	2024
	US\$'000	US\$'000	US\$'000	US\$'000
Administration and office	1,464	2,226	4,145	3,473
Depreciation of property, plant and equipment	1,567	1,756	3,165	3,656
Depreciation of right-of-use assets	—	25	24	50
Professional fees	1,121	930	1,635	2,391
Salaries and benefits	5,028	3,623	9,987	7,177
Others	2,888	2,089	5,344	2,998
Total general and administrative expenses	12,068	10,649	24,300	19,745

5. OTHER EXPENSES

	Three months ended June 30,		Six months ended June 30,	
	2025	2024	2025	2024
	US\$'000	US\$'000	US\$'000	US\$'000
Penalties on occupation of grasslands	—	8,760	—	8,760
Provision for litigation compensation and related interest charge	830	347	830	694
Provision for impairment of trade and other receivables	157	—	157	—
Total other expenses	987	9,107	987	9,454

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For The Three And Six Months Ended June 30, 2025 (Unaudited)

6. FINANCE COSTS

	Three months ended June 30,		Six months ended June 30,	
	2025	2024	2025	2024
	US\$'000	US\$'000	US\$'000	US\$'000
Interests on borrowings	3,874	5,111	8,150	10,234
Interests on provision for mining rights	199	—	398	—
Interests on lease liabilities	10	17	21	34
Accretion on environmental rehabilitation	682	694	1,366	1,399
	4,765	5,822	9,935	11,667
Less: Amounts capitalised to property, plant and equipment	(185)	(100)	(353)	(282)
Total finance costs	4,580	5,722	9,582	11,385

7. INCOME TAX EXPENSES

	Three months ended June 30,		Six months ended June 30,	
	2025	2024	2025	2024
	US\$'000	US\$'000	US\$'000	US\$'000
Current tax:				
PRC Enterprise Income Tax ("EIT")	15,274	2,803	27,651	4,380
PRC withholding income tax on profit earned from PRC subsidiaries	—	—	—	—
Underprovision of PRC EIT in prior year	578	258	578	234
	15,852	3,061	28,229	4,614
Deferred tax:				
PRC EIT	7,057	5,707	4,471	3,792
PRC withholding income tax on profit earned from PRC subsidiaries	—	—	—	—
	7,057	5,707	4,471	3,792
Total income tax expenses	22,909	8,768	32,700	8,406

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For The Three And Six Months Ended June 30, 2025 (Unaudited)

8. DIVIDEND

During the six months ended June 30, 2025, a dividend in respect of the year ended December 31, 2024 of US\$0.08 per common share (including basic dividend of US\$0.05 per common share and special dividend of US\$0.03 per common share) in an aggregate amount of US\$31,713,000 (for the six months ended June 30, 2024: nil) was declared and paid to the shareholders of the Company.

9. EARNINGS (LOSS) PER SHARE

Profit (loss) used in determining earnings (loss) per share are presented below:

	Three months ended June 30,		Six months ended June 30,	
	2025	2024	2025	2024
Profit (loss) for the period attributable to owners of the Company for the purposes of basic earnings (loss) per share (US\$'000)	115,281	(5,375)	200,294	(31,674)
Weighted average number of shares, basic	396,413,753	396,413,753	396,413,753	396,413,753
Basic earnings (loss) per share (US cents)	29.08	(1.36)	50.53	(7.99)

The Group has no outstanding potential dilutive instruments issued as at June 30, 2025 and 2024 and during the three and six months ended June 30, 2025 and 2024. Therefore, no diluted earnings (loss) per share is presented.

10. TERM DEPOSIT

As at June 30, 2025, term deposit with an original maturity of one year carries interest at fixed market rate ranging from 1.5% to 1.7% per annum (December 31, 2024: ranging from 1.5% to 2.0%) per annum.

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For The Three And Six Months Ended June 30, 2025 (Unaudited)

11. TRADE AND OTHER RECEIVABLES

	June 30, 2025 US\$'000	December 31, 2024 US\$'000
Trade receivables	1,955	2,473
Less: allowance for credit losses	(337)	(180)
	<u>1,618</u>	<u>2,293</u>
Amounts due from related companies (note 18(a)) ⁽¹⁾	3,115	1,583
Other receivables ⁽²⁾	7,340	3,517
	<u>12,073</u>	<u>7,393</u>

(1) The amounts are unsecured, interest free and repayable on demand.

(2) Included in the balance as at June 30, 2025 are nil value-added tax ("VAT") recoverable (December 31, 2024: nil) and Tax and Other Surcharge (as defined in note 20) of US\$1,270,000 (December 31, 2024: US\$1,270,000), net of allowance for credit losses, to be recovered from Zhongxinfang Tibet Construction Investment Co. Ltd. ("Zhongxinfang"), an independent third party property developer. Details of impairment assessment of the receivable amount from Zhongxinfang are set out in note 20.

The Group allows an average credit period of 30 days and 180 days to its trade customers.

Below is an aged analysis of trade receivables (net of allowance for credit losses) presented based on invoice dates, which approximated the respective revenue recognition dates, at the end of the reporting period:

	June 30, 2025 US\$'000	December 31, 2024 US\$'000
Less than 30 days	116	819
31 to 90 days	117	130
91 to 180 days	31	276
Over 180 days	<u>1,354</u>	<u>1,068</u>
	<u>1,618</u>	<u>2,293</u>

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For The Three And Six Months Ended June 30, 2025 (Unaudited)

12. PREPAID EXPENSES AND DEPOSITS

	June 30, 2025 US\$'000	December 31, 2024 US\$'000
Deposit for acquisition of land use right	—	23,906
Deposit for water treatment project	—	6,017
Deposit for acquisition of property, plant and equipment	1,595	172
Other prepayment and deposits	1,358	1,513
	<u>2,953</u>	<u>31,608</u>
Less: Amounts that will be realised within one year shown under current assets	<u>(1,358)</u>	<u>(1,513)</u>
Amounts that will be realised for more than one year shown under non-current assets	<u>1,595</u>	<u>30,095</u>

13. INVENTORIES

	June 30, 2025 US\$'000	December 31, 2024 US\$'000
Gold in process	222,880	222,568
Gold doré bars	25,734	26,467
Consumables	11,532	11,119
Copper concentrate	9,450	5,959
Spare parts	25,090	24,292
	<u>294,686</u>	<u>290,405</u>
Total inventories		

Cost of inventory sold totaling US\$141 million and US\$289 million for the three and six months ended June 30, 2025, respectively (three and six months ended June 30, 2024: US\$103 million and US\$147 million, respectively) was recognised in cost of sales.

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For The Three And Six Months Ended June 30, 2025 (Unaudited)

14. PROPERTY, PLANT AND EQUIPMENT/MINING RIGHTS/RIGHT-OF-USE ASSETS

During the six months ended June 30, 2025, the Group incurred approximately US\$1.8 million on construction in progress (for the six months ended June 30, 2024: approximately US\$3.4 million) and approximately US\$6.4 million on mineral assets (for the six months ended June 30, 2024: approximately US\$2.3 million), respectively.

Depreciation of property, plant and equipment was US\$37.0 million and US\$70.1 million for the three and six months ended June 30, 2025, respectively (for the three and six months ended June 30, 2024: US\$33.5 million and US\$57.9 million, respectively). The depreciation amount was partly recognised in cost of sales, general and administrative expenses, research and development expenses and partly capitalised in inventory.

No addition of mining rights was incurred during the six months ended June 30, 2025 and 2024. Amortisation of mining rights was US\$7.3 million and US\$14.2 million for the three and six months ended June 30, 2025, respectively (for the three and months ended June 30, 2024: US\$4.3 million and US\$5.5 million, respectively). The amortisation amounts were recognised in cost of sales.

During the six months ended June 30, 2025, the Group paid farmland use tax, grassland compensation fee and other relevant expenditures in relation to leasehold lands and recognised right-of-use assets of US\$41.7 million (for the six months ended June 30, 2024: US\$9.7 million) and lease liabilities of US\$12.3 million (for the six months ended June 30, 2024: nil).

15. ACCOUNTS AND OTHER PAYABLES AND ACCRUED EXPENSES

Accounts and other payables and accrued expenses comprise the following:

	June 30, 2025 US\$'000	December 31, 2024 US\$'000
Accounts payable	36,466	25,811
Construction cost payables	97,515	84,218
Mining cost accrual	4,089	1,544
Payable for litigation compensation (note 20(i)(a))	–	23,872
Provision of the variable payment arising from the mining right	39,916	49,057
Payable for acquisition of a mining right	2,358	2,349
Payroll and benefit payables	5,010	286
Other accruals	1,928	2,231
Other tax payable	2,061	9,719
Other payables	16,329	8,867
Total accounts and other payables and accrued expenses	205,672	207,954
Current	180,956	175,132
Non-current	24,716	32,822
	205,672	207,954

Note: These relate to trade payables in which the Group has issued bills to the relevant suppliers for future settlement of trade payables. The Group continues to recognise these trade payables as the relevant banks are obliged to make payments only on due dates of the bills, under the same conditions as agreed with the suppliers without further extension. In the condensed consolidated statement of cash flows, settlements of these bills are included within operating cash flows based on the nature of the arrangements.

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For The Three And Six Months Ended June 30, 2025 (Unaudited)

15. ACCOUNTS AND OTHER PAYABLES AND ACCRUED EXPENSES (Cont'd)

The following is an aged analysis of the accounts payable presented based on invoice date at the end of the reporting period:

	June 30, 2025 US\$'000	December 31, 2024 US\$'000
Less than 30 days	13,859	11,094
31 to 90 days	11,398	5,330
91 to 180 days	2,064	3,298
Over 180 days	9,145	6,089
Total accounts payable	36,466	25,811

The credit period for bills payable is 180 days from the issue date.

16. BORROWINGS

	June 30, 2025 US\$'000	December 31, 2024 US\$'000
Bank loans	590,596	633,666
Loans payable to a CNG's subsidiary (note 18(a))	81,070	80,686
	671,666	714,352

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For The Three And Six Months Ended June 30, 2025 (Unaudited)

16. BORROWINGS (Cont'd)

The borrowings are repayable as follows:

	June 30, 2025 US\$'000	December 31, 2024 US\$'000
Carrying amount repayable within one year	301,250	148,696
Carrying amount repayable within one to two years	125,374	254,855
Carrying amount repayable within two to five years	162,114	212,914
Carrying amount repayable over five years	82,928	97,887
	<u>671,666</u>	<u>714,352</u>
Less: Amounts due within one year (shown under current liabilities)	<u>(301,250)</u>	<u>(148,696)</u>
Amounts shown under non-current liabilities	<u>370,416</u>	<u>565,656</u>
Analysed as:		
Secured	232,657	245,605
Unsecured	<u>439,009</u>	<u>468,747</u>
	<u>671,666</u>	<u>714,352</u>

The carrying values of the pledged assets to secure borrowings by the Group are as follows:

	June 30, 2025 US\$'000	December 31, 2024 US\$'000
Mining rights	<u>736,909</u>	<u>750,627</u>

Borrowings carry interest at effective interest rates ranging from 1.85% to 4.82% (December 31, 2024: 1.35% to 6.23%) per annum.

In respect of a bank loan with a carrying amount of US\$117,153,000 as at June 30, 2025 (December 31, 2024: US\$118,754,000), the Group has breached the term of the syndicated loan that the carrying amount of frozen assets of Huatailong has exceeded RMB200,000,000. On discovery of the breach, the directors of the Company informed the lender and commenced a renegotiation of the terms of the loan with the relevant banker. As at June 30, 2025 and December 31, 2024, the lender has agreed to waive its right to demand immediate payment for the next twelve month from the end of the reporting period, therefore the syndicated loan has been classified as non-current liabilities as at June 30, 2025 and December 31, 2024 based on the instalments repayment schedule set out in the loan agreement. Except for this, the Group has complied with all other covenants throughout the reporting period.

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For The Three And Six Months Ended June 30, 2025 (Unaudited)

17. SHARE CAPITAL

Common shares

- (i) Authorised – Unlimited common shares without par value
- (ii) Issued and outstanding

	Number of shares	Amount US\$'000
Issued and fully paid:		
At January 1, 2024, December 31, 2024 and June 30, 2025	396,413,753	1,229,061

18. SIGNIFICANT RELATED PARTY TRANSACTIONS

Related parties are those parties that have the ability to control the other party or exercise significant influence in making financial and operation decisions. Parties are also considered to be related if they are subject to common control. CNG, a state owned company registered in Beijing, the PRC, which is controlled by State-owned Assets Supervision and Administration Commission of the State Council of the PRC, is able to exercise significant influence over the Company.

In accordance with IAS 24 “Related party disclosures”, the management believes that information relating to related party transactions have been adequately disclosed in conformity of the IFRSs.

In addition to the related party transactions and balances shown elsewhere in these condensed 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 for the three and six months ended June 30, 2025 and 2024, and related party balances as at June 30, 2025 and December 31, 2024.

Name and relationship with related parties during the period/year are as follows:

CNG owned the following percentages of outstanding common shares of the Company:

	June 30, 2025 %	December 31, 2024 %
CNG	40.01	40.01

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For The Three And Six Months Ended June 30, 2025 (Unaudited)

18. SIGNIFICANT RELATED PARTY TRANSACTIONS (Cont'd)

(a) Transactions/balances with CNG and its subsidiaries

The Group had the following significant transactions with CNG and CNG's subsidiaries:

	Three months ended June 30,		Six months ended June 30,	
	2025 US\$'000	2024 US\$'000	2025 US\$'000	2024 US\$'000
Gold doré bars sales by the Group	79,094	55,112	163,670	91,278
Copper and other by-products sales by the Group	192,077	92,573	412,947	116,594
Other income	—	—	—	712
Provision of transportation services by the Group	492	120	1,059	154

	Three months ended June 30,		Six months ended June 30,	
	2025 US\$'000	2024 US\$'000	2025 US\$'000	2024 US\$'000
Construction, stripping and mining services provided to the Group	32,567	22,475	66,705	28,641
Accrued property management fee	113	114	226	228
Commitment fee	149	156	296	313
Interest income	1,225	226	2,598	459
Interest expenses on loans payable to a CNG's subsidiary and entrusted loan payable	610	623	1,232	1,246
Interest expenses on lease liabilities	10	15	21	31

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For The Three And Six Months Ended June 30, 2025 (Unaudited)

18. SIGNIFICANT RELATED PARTY TRANSACTIONS (Cont'd)

(a) Transactions/balances with CNG and its subsidiaries (Cont'd)

The Group has the following significant balances with CNG and its subsidiaries at the end of each reporting period:

	June 30, 2025 US\$'000	December 31, 2024 US\$'000
Assets		
Amounts due from related companies (note 11)	3,060	1,583
Cash and cash equivalents held in a CNG's subsidiary	194,520	150,315
Term deposits held in a CNG's subsidiary	181,600	118,246
Restricted balances held in a CNG's subsidiary	39,037	66,698
	<u>418,217</u>	<u>336,842</u>

Other than the cash and cash equivalents and restricted balances held in a CNG's subsidiary, the remaining amounts due from related companies as at June 30, 2025 and December 31, 2024, which are included in trade and other receivables are non-interest bearing, unsecured and payable on demand.

	June 30, 2025 US\$'000	December 31, 2024 US\$'000
Liabilities		
Entrusted loan payable	27,938	27,823
Loans payable to a CNG's subsidiary	81,070	80,686
Construction costs payable to CNG's subsidiaries	29,017	19,515
Trade payable to CNG's subsidiaries	2,644	952
Amount due to CNG	2,376	4,080
Contract liabilities with CNG's subsidiaries	1,580	8,085
Lease liabilities to a CNG's subsidiary	683	897
Total amounts due to CNG's subsidiaries	<u>145,308</u>	<u>142,038</u>

Trade payable, construction costs payable and contract liabilities to CNG's subsidiaries are in trade nature, non-interest bearing and unsecured.

Amount due to CNG included in other payables is non-trade in nature, non-interest bearing, unsecured and have no fixed term of repayment.

Entrusted loan payable, loans payable and lease liabilities to CNG and its subsidiaries are non-trade in nature, interest-bearing, unsecured and have fixed term of repayment.

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For The Three And Six Months Ended June 30, 2025 (Unaudited)

18. SIGNIFICANT RELATED PARTY TRANSACTIONS (Cont'd)

(b) Compensation of key management personnel

The Group has the following compensation to key management personnel during the period:

	Three months ended June 30,		Six months ended June 30,	
	2025 US\$'000	2024 US\$'000	2025 US\$'000	2024 US\$'000
Salaries and other benefits	84	84	186	166
Post-employment benefits	5	5	12	12
	<u>89</u>	<u>89</u>	<u>198</u>	<u>178</u>

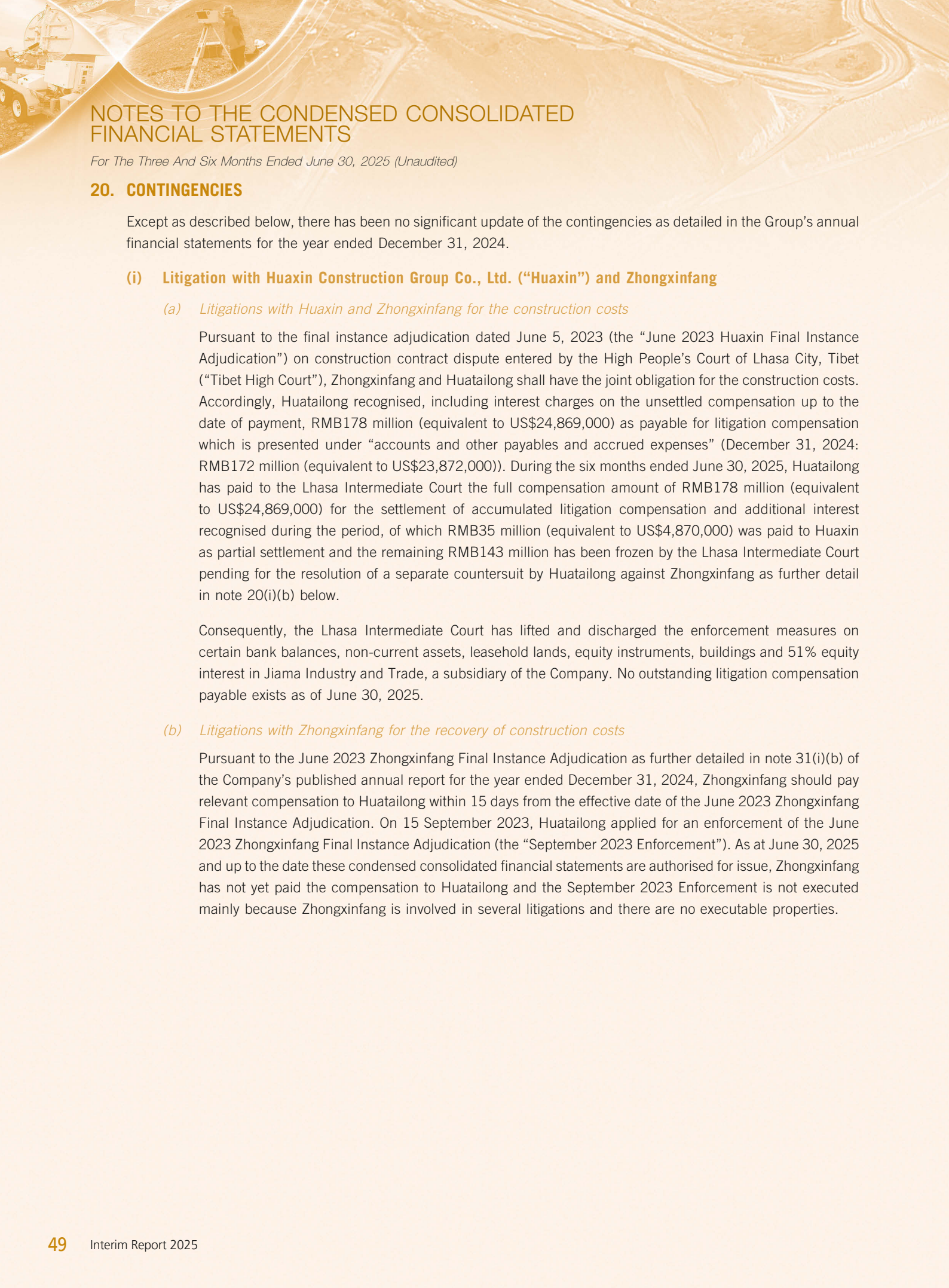
19. FINANCIAL INSTRUMENTS

As at June 30, 2025 and December 31, 2024, the Group's investments in equity securities include equity securities listed on the Stock Exchange and unlisted companies incorporated in the PRC.

Investment in equity securities listed on the Stock Exchange of US\$65,515,000 (December 31, 2024: US\$47,599,000) is measured based on the unadjusted quoted price available on the Stock Exchange (Level 1 fair value measurement). The Group's investment in listed equity securities represent investment in a company engaged in mining, processing and trading of nonferrous metals registered in Hong Kong, PRC.

In addition, investment in an unlisted company incorporated in the PRC of US\$816,000 (December 31, 2024: US\$812,000) are measured at fair value based on Level 3 inputs.

The Group considers that the carrying amounts of financial assets and financial liabilities recorded at amortised cost in the condensed consolidated financial statements approximate their fair values.



NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For The Three And Six Months Ended June 30, 2025 (Unaudited)

20. CONTINGENCIES

Except as described below, there has been no significant update of the contingencies as detailed in the Group's annual financial statements for the year ended December 31, 2024.

(i) Litigation with Huaxin Construction Group Co., Ltd. ("Huaxin") and Zhongxinfang

(a) Litigations with Huaxin and Zhongxinfang for the construction costs

Pursuant to the final instance adjudication dated June 5, 2023 (the "June 2023 Huaxin Final Instance Adjudication") on construction contract dispute entered by the High People's Court of Lhasa City, Tibet ("Tibet High Court"), Zhongxinfang and Huatailong shall have the joint obligation for the construction costs. Accordingly, Huatailong recognised, including interest charges on the unsettled compensation up to the date of payment, RMB178 million (equivalent to US\$24,869,000) as payable for litigation compensation which is presented under "accounts and other payables and accrued expenses" (December 31, 2024: RMB172 million (equivalent to US\$23,872,000)). During the six months ended June 30, 2025, Huatailong has paid to the Lhasa Intermediate Court the full compensation amount of RMB178 million (equivalent to US\$24,869,000) for the settlement of accumulated litigation compensation and additional interest recognised during the period, of which RMB35 million (equivalent to US\$4,870,000) was paid to Huaxin as partial settlement and the remaining RMB143 million has been frozen by the Lhasa Intermediate Court pending for the resolution of a separate countersuit by Huatailong against Zhongxinfang as further detail in note 20(i)(b) below.

Consequently, the Lhasa Intermediate Court has lifted and discharged the enforcement measures on certain bank balances, non-current assets, leasehold lands, equity instruments, buildings and 51% equity interest in Jiama Industry and Trade, a subsidiary of the Company. No outstanding litigation compensation payable exists as of June 30, 2025.

(b) Litigations with Zhongxinfang for the recovery of construction costs

Pursuant to the June 2023 Zhongxinfang Final Instance Adjudication as further detailed in note 31(i)(b) of the Company's published annual report for the year ended December 31, 2024, Zhongxinfang should pay relevant compensation to Huatailong within 15 days from the effective date of the June 2023 Zhongxinfang Final Instance Adjudication. On 15 September 2023, Huatailong applied for an enforcement of the June 2023 Zhongxinfang Final Instance Adjudication (the "September 2023 Enforcement"). As at June 30, 2025 and up to the date these condensed consolidated financial statements are authorised for issue, Zhongxinfang has not yet paid the compensation to Huatailong and the September 2023 Enforcement is not executed mainly because Zhongxinfang is involved in several litigations and there are no executable properties.

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For The Three And Six Months Ended June 30, 2025 (Unaudited)

20. CONTINGENCIES (Cont'd)

(i) Litigation with Huaxin Construction Group Co., Ltd. ("Huaxin") and Zhongxinfang (Cont'd)

- (c) *Litigations with Zhongxinfang for the delivery of a block of the buildings and twenty car parks (the "New Premises") and recovery of all related tax exposures including but not limited to land appreciation tax, EIT and other surcharge (the "Tax and Other Surcharge") related to the land exchange whereby the Group agreed to transfer the land use right for the development of a composite project and Zhongxinfang agreed to compensate the Group by the New Premises*

As at June 30, 2025 and up to the date these condensed consolidated financial statements are authorised for issue, the New Premises are still not delivered to Huatailong. In the opinion of directors with reference to legal advice obtained in prior year, the enforcement of the adjudication that Zhongxinfang should pay penalty of RMB9 million to Huatailong that was applied by Huatailong in March 2023 is currently under proceeding and the result is not ascertain as at the date these condensed consolidated financial statements are authorised for issue.

Based on Group's assessment on the status of the New Premises and taking into account the valuation of the New Premises, no impairment loss has been made during the six months ended June 30, 2025 (for the six months ended June 30, 2024: nil) and the carrying amount of the other non-current assets are RMB111,924,000 (equivalent to US\$15,635,000) as at June 30, 2025 (December 31, 2024: RMB111,924,000 (equivalent to US\$15,570,000)).

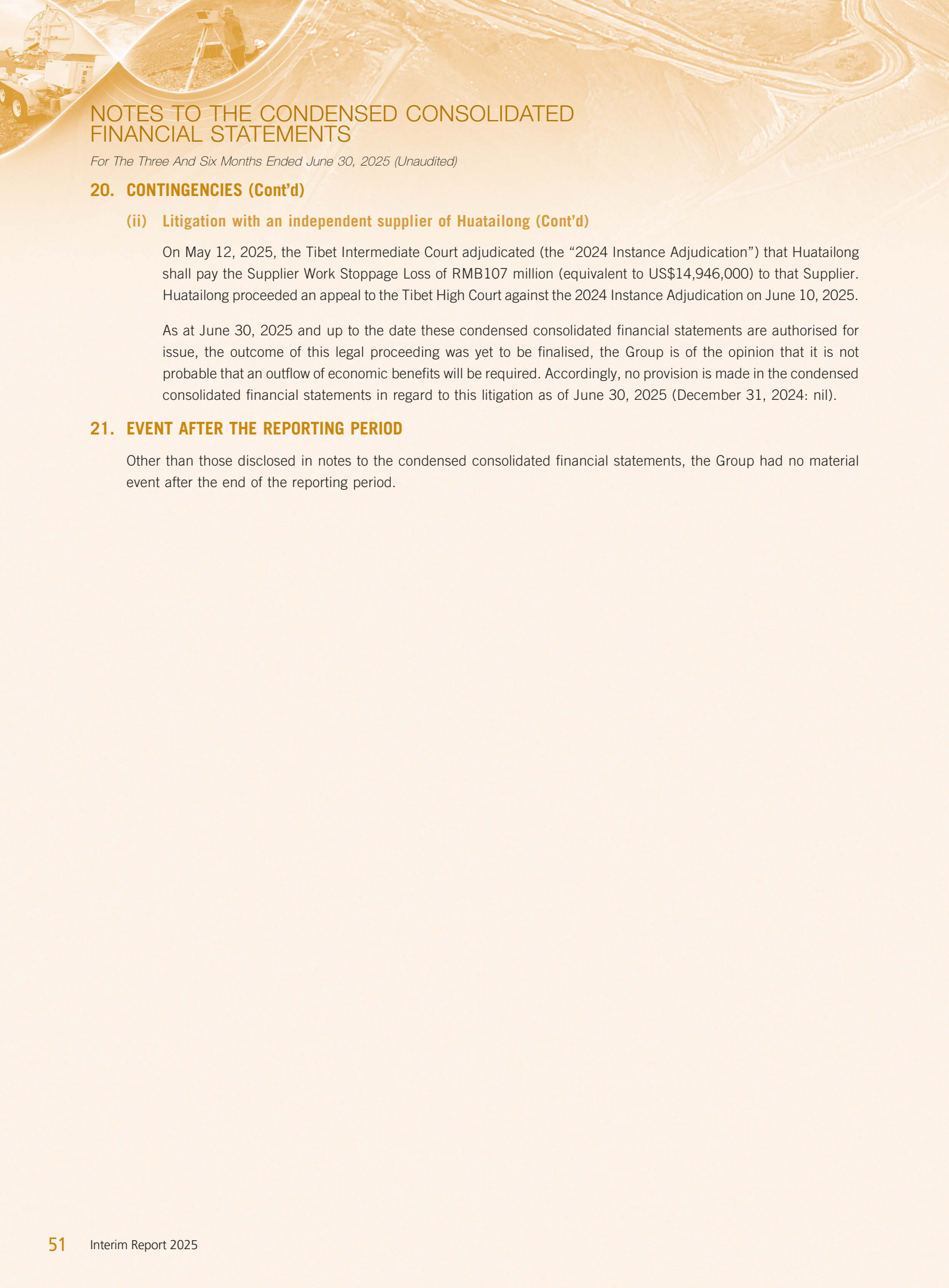
Based on the best available information to the Group and the credit risk assessment of Zhongxinfang as of June 30, 2025, no additional expected credit loss (for the six months ended June 30, 2024: nil) for the Tax and Other Surcharge from Zhongxinfang are recognised during the six months ended June 30, 2025, and the accumulated allowance for credit losses is RMB36,524,000 (equivalent to US\$5,081,000) as of June 30, 2025 (December 31, 2024: RMB36,524,000 (equivalent to US\$5,081,000)).

(ii) Litigation with an independent supplier of Huatailong

In May 2023, a supplier of Huatailong (the "Supplier") proceeded a lawsuit against Huatailong for the loss of work stoppage and slowdown resulting from the suspension of Jiama Mine's south pit (the "Supplier Work Stoppage Loss") which are required to be remediated by local government from June 19, 2021, for a claim of RMB479 million (equivalent to US\$67,693,000), and applied for pre-litigation preservation of assets from Huatailong for one year.

On May 24, 2023, the Tibet Intermediate Court adjudicated a bank balance with same amount as aforementioned placed in China Gold Finance by the Group to be frozen for one year, which was further extended for another year on May 6, 2024.

During the six months ended June 30, 2025, the Supplier agrees to partially lift the enforcement measurements by RMB200 million (equivalent to USD27,938,000). On May 9, 2025, the Supplier further applied to the Tibet Intermediate Court on further extension on preservation of assets. Accordingly, the frozen period of remaining RMB279 million (equivalent to USD39,037,000) was further extended for one year. The frozen bank deposit of US\$39,037,000 was included in restricted balances as at June 30, 2025.



NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For The Three And Six Months Ended June 30, 2025 (Unaudited)

20. CONTINGENCIES (Cont'd)

(ii) Litigation with an independent supplier of Huatailong (Cont'd)

On May 12, 2025, the Tibet Intermediate Court adjudicated (the “2024 Instance Adjudication”) that Huatailong shall pay the Supplier Work Stoppage Loss of RMB107 million (equivalent to US\$14,946,000) to that Supplier. Huatailong proceeded an appeal to the Tibet High Court against the 2024 Instance Adjudication on June 10, 2025.

As at June 30, 2025 and up to the date these condensed consolidated financial statements are authorised for issue, the outcome of this legal proceeding was yet to be finalised, the Group is of the opinion that it is not probable that an outflow of economic benefits will be required. Accordingly, no provision is made in the condensed consolidated financial statements in regard to this litigation as of June 30, 2025 (December 31, 2024: nil).

21. EVENT AFTER THE REPORTING PERIOD

Other than those disclosed in notes to the condensed consolidated financial statements, the Group had no material event after the end of the reporting period.



中國黃金國際資源有限公司

China Gold International Resources Corp. Ltd.