

Postal Code

1701

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-Q

QUARTERLY REPORT PURSUANT TO SECTION 17 OF THE SECURITIES REGULATION CODE AND SRC RULE 17(2)(b) THEREUNDER

(SEC Use Only)

- 1. For the quarterly period ended JUNE 30, 2024
- 2. Commission Identification Number ASO94-003992
- 3. BIR Tax Identification Number 003-871-592
- 4. Exact name of issuer as specified in its charter GLOBAL FERRONICKEL HOLDINGS, INC.
- 5. Province, country or other jurisdiction of incorporation or organization Metro Manila, Philippines
- 6. Industry Classification Code:
- 7. Address of issuer's principal office Penthouse, Platinum Tower, Asean Avenue corner Fuentes St., Aseana, Parañaque City, Metro Manila, Philippines
- 8. Issuer's telephone number, including area code (632) 8519-7888
- 9. Former name, former address and former fiscal year, if changed since last report Not Applicable
- 10. Securities registered pursuant to Sections 8 and 12 of the Code, or Sections 4 and 8 of the RSA

Common Shares	6,072,357,151
Amount of Debt Outstanding	Not applicable

11. Are any or all of the securities listed on a Philippine Stock Exchange?

Yes [X] 6,072,357,151 Common Shares No []

12. Has filed all reports required to be filed by Section 17 of the Code and SRC Rule 17 thereunder or Sections 11 of the RSA and RSA Rule 11(a)-1 thereunder, and Sections 26 and 141 of the Corporation Code of the Philippines, during the preceding twelve (12) months (or for such shorter period the registrant was required to file such reports)

Yes [X] No []

13. Has been subject to such filing requirements for the past ninety (90) days.

Yes [X] No []



17-Q QUARTERLY REPORT JUNE 30, 2024

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PART I - FINANCIAL INFORMATION

Item 1. Consolidated Financial Statements

The Unaudited Interim Consolidated Financial Statements as at June 30, 2024 and for the six-month period ended June 30, 2024 and 2023 (with Comparative Audited Consolidated Statement of Financial Position as at December 31, 2023) are hereto attached.

The following tables set forth the summary financial information for the six-month period ended June 30, 2024 and 2023 and as at June 30, 2024 and December 31, 2023:

1.a. Summary Consolidated Statements of Financial Position

	June 30, 2024 (Unaudited)	December 31, 2023 (Audited)	Increase/ (Decrease)	Percent Inc. (Dec.)
	(In Thousand Pesos)		
ASSETS				
Current Assets	3,278,081	3,938,933	(660,852)	-16.8%
Noncurrent Assets	13,971,597	13,475,808	495,789	3.7%
TOTAL ASSETS	17,249,678	17,414,741	(165,063)	-0.9%
LIABILITIES AND EQUITY				
Current Liabilities	2,449,222	2,288,173	161,049	7.0%
Noncurrent Liabilities	2,268,309	2,846,217	(577,908)	-20.3%
Total Liabilities	4,717,531	5,134,390	(416,859)	-8.1%
Equity				
Equity Attributable to the Parent Company	12,384,116	12,126,656	257,460	2.1%
Non-controlling Interests	148,031	153,695	(5,664)	-3.7%
Total Equity	12,532,147	12,280,351	251,796	2.1%
TOTAL LIABILITIES AND EQUITY	17,249,678	17,414,741	(165,063)	-0.9%

1.b. Summary Consolidated Statements of Comprehensive Income

	For the Three Months Ended June 30			For the Six Months Ended June 30		(Decrease)
	2024	2023	2024	2023	3 Months	6 Months
			(In Thousand P	esos)		
Revenues	2,488,893	1,987,200	3,078,768	3,115,901	501,693	(37,133)
Cost and Expenses	(2,214,357)	(1,586,337)	(2,803,725)	(2,206,352)	628,020	597,373
Finance Costs	(59,475)	(73,077)	(110,625)	(142,715)	(13,602)	(32,090)
Share in Net Income of Investment in Associates	91,778	1,232	114,131	54,009	90,546	60,122
Other Income - net	12,387	25,098	30,344	59,473	(12,711)	(29,129)
Income Before Income Tax	319,226	354,116	308,893	880,316	(34,890)	(571,423)
Provision for Income Tax - net	125,619	87,625	107,479	254,999	37,994	(147,520)
Net Income	193,607	266,491	201,414	625,317	(72,884)	(423,903)
Other Comprehensive Income (Loss)	32,003	21,862	50,382	(7,968)	10,141	58,350
Total Comprehensive Income	225,610	288,353	251,796	617,349	(62,743)	(365,553)
Basic and Diluted Income Per Share	0.0383	0.0380	0.0404	0.0676	0.0003	(0.0272)
Net Income (Loss) Attributable To:						
Equity Holders of the Parent	196,448	195,650	207,078	349,499	798	(142,421)
Non-controlling Interests	(2,841)	70,841	(5,664)	275,818	(73,682)	(281,482)
	193,607	266,491	201,414	625,317	(72,884)	(423,903)

1.c. Summary Consolidated Statements of Changes in Equity

	For the Period Ended June 30		For the Year Ended December 31			
	2024	2023	2023			
		(In Thousand F	Pesos)			
Capital Stock	6,375,975	6,375,975	6,375,975			
Additional Paid-in Capital	239,012	239,012	239,012			
Fair Value Reserve of Financial Asset at Fair Value						
through Other Comprehensive Loss	(6,366)	(5,692)	(6,198)			
Remeasurement Gain on Retirement Obligation	44,169	35,535	44,276			
Cumulative Translation Adjustment	183,458	125,804	132,801			
Retained Earnings	7,677,671	6,333,656	7,470,593			
Treasury Shares - at cost	(2,129,803)	(2,016,260)	(2,129,803)			
Non-controlling Interests	148,031	160,745	153,695			
Total Equity	12,532,147 11,248,775 12,280					

1.d. Summary Consolidated Statements of Cash Flows

	For the Three Mo June 3		For the Six Mon June 3		
	2024	2023	2024	2023	
		(In Thousan	d Pesos)		
NET CASH FLOWS FROM (USED IN):					
Operating Activities	153,423	(466,576)	(161,258)	(20,263)	
Investing Activities	(455,119)	(356,664)	(828,407)	(1,478,409)	
Financing Activities	(22,002)	(685,434)	(310,194)	(902,730)	
NET DECREASE IN CASH	(323,698)	(1,508,674)	(1,299,859)	(2,401,402)	
Effect of Exchange Rate Changes on Cash	44,720	17,315	84,544	19,115	
CASH AT BEGINNING OF PERIOD	1,506,561	2,289,657	2,442,898	3,180,585	
CASH AT END OF PERIOD	1,227,583	798,298	1,227,583	798,298	

Basis of Preparation of Interim Consolidated Financial Statements

The unaudited interim consolidated statements of financial position of Global Ferronickel Holdings, Inc. and Subsidiaries (the Group) as at June 30, 2024 and December 31, 2023, and the related consolidated statements of comprehensive income, changes in equity and cash flows for the periods ended June 30, 2024 and 2023 were prepared in accordance with generally accepted accounting principles in the Philippines. All significant inter-company balances and transactions have been eliminated in the consolidated financial statements.

The accounting principles followed in the preparation of the Group's most recent annual consolidated financial statements were similarly applied in the preparation of the unaudited interim consolidated financial statements. There were no significant changes in the Group's accounting policies, practices and methods of estimates from the Group's last annual consolidated financial statements.

Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations

Statement of Financial Condition

As of June 30, 2024, the Group's total assets amounted to ₱17,249.7 million, representing a decrease of ₱165.0 million or 0.9% compared to the total assets of ₱17,414.7 million as of December 31, 2023. The net decrease is attributed to a reduction in current assets by ₱660.8 million or 16.8%, coupled with a rise in noncurrent assets by ₱495.8 million or 3.7%.

The net decrease in current assets primarily stems from the following factors:

- As of June 30, 2024, the Group's cash and cash equivalents declined by ₱1,215.3 million, representing a decrease of 49.7% from ₱2,442.9 million to ₱1,227.6 million. This reduction primarily resulted from lower net cash generated from operations due to decreased nickel ore prices during the period. Additionally, the decrease was influenced by the settlement of outstanding loans and liabilities, including interest payments, amounting to ₱910.3 million.
- Trade and other receivables have surged by ₱806.9 million, marking a 177.8% increase from ₱453.8 million as of December 31, 2023, to ₱1,260.7 million. This significant rise primarily stems from an increase in trade receivables, driven by shipments made during the current period under payment terms of "90 days from the date of Bill of Lading".
- The increase in prepayment and other currents to ₱93.2 million represents a rise of ₱64.7 million or 227.6%, up from ₱28.5 million. This increase is primarily attributed to the following factors:
 - A rise ₱31.6 million in advances to suppliers, comprising prepayments for goods and services expected to be utilized or applied against future billings in upcoming quarters.
 - An increase of ₱26.7 million in prepaid taxes and licenses, reflecting advance payments made to the Mines and Geosciences Bureau (MGB) and Bureau of Internal Revenue (BIR) for processing shipments' permits. These payments are anticipated to be utilized within the next quarter.
- Advances to related parties decreased by ₱361.5 million, while inventories increased by ₱44.4 million.

The net increase in noncurrent assets is primarily due to the following factors:

- An increase of ₱407.1 million or 18.2% in other noncurrent assets. This increase is mainly attributed to: 1) Input valueadded tax (VAT) incurred during the period, amounting to ₱214.9 million; 2) Advances to suppliers increasing by ₱130.2 million; and 3) Additional deposits into the mine rehabilitation fund totaling ₱62.3 million, inclusive of interest earned.
- Share in net income of an associate, GHGC Holdings Ltd. (GHGC) and subsidiaries, amounted to ₱114.1 million.
- Net increase in deferred tax assets amounting to ₱60.2 million mainly due to net loss carryover during the period.
- Additional mine exploration costs amounting to ₱10.5 million and net contributions to the retirement plan totaling ₱6.6 million.
- Net decrease in property and equipment amounted to ₱100.3 million, primarily due to acquisitions totaling ₱183.1 million during the period, offset by depreciation and depletion expenses amounting to ₱286.6 million.

As of June 30, 2024, the total liabilities of the Group amounted to ₱4,717.5 million. This figure reflects a decrease of ₱416.9 million or 8.1% compared to ₱5,134.4 million as at December 31, 2023. The net decrease in total liabilities is primarily attributed to the following factors:

- Payments made towards non-interest bearing liability, loans payable, advances from related parties, and lease liabilities during the period, amounting to ₱587.0 million, ₱104.1 million, ₱163.0 million and ₱43.1 million, respectively.
- Increase in trade and other payables amounting to ₱384.3 million and decrease in income tax payable amounting to ₱38.0 million.

Results of Operations

For the six-month period ended June 30, 2024, the Group reported a consolidated net income of P201.4 million, reflecting a decrease compared to the consolidated net income of $\oiint{P}625.3$ million recorded in the corresponding period of the previous year. After accounting for non-controlling interests, the net income attributable to equity holders of the Parent Company amounted to $\oiint{P}207.1$ million for the same period, down from $\oiint{P}349.5$ million in the prior year's period. This decline in first-half performance was primarily attributable to the decline in nickel ore prices during the current period resulting in a decrease in revenues.

Revenues

During the six months ended June 30, 2024, the Group's total revenues amounted to ₱3,078.8 million, which represents a decrease of ₱37.1 million or 1.2% compared to ₱3,115.9 million in the same period last year. Approximately 99.7% of the Group's revenues were generated from its mining operations, with the remaining portion derived from services rendered to its customers.

Nickel Ore Export Revenues

During the second quarter of 2024, the Group's mining operations generated total export revenues of ₱2,484.9 million, which represents an increase of ₱500.4 million or 25.2% compared to ₱1,984.5 million in the same period of the previous year. However, for the overall period ended June 30, 2024, total export revenues amounted to ₱3,071.0 million, reflecting a decrease of ₱27.1 million or 0.9% compared to ₱3,098.1 million for the same period of the previous year. This decline in export revenues was primarily due to lower selling prices, which offset the impact of higher sales volume during the period. The ongoing oversupply issues, mainly from Indonesia, impacted market conditions year-over-year.

Surigao mine

For the period ended June 30, 2024, the Group's Surigao mining operations generated total export revenues of ₱1,140.4 million. This amount reflects an increase of ₱132.9 million or 13.2% compared to ₱1,007.5 million in the same period of the previous year.

The increase can be attributed to two main factors:

Higher Volume Shipped: The sale of nickel ore from our Surigao mine for the period ended June 30, 2024, totaled 1.033 million wet metric ton (WMT), marking an increase of 0.275 million WMT or 36.2% compared to 0.758 million WMT in the same period of the previous year. This increase can be attributed to favorable weather conditions that allowed for early start in preparation activities at the Surigao mining operations and its contractors. The improved availability of key inputs to production also contributed to volume growth, including chartered landing craft tanks for shipside loading of ores as well as transportation and handling equipment for mine operations and safety.

During the current period, the Group managed to ship 19 vessels of nickel ore, compared to 14 shipments in the previous period. The sales mix for 2024 comprised 84% low-grade ore and 16% medium-grade ore, whereas in 2023, the mix was 86% low-grade ore and 14% medium-grade ore.

These shipments, exclusively sold to Chinese customers, included 0.872 million WMT of low-grade nickel ore and 0.161 million WMT of medium-grade nickel ore for the first six-month of 2024, compared to 0.649 million WMT of low-grade nickel ore and 0.109 WMT of medium-grade nickel ore in the same period of 2023.

Lower Averaged Realized Nickel Ore Price: The overall average realized nickel ore price for the period ended June 30, 2024, decreased by United States dollar (US\$)4.89 per WMT or 20.5%, amounting to US\$18.99/WMT compared to US\$23.88/WMT in the same period of the previous year. Specifically, the price for low-grade ore dropped by US\$5.11/WMT or 22.1%, from US\$23.09/WMT in 2023 to US\$17.98/WMT. Similarly, medium-grade ore saw a decrease of US\$4.08/WMT or 14.3%, declining from US\$28.56/WMT in 2023 to US\$24.48/WMT.

Palawan mine

For the period ended June 30, 2024, the Group's Palawan mining operations generated total export revenues of ₱1,930.6 million. This amount represents a decrease of ₱160.0 million or 7.7% compared to ₱2,090.6 million in the same period of the previous year.

The decrease was primarily due to lower selling prices, despite a higher volume shipped:

- Lower Averaged Realized Nickel Ore Price: The overall average realized nickel ore price for the period ended June 30, 2024, decreased by US\$22.59 per WMT or 41.8%, amounting to US\$31.45/WMT compared to US\$54.04/WMT in the same period of the previous year. Specifically, the price for medium-grade ore declined by US\$23.66/WMT or 42.9%, from US\$55.11/WMT in 2023 to US\$31.45/WMT in 2024. No grade-grade ore was shipped in 2024, compared to 2023 when it was sold at US\$38.78/WMT.
- Higher Volume Shipped: Nickel ore sales from our Palawan mine for the period ended June 30, 2024, totaled 1.076 million WMT, marking an increase of 0.375 million WMT or 53.5% compared to 0.701 million WMT in the same period of the previous year. This increase can be attributed to improved weather conditions in 2024 as compared to 2023, supported by recently expanded infrastructure, notably mine facilities and causeways, along with optimized processes in the areas of logistics and human resources.

During the current period, the Group's Palawan mine shipped 20 vessels of nickel ore, compared to 13 shipments in the previous period. The sales mix for 2024 consisted entirely of medium-grade ore, whereas in the previous period, 7% was low-grade ore and 93% was medium-grade ore.

These shipments, exclusively to Chinese customers, included no low-grade nickel ore and 1.706 million WMT of mediumgrade nickel ore for 2024, compared to 0.046 million WMT of low-grade nickel ore and 0.655 million WMT of mediumgrade nickel ore in the same period of 2023.

Overall, the Group's total nickel ore export revenues were affected by several factors:

- Increased Shipments: The Group completed 39 shipments in the period ended June 30, 2024, compared to 27 shipments in the same period of the previous year.
- Higher Volume Shipped: Total volume shipped was 2.109 million WMT, which is an increase of 44.6% from 1.459 million WMT in 2023.
- Changes Sales Mix: The sales mix for 2024 comprised 41% low-grade ore and 59% medium-grade ore in 2024, whereas the previous period's mix was 48% low-grade ore and 52% medium-grade ore.
- Lower Average Realized Nickel Ore prices: The total average realized nickel ore price for the period ended June 30, 2024, was US\$25.35/WMT, down from US\$38.37/WMT in 2023. Specifically, during the first half of 2024, low-grade ore sold for an average of US\$17.98/WMT, a decrease from US\$24.13/WMT in the same period of the previous year. Medium-grade was priced at an average of US\$30.54/WMT in 2024, down from US\$51.30/WMT in the same period of the previous year.
- Exchange Rate Impact: The average realized Peso over US\$ exchange rate was ₱57.43, compared to ₱55.34 in the same period last year.

Service Revenues

The Group's service income for the periods ended June 30, 2024 and 2023, amounted to ₱7.7 million and ₱17.8 million respectively. This income is derived from port services provided by Mariveles Harbor Corporation (MHC), a subsidiary, to its customers. The decrease in earnings can be attributed to a reduction in service volume. Nevertheless, the management is proactively engaged in formulating strategic initiatives for MHC, which encompass the expansion of services to include warehousing and container terminal operations.

Also, the Group earned service income for the LCTs chartered by the Surigao Mine and Palawan Mine from PGMC-CNEP Shipping Services Corp. (PCSSC), a subsidiary, amounted to ₱32.3 million for the six months period ended June 30, 2024 as compared to ₱46.7 million for the same period last year. This service income is eliminated in full in the consolidated financial statements.

Cost and Expenses

Cost and expenses comprise the cost of sales, excise taxes and royalties, general and administrative expenses, and shipping and distribution expenses. During the six months ended June 30, 2024, these costs and expenses amounted to ₱2,803.7 million, compared to ₱2,206.3 million for the same period in 2023, representing an increase of ₱597.4 million or 27.1%. The average cash operating cost per volume sold decreased to ₱1,191.15 per WMT for the period ending June 30, 2024, from ₱1,295.71 per WMT in the previous period, marking a decrease of ₱104.56 per WMT or 8.1%. For the six-month period ending on June 30, 2024, the total aggregate cash costs and total sales volume amounted to ₱2,512.1 million and 2.109 million WMT, respectively. In comparison, for the six-month period ending on June 30, 2023, the total aggregate cash costs and total sales volume were ₱1,890.4 million and 1.459 million WMT, respectively.

Cost of Sales

For the period ended June 30, 2024, the cost of sales totaled ₱1,735.4 million, up from ₱1,286.2 million in the previous period. This represents an increase of ₱449.2 million, or 34.9%. The rise in cost of sales is primarily due to the following factors:

- Contract Hire Expense: This expense increased by ₱450.5 million, or 73.3%. The higher costs are attributed to increased production and shipping volumes, as well as a rise in effective contract hire rates due to the change in sales mix and higher rates from different sources of nickel ore deposits, where the location affects the hauling distance and ultimately the mining cost, compared to the prior period.
- Environmental Protection Costs: These costs increased by ₱24.2 million, or 158.3%, mainly due to the completion of sedimentation ponds at our Palawan mine.
- Personnel Costs: Personnel expenses grew by ₱20.7 million, or 12.2%. This increase is due to early vessel arrivals, which required earlier manpower deployment, as well as new opened areas and blocks that needed additional staff. Additionally, there were mandatory increases in minimum wages, salary adjustments, management-approved salary increase averaging 6%, and higher social insurance costs.
- Assaying and Laboratory Costs: These costs rose by ₱7.5 million, or 63.6%, driven by a higher volume of shipments compared to the previous period.
- Conversely, there were reductions in: 1) Depreciation and Depletion: Down by ₱22.4 million, 2) Operations Overhead: Decreased by ₱22.1 million, and 3) Fuel, Oil, and Lubricants: Reduced by ₱18.6 million.

Excise Taxes and Royalties

For the periods ended June 30, 2024 and 2023, excise taxes and royalties amounted to ₱320.5 million and ₱211.0 million, respectively. These expenses are calculated and paid based on a percentage of revenues. Therefore, the increase in revenues from our operating mines led to higher excise taxes and royalties during the period. Additionally, the increase includes a royalty fee settlement payment of PIL to Baiyin International Investment Ltd. in the amount of US\$1,055,407.75, with a remaining obligation of US\$1,500,000.00 payable in three equal installments due on December 15, 2024, June 15, 2025, and December 15, 2025.

General and Administrative Expenses

For the period ended June 30, 2024, general and administrative expenses totaled ₱613.1 million, an increase of ₱82.7 million, or 15.6%, compared to ₱530.4 million for the same period in 2023. This rise is primarily due to the following factors:

- Taxes and Licenses: This expense increased by ₱61.3 million, or 66.6%. The increase is attributed to the payment of higher business tax and permit fees to the Municipal Government of Brooke's Point for our Palawan mine, as the basis is a full-year operation of our Palawan mine.
- Outside Services: Costs for outside services rose by ₱14.9 million, or 16.9%. This increase is mainly due to higher minimum wages for security personnel and an expanded headcount to support operations. Additionally, there were training expenses and costs related to uniforms and clothing in the current period that were not present in the prior period.
- Personnel Costs: Personnel expenses grew by ₱18.4 million, or 13.3%. For details on this increase, please refer to the explanation in the Cost of Sales section.
- Conversely, reductions were observed in: 1) Marketing and Entertainment: Decreased by ₱11.2 million, and 2) Travel and Transportation: Reduced by ₱3.9 million.

Shipping and Distribution

For the period ended June 30, 2024, shipping and loading costs amounted to ₱134.8 million, a decrease of ₱44.0 million, or 24.6%, compared to ₱178.8 million for the same period in the previous year. This reduction is primarily attributed to decrease in stevedoring charges and shipping expenses. However, barging charges increased due to a higher volume of shipments.

Finance Costs

Finance costs amounted to ₱110.6 million for the period ended June 30, 2024, compared to ₱142.7 million for the corresponding period last year, representing a decrease of ₱32.1 million or 22.5%. This reduction is primarily due to a decrease in interest expenses resulting from principal payments made on loans and non-interest-bearing liability.

Share in Net Income of Investment in Associates

In accordance with Philippine Accounting Standards (PAS) 28, "Investment in Associates and Joint Ventures," the Group applies the equity method of accounting to recognize its share of the net earnings or losses from associates. For the period ended June 30, 2024, the Group's share in the net income from its investment in associates was ₱114.1 million, compared to ₱54.0 million for the same period last year, reflecting an increase of ₱60.1 million, or 111.3%. This rise is primarily attributed to a higher sales volume compared to the prior period. In the previous year, two production lines were undergoing technical reform and upgrading, which negatively impacted the associate's output. With the completion of these reforms, output in the first half of the current year increased by 48% compared to the same period last year.

Finance and Other Income - net

For the period ended June 30, 2024, finance and net other income amounted to ₱30.3 million, a decrease from ₱59.5 million recorded in the same period last year. This decline of ₱29.1 million, or 49.1%, is primarily due to the impact of foreign exchange transactions and lower interest income. This reduction was partially offset by higher despatch in 2024 compared to 2023.

Provision for Income Tax - net

For the period ended June 30, 2024, the net provision for income tax amounted to ₱107.5 million, a decrease from ₱255.0 million recorded in the same period last year. This change is primarily due to a lower taxable income in the current period compared to the prior year, as well as the benefit from net loss carryover that can be utilized in the succeeding quarters.

Total Comprehensive Income - net of tax

Net Income

Due to the factors mentioned above, the consolidated net income for the six-month period ended June 30, 2024, totaled ₱201.4 million, which is a decrease from the ₱625.3 million recorded in the corresponding period of the previous year. This represents a decrease of ₱423.9 million or 67.8%. After accounting for non-controlling interests, the net income attributable to equity holders of the Parent Company amounted to ₱207.1 million for the period ended June 30, 2024, in comparison to ₱349.5 million in the same period of the preceding year.

Cumulative Translation Adjustment

The Group has recognized cumulative translation adjustments, net of tax, amounting to ₱50.7 million and (₱8.1 million) for the periods ending on June 30, 2024 and 2023, respectively. These adjustments relate to the exchange differences that arise from translating a subsidiary's functional currency into the presentation currency of the Parent Company.

Statement of Cash Flows

Cash Flows from Operating Activities

The net cash flows used in operating activities amounted to ₱161.3 million and ₱20.3 million for the periods ended June 30, 2024 and 2023, respectively. The decrease is primarily attributed to lower cash generated from the Group's mining operations.

Cash Flows from Investing Activities

The net cash outflows utilized in investing activities for the six months ending on June 30, 2024 and 2023 were ₱828.4 million and ₱1,478.4 million, respectively. In 2024, the net cash outflows were primarily driven by: (1) Payment of non-interest bearing liability related to the acquisition of an associate amounting to ₱587.0 million; (2) Acquisition of property and equipment, totaling ₱183.1 million; (3) Additional mine exploration costs, totaling ₱10.5 million. In 2023, the net cash outflows were primarily driven by: (1) Payment of non-interest bearing liability related to the acquisition of non-concurrent assets by ₱409.3 million. In 2023, the net cash outflows were primarily driven by: (1) Payment of non-interest bearing liability related to the acquisition of an associate amounting to ₱544.3 million; (2) Additional investment or acquisition of non-controlling interest in MHC, totaling ₱192.0 million; (3) Acquisition of property and equipment, totaling ₱143.1 million; (4) Decrease in advances to related parties amounted to ₱361.5 million; by ₱149.1 million; (4) Decrease in advances to related parties amounting to ₱544.3 million; (4) Decrease in advances to related parties amounted to ₱122.8 million; and (5) Increase in other noncurrent assets by ₱721.8 million.

Cash Flows from Financing Activities

For the six-month periods ended June 30, 2024 and 2023, the net cash utilization in financing activities totaled ₱310.2 million and ₱902.7 million, respectively. The negative cash flows from financing activities in the current period primarily resulted from the disbursement of funds for several purposes. These include loan repayments, settlement of lease obligations, and decrease in advances from related parties, which amounted to ₱104.1 million, ₱43.1 million, and ₱163.0 million, respectively. In 2023, the net cash outflows were mainly driven by the payments made toward loan payable amounting to ₱105.2 million, payments of lease liabilities amounting to ₱186.2 million, cash dividends distributed to shareholders amounting to ₱524.2 million, and acquisition of treasury shares as part of the Parent Company's buyback program, totaling ₱48.0 million.

Material Off-balance Sheet Transactions

The Group is not aware of any material off-balance sheet transactions, arrangements, obligations (including contingent obligations), and other relationships of the Group with unconsolidated entities or other persons created during the reported period other than those discussed in this report and in disclosures under Form 17-C.

Material Commitments for Capital Expenditures

The Group does not have any outstanding commitment for capital expenditures as at June 30, 2024.

Known Trends, Events and Uncertainties

There are no known significant trends, demands, commitments, or uncertainties that will result in or that are reasonably likely to result in the Group's principal risks increasing or decreasing in a material way. There were no other significant elements of income or loss that did not arise from the Group's continuing operations.

PART II - FINANCIAL SOUNDNESS INDICATORS

The Group considers the following as the significant Key Performance Indicators as at June 30, 2024 and 2023:

Indicators	Formula	<u>2024</u>	<u>2023</u>
Earnings Per Share	Profit for the Period/Weighted Average Number of Shares Outstanding	0.0404	0.0676
Debt-to-Equity Ratio	Total Liabilities/Total Equity	0.38:1	0.42:1
Asset-to-Equity Ratio	Total Assets/Total Equity	1.38:1	1.42:1
Current Ratio	Current Assets/Current Liabilities	1.34:1	1.72:1

PART III - OTHER INFORMATION

The disclosures made under Form 17-C are as follows:

Date	Description
May 16, 2024	Press Release: FNI 1Q 2024 results reflect subdued nickel prices
May 17, 2024	Regular Board Meeting setting the Annual Stockholders' Meeting to June 26, 20024 and the record date to June 3, 2024.
June 27, 2024	 Results of the Annual Stockholder' Meeting of Global Ferronickel Holdings, Inc. ("FNI") held on June 26, 2024 via videoconference: I. Approval of the Minutes of the Annual Stockholders' Meeting dated June 29, 2023; II. Approval of the Company's Audited Financial Statements and Annual Report as of December 31, 2023; III. Election of the following directors of FNI for the ensuing year:Joseph C. Sy, Dante R. Bravo, Gu Zhifang, Dennis Allan T. Ang, Mary Belle D. Bituin, Francis C. Chua, Jennifer Y. Cong, Noel B. Lazaro, Edgardo G. Lacson (Independent Director), and Sergio R. Ortiz-Luis Jr.(Independent Director) IV. Ratification of acts of the Board of Directors and proceedings of the Board of Directors, Board Committees and management V. Reappointment of Sycip Gorres Velayo & Co. as the external auditor of FNI for the ensuing year.

SIGNATURES

Pursuant to the requirements of the Securities Regulation Code, the issuer has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

Registrant: GLOBAL FERRONICKEL HOLDINGS, INC.

Signature and Title ATTY. DANTE R. BRAVO President

Date:

August 🖉 , 2024



Date:

August <u>8</u>, 2024

Annex A

Aging of Trade and Other Receivables As at June 30, 2024 (In Thousand Pesos)

	Neither Past Due	Past Due Past Due But Not Impaired				Total
	Nor Impaired	90 Days or Less	91-120 Days	More than 120 days	Impaired	TOLAT
Trade	1,052,373		-		243,992	1,296,365
Advances to Contractors	156,674	-	-	-	79,711	236,385
Advances to Officers, Employees and Others	51,630	-	-	-	-	51,630
Total	1,260,677	-	-	-	323,703	1,584,380
Less: Allowance for Expected Credit Losses					-	323,703
NET RECEIVABES					-	1,260,677

GLOBAL FERRONICKEL HOLDINGS, INC. SEC FORM 17-Q INDEX TO UNAUDITED CONSOLIDATED FINANCIAL STATEMENTS JUNE 30, 2024

INTERIM CONSOLIDATED FINANCIAL STATEMENTS

Interim Consolidated Statements of Financial Position as at June 30, 2024 and December 31, 2023 Interim Consolidated Statements of Comprehensive Income for the Three-Month Period Ended June 30, 2024 and 2023 Interim Consolidated Statements of Comprehensive Income for the Six-Month Period Ended June 30, 2024 and 2023 Interim Consolidated Statements of Changes in Equity for the Six-Month Period Ended June 30, 2024 and 2023 Interim Consolidated Statements of Cash Flows for the Six-Month Period Ended June 30, 2024 and 2023 Interim Consolidated Statements of Cash Flows for the Six-Month Period Ended June 30, 2024 and 2023 Notes to Interim Consolidated Financial Statements

GLOBAL FERRONICKEL HOLDINGS, INC. AND SUBSIDIARIES INTERIM CONSOLIDATED STATEMENTS OF FINANCIAL POSITION (Amounts in Thousands)

	June 30,	December 31,
		2023 (Audited)
ASSETS	(Olladdited)	(Addited)
Current Assets		
Cash and cash equivalents (Note 4)	₽1,227,583	₱2,442,898
Trade and other receivables (Note 5)	1,260,677	453,846
Advances to related parties (Note 29)	199,000	560,486
Inventories (Note 6)	497,624	453,253
Prepayments and other current assets (Note 7)	93,197	28,450
Total Current Assets	3,278,081	3,938,933
Noncurrent Assets	5,270,001	0,000,000
Property and equipment (Note 8)	6,138,748	6,239,057
Investment in associates (Note 9)	4,581,588	4,467,457
Mine exploration costs (Note 11)	248,359	237,857
Mining rights (Note 10)	108,493	110,932
Deferred tax assets - net (Note 30)	196,591	136,390
Retirement plan asset - net (Note 16)	50,157	43,556
Other noncurrent assets (Note 12)	2,647,661	2,240,559
Total Noncurrent Assets	13,971,597	13,475,808
TOTAL ASSETS	₽17,249,678	₱17,414,741
	F 17,243,070	F 17,414,741
LIABILITIES AND EQUITY		
Current Liabilities		
Trade and other payables (Note 13)	₽1,145,181	₱760.907
Non-interest bearing liability (Note 17)	498.777	437,958
Current portion of loans payable (Note 14)	256,813	347,294
Advances from related parties (Note 29)	8,245	171,234
Current portion of lease liabilities (Note 18)	83,273	75,881
Income tax payable	155,234	193,200
Other current liabilities (Note 17)	301,699	301,699
Total Current Liabilities	2,449,222	2,288,173
Noncurrent Liabilities	2,449,222	2,200,175
	1,002,722	1 566 750
Non-interest bearing liability - net of current portion (Note 17)	1,002,722	1,566,752
Loans payable - net of current portion (Note 14)	206 775	206 914
Provision for mine rehabilitation and decommissioning (Note 15)	306,775	296,814
Lease liabilities - net of current portion (Note 18) Deferred tax liabilities - net	722,041	747,461 234,958
Other noncurrent liabilities	236,539	
Total Noncurrent Liabilities	<u>232</u> 2,268,309	232 2,846,217
Total Liabilities	4,717,531	5,134,390
	4,717,001	5,154,590
Equity	6 275 075	6,375,975
Capital stock (Note 19)	6,375,975	
Additional paid-in capital	239,012	239,012 44,276
Remeasurement gain on retirement obligation	44,169	
Cumulative translation adjustment	183,458	132,801
Fair value reserve of financial asset at fair value through other comprehensive income (Note 12)	(6.266)	(C 100)
Retained earnings	(6,366) 7,677,671	(6,198) 7,470,593
	(2,129,803)	(2,129,803)
Treasury shares (Note 19) Equity attributable to the Parent Company		
Non-controlling interests (NCI) (Note 19)	12,384,116	12,126,656
	148,031	153,695
Total Equity TOTAL LIABILITIES AND EQUITY	12,532,147 P 17,240,679	12,280,351
	₱17,249,678	₱17,414,741

GLOBAL FERRONICKEL HOLDINGS, INC. AND SUBSIDIARIES INTERIM CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME FOR THE SIX MONTHS PERIOD ENDED JUNE 30, 2024 AND 2023 (Amounts in Thousands, Except Earnings per Share)

	Three Months	s Ended June 30	Six Months Ended June 30			
	2024	2023	2024	2023		
REVENUE FROM CONTRACTS WITH CUSTOMERS	₽2,488,893	₱1,987,200	₽3,078,768	₱3,115,901		
COST OF SALES (Note 21)	1,425,574	1,012,489	1,735,377	1,286,234		
GROSS PROFIT	1,063,319	974,711	1,343,391	1,829,667		
OPERATING EXPENSES	1		1 1	12 2122		
Excise taxes and royalties (Note 22)	295,519	163,907	320,488	211,019		
General and administrative (Note 23)	368,969	263,437	613,074	530,345		
Shipping and distribution (Note 24)	124,295	146,504	134,786	178,754		
	788,783	573,848	1,068,348	920,118		
SHARE IN NET INCOME OF INVESTMENT IN						
ASSOCIATES (Note 9)	91,778	1,232	114,131	54,009		
FINANCE COSTS (Note 27)	(59,475)	(73,077)	(110,625)	(142,715)		
	3,964	5,885	8,271	18,475		
OTHER INCOME - net (Note 28)	8,423	19,213	22,073	40,998		
INCOME BEFORE INCOME TAX	319,226	354,116	308,893	880,316		
PROVISION FOR (BENEFIT FROM) INCOME TAX (Note 30)						
Current	129,531	131,423	183,091	300,499		
Deferred	(3,912)	(43,798)	(75,612)	(45,500)		
	125,619	87,625	107,479	254,999		
NET INCOME	193,607	266,491	201,414	625,317		
Items that may be reclassified to profit or loss in subsequent periods:	,		,	,		
Currency translation adjustment	42,895	29,656	67.543	(10,792)		
Income tax effect	(10,724)	(7,414)	(16,886)	2,698		
	32.171	22.242	50.657	(8.094)		
Items that will not be reclassified to profit or loss in subsequent periods:	,		,			
Remeasurement loss on retirement obligation	(143)	-	(143)	-		
Income tax effect	36	-	36	-		
	(107)	-	(107)	-		
Fair value reserve of financial asset at fair value through						
other comprehensive income (Note 12)	(61)	(380)	(168)	126		
	32,003	21,862	50,382	(7,968)		
TOTAL COMPREHENSIVE INCOME	₽255,610	₱288,353	₽251,796	₱617,349		
Net Income (Loss) Attributable To:						
Equity holders of the Parent Company	₽ 196,448	₱195,650	₽ 207,078	₱349,499		
Non-controlling interests in consolidated subsidiaries	(2,841)	70,841	(5,664)	275,818		
	₽ 193,607	₱266,491	₽ 201,414	₱625,317		
Total Comprehensive Income (Loss) Attributable To:						
Equity holders of the Parent Company	₽228,451	₽217,512	₽257,460	₱341,531		
Non-controlling interests in consolidated subsidiaries	(2,841)	70,841	(5,664)	275,818		
	₽225,610	₱288,353	₽251,796	₱617,349		
Basic/Diluted Earnings Per Share on Net Income						
Attributable to Equity Holders of the						
Parent Company (Note 20)	₽0.0383	₱0.0380	₽0.0404	₱0.0676		

GLOBAL FERRONICKEL HOLDINGS, INC. AND SUBSIDIARIES INTERIM CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY FOR THE SIX MONTHS PERIOD ENDED JUNE 30, 2024 AND 2023 (Amounts in Thousands)

					Fair Value Reserve of Financial Asset at						
					Fair Value through	Remeasurement					
				Treasury	Other	Gain on	Cumulative				
		Capital Stock	Additional	Shares	Comprehensive	Retirement	Translation	Retained			
		(Note 19)	Paid-in	(Note 19)	(Note 12)	Obligation	Adjustment	Earnings	Total	NCI	Total Equity
Balances at December 31, 2023 (Audited)	₽	6,375,975 ₽	239,012 ₽	(2,129,803) ₽	(6,198) ₽	44,276 ₽	132,801 ₽	7,470,593 ₽	12,126,656 ₽	153,695 ₽	12,280,351
Net inccome for the period		-	-	-	-	-	-	207,078	207,078	(5,664)	201,414
Other comprehensive income (loss) - net of tax		-	-	-	(168)	(107)	50,657	-	50,382	-	50,382
Total comprehensive income (loss) - net of tax		-	-	-	(168)	(107)	50,657	207,078	257,460	(5,664)	251,796
Balances at June 30, 2024 (Unaudited)	₽	6,375,975 ₽	239,012 ₽	(2,129,803) ₽	(6,366) ₽	44,169 ₽	183,458 ₽	7,677,671 ₽	12,384,116 ₽	148,031 ₽	12,532,147
Balances at December 31, 2022 (Audited)	₽	6,375,975 P	239,012 P	(1,968,213) ₽	(5,818) ₽	35,535 ₽	133,898 ₽	6,040,354 ₽	10,850,743 P	544,899 P	11,395,642
Net income for the period		-	-	-	-	-	-	349,499	349,499	275,818	625,317
Other comprehensive income (loss) - net of tax		-	-	-	126	-	(8,094)		(7,968)	-	(7,968)
Total comprehensive income (loss) - net of tax		-	-	-	126	-	(8,094)	349,499	341,531	275,818	617,349
Acquisition of non-controlling interest in MHC		-	-	-	-	-	-	467,972	467,972	(659,972)	(192,000)
Declaration of cash dividend		-	-	-	-	-	-	(524,169)	(524,169)	-	(524,169)
Purchase of treasury shares		-	-	(48,047)	-	-	-	-	(48,047)	-	(48,047)
Balances at June 30, 2023 (Unaudited)	₽	6,375,975 ₽	239,012 ₽	(2,016,260) ₽	(5,692) ₽	35,535 ₽	125,804 ₽	6,333,656 ₽	11,088,030 ₽	160,745 ₽	11,248,775

GLOBAL FERRONICKEL HOLDINGS, INC. AND SUBSIDIARIES INTERIM CONSOLIDATED STATEMENTS OF CASH FLOWS FOR THE SIX MONTHS PERIOD ENDED JUNE 30, 2024 AND 2023 (Amounts in Thousands)

	2024	2023
	(Unaudite	
CASH FLOWS FROM OPERATING ACTIVITIES		•
Income before income tax	₱308,893	₱880,316
Adjustments for:		
Depreciation, depletion and amortization (Note 26)	291,588	315,909
Interest expense (Note 27)	41,231	58,153
Unrealized foreign exchange losses (gains0 - net	16,422	(39,367)
Share in net income of investment in associates (Note 9)	(114,131)	(54,009)
Current service cost (Note 16)	4,611	11,173
Accretion interest expense on:		
Non-interest bearing liability	60,819	73,319
Provision for mine rehabilitation and decommissioning (Note 27)	9,961	8,919
Interest income	(7,797)	(18,475)
Accretion interest income on security deposit under		. ,
"Other noncurrent assets" (Note 27)	(474)	(474)
Gain on disposals of property and equipment	(3)	(4)
Operating income before changes in working capital	611,120	1,235,460
Increase in:	,	
Trade and other receivables	(806.875)	(248,182)
Inventories	(44,371)	(58,118)
Prepayments and other current assets	(64,747)	(34,098)
Increase (decrease) in trade and other payables	385,597	(378,080)
Net cash generated from operations	80,724	516,982
Income taxes paid	(222,381)	(459,066)
Interest paid	(13,142)	(80,735)
Contributions (Note 16)	(9,545)	(11,453)
Interest received	3,086	14,009
Net cash flows from operating activities	(161,258)	(20,263)
CASH FLOWS FROM INVESTING ACTIVITIES	(101,200)	(20,200)
Additions to:		
Property and equipment	(183,051)	(143,095)
Mine exploration costs	(10,502)	(110,000)
Decrease (increase) in:	(10,002)	(0)
Advances to related parties	361,493	122,778
Other noncurrent assets	(409,347)	(721,798)
Payment of non-interest bearing liability related to the acquisition of an associate	(587,000)	(544,290)
Acquisition of non-controlling interest in MHC	(001,000)	(192,000)
Proceeds from disposals of property and equipment		(152,000)
Net cash flows used in investing activities	(828,407)	(1,478,409)
CASH FLOWS FROM FINANCING ACTIVITIES	(020,407)	(1,470,409)
Payments of:	(404 422)	(105 005)
Loans	(104,132)	(105,225)
Lease Liabilities	(43,073)	(38,650)
Cash dividends	-	(524,169)
Other noncurrent liabilities	-	(186,180)
Purchase of treasury shares (Note 19)	-	(48,047)
Decrease in advances from related parties	(162,989)	(459)
Net cash flows used in financing activities	(310,194)	(902,730)
NET DECREASE IN CASH	(1,299,859)	(2,401,402)
EFFECT OF EXCHANGE RATE CHANGES ON CASH	84,544	19,115
CASH AT BEGINNING OF PERIOD	2,442,898	3,180,585
CASH AT END OF PERIOD	₽ 1,227,583	₱798,298

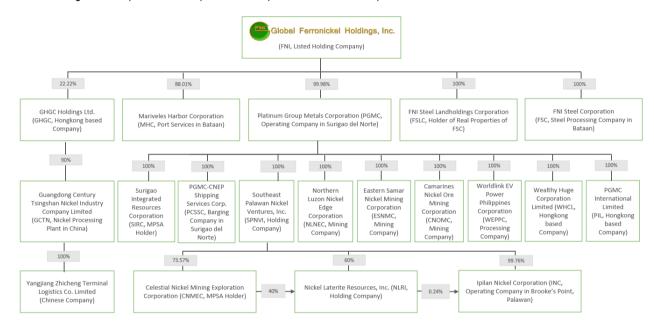
GLOBAL FERRONICKEL HOLDINGS, INC. AND SUBSIDIARIES NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

1. Corporate Information

Global Ferronickel Holdings, Inc. (FNI; Parent Company) is a corporation listed in the Philippine Stock Exchange (PSE). It was incorporated and registered with the Philippine Securities and Exchange Commission (SEC) on May 3, 1994. The principal activities of the Parent Company are to invest in, purchase or otherwise acquire and own, hold, use, sell, assign, transfer, mortgage, pledge, exchange, or otherwise dispose of real and personal property of every kind and description, including shares of stock, and other securities or obligations of any corporation.

The Parent Company's principal office address is at Penthouse, Platinum Tower, Asean Avenue corner Fuentes St., Aseana, Parañaque City.

The following is the map of relationships of the Companies within the Group:



The Parent Company's principal stockholders as at June 30, 2024 are as follows:

List of Top 20 Stockholders

Name	Citizenship	Holdings	Percentage
PCD NOMINEE CORP FILIPINO	Filipino	2,308,468,538	45.04%
PCD NOMINEE CORP NON-FILIPINO	Foreign	1,623,622,719	31.68%
REGULUS BEST NICKEL HOLDINGS INC.	Filipino	523,154,668	10.21%
BLUE EAGLE ELITE VENTURE INC.	Filipino	348,769,779	06.81%
SOHOTON SYNERGY, INC.	Filipino	233,156,767	04.55%
RED LION FORTUNE GROUP INC.	Filipino	57,588,866	01.12%
JOSEPH C. SY	Filipino	5,000,000	00.10%
DANTE R BRAVO	Filipino	3,261,053	00.06%
ORION-SQUIRE CAPITAL, INC. A/C-0459	Filipino	2,283 106	00.04%
CARLO A. MATILAC	Filipino	1,733,226	00.03%
MARY BELLE D. BITUIN	Filipino	1,630,523	00.03%
SQUIRE SECURITIES, INC	Filipino	867,338	00.02%
CORSINO L. ODTOJAN	Filipino	785,860	00.01%
GEARY L. BARIAS	Filipino	785,860	00.01%
MARILOU C. CELZO	Filipino	678,479	00.01%
GO GEORGE L.	Filipino	539,153	00.01%
KUOK PHILIPPINES PROPERTIES INC.	Filipino	463,953	00.01%
RICHARD C. GIMENEZ	Filipino	430,738	00.01%
TONG GABRIEL	Filipino	417,805	00.01%
OCA GREGORIO S.	Filipino	415,193	00.01%
PAZ VENSON	Filipino	410,579	00.01%

The Subsidiaries

PGMC

PGMC is 99.98% owned by the Parent Company and was registered with the Philippine SEC on February 10, 1983. It is primarily engaged in the exploration, mining and exporting of nickel ore located in the municipality of Claver, Surigao del Norte. PGMC's principal office address is the same as that of the Parent Company.

PGMC has an Operating Agreement with SIRC for the exclusive right and privilege to undertake mining activities within the area covered by the Mineral Production Sharing Agreement (MPSA) No. 007-92-X.

Seasonality

The Cagdianao Mine produces and exports nickel ores from April to October of each year, typically the dry and minimal sea swell season at the mine site. During the rainy season, mining operations in the mine site are suspended and there is no loading of ore onto ships. This seasonality results in quarter-to-quarter volatility in the operating results with more revenue being earned and more expenses being incurred during the second and third quarters compared to the first and fourth quarters.

SIRC

SIRC is a wholly-owned subsidiary of the Parent Company through PGMC and was registered with the Philippine SEC on July 16, 1999. Its primary purposes are to engage in the exploration and processing of minerals, petroleum and other mineral oils, to enter into financial and technical assistance agreements for the large-scale exploration, development and utilization of mineral resources or otherwise engage in mining activities or enter into agreements as may be allowed by law. SIRC's principal office address is the same as that of the Parent Company.

SIRC is the holder of MPSA No. 007-92-X, redenominated as MPSA No. 007-92-X-SMR (Amended 1), located in Cagdianao, Claver, Surigao del Norte. The said MPSA was last renewed on June 21, 2016 for another 25 years from its initial term ending in 2017, or until February 14, 2042.

PCSSC

PCSSC is a wholly-owned subsidiary of the Parent Company through PGMC and was registered with the Philippine SEC on June 4, 2013. Its primary purpose is to conduct and carry on the business of inter-island shipping, including chartering, hiring, leasing, or otherwise acquiring tug and barge, self-propelled barges or landing craft tank (LCT) or other ships or vessels, together with equipment, appurtenances and furniture therefor; and to employ the same in the conveyance and carriage of ores, minerals, goods, wares and merchandise of every kind and description. PCSSC's principal office address is the same as that of the Parent Company.

PIL

PIL is a wholly-owned subsidiary of the Parent Company through PGMC and was incorporated on July 22, 2015 as a limited company under the Companies Ordinance of Hong Kong. Its primary purpose is to trade mineral products. It was established to facilitate relations with Chinese customers, to promote marketing, to collect accounts, to avail of offshore banking services such as loans, credit/discounting lines and other financing arrangements, and to do other services for PGMC. PIL's principal office address is at Unit 4101-02, 41/F, Office Tower, Convention Plaza, 1 Harbour Road Wanchai, Hong Kong.

WHCL

WHCL is a wholly-owned subsidiary of the Parent Company through PGMC and was incorporated on March 1, 2021 as a limited company under the Companies Ordinance of Hong Kong. Its primary purpose is to facilitate relations with offshore customers, collection of accounts, availment of offshore banking services, and such other services as will aid PGMC's strategic growth in the ASEAN region. WHCL's principal office address is at Room 804, 8/F, LAP FAI Building, 6-8 Pottinger Street, Central Hong Kong. WHCL has not started its operations as at March 31, 2024.

SPNVI

SPNVI is 99.98% owned by the Parent Company through PGMC and was registered with the SEC on July 11, 2014. It is primarily engaged to prospect, explore, locate, acquire, hold, work, develop, lease, operate and exploit mineral lands for nickel, chromite, copper, manganese, magnesite, silver, gold, and other precious and non-precious metals; to acquire and dispose of mining claims and rights, and to conduct and carry on the business of preparing, milling, concentrating, smelting, treating or preparing for market, and to market, sell at wholesale, exchange or otherwise deal in nickel, chromite, copper, manganese, magnesite, SIVY's principal office address is the same as that of the Parent Company.

INC

SPNVI wholly owns INC, a company registered with the SEC on July 22, 2005, for the primary purpose to explore, develop, mine, operate, produce, utilize, process and dispose of all the minerals and the products or by-products that may be produced, extracted, gathered, recovered, unearthed or found within the area of Sitio Ipilan, Mambalot, Municipality of Brooke's Point, Province of Palawan, consisting of 2,835 hectares and covered by MPSA No. 017-93-IV, Amended 2000, by the Government

of the Republic of the Philippines through the Secretary of the Department of Environment and Natural Resources (DENR). INC's principal office address is the same as that of the Parent Company.

CNMEC

SPNVI directly owns 73.57% of CNMEC, a company registered with the SEC on December 17, 1979, for the primary purpose is to search for, prospect, explore, develop ores and mineral, to locate mining claims within the Philippines and record the same according to mining laws, and to purchase, take on lease, exchange or otherwise acquire mines, workings, mineral lands, mining claims, mineral, water and timer rights, foreshore leases, licenses concessions and grants, and other effects whatsoever which the Company may from time to time deem proper to be acquired for any of its purposes. CNMEC's principal office address is the same as that of the Parent Company.

NLRI

SPNVI directly owns 60% of NLRI, a company registered with SEC on July 22, 2005, for the primary purpose to subscribe for, purchase or otherwise acquire, obtain interests in, own, hold, pledge, hypothecate, assign, sell, exchange or otherwise dispose of and generally deal in and with personal properties and securities of every kind and description of any government, municipality or other political subdivision or agency, corporation, association or entity; to exercise any and all interest in respect of any such securities; and to promote, manage, participate in and act as agent for any purchasing or selling syndicate or group of investors and otherwise to take part in and assist, in any legal matter for the purchase and sale of any securities as may be allowed by law, without acting as or engaging in the business of an investment house, mutual fund or broker or dealer in securities. NLRI's principal office address is the same as that of the Parent Company.

NLNEC

NLNEC is a wholly-owned subsidiary of the Parent Company through PGMC and was registered with the Philippine SEC on July 10, 2023. Its primary purpose is to prospect, explore, locate, acquire, hold, work, develop, lease, operate and exploit mineral lands for chromite, copper, manganese, magnesite, silver, gold, nickel, and other precious and non-precious minerals; to acquire and dispose of mining claims and rights, and to conduct and carry on the business of preparing, milling, concentrating, smelting, treating or preparing for market, sell, exchange or otherwise deal in chromite, copper, manganese, silver, gold, nickel and other mineral products. NLNEC's principal office address is the same as that of the Parent Company.

ESNMC

ESNMC is a wholly-owned subsidiary of the Parent Company through PGMC and was registered with the Philippine SEC on July 18, 2023. Its primary purpose is to prospect, explore, locate, acquire, hold, work, develop, lease, operate and exploit mineral lands for chromite, copper, manganese, magnesite, silver, gold, nickel, and other precious and non-precious minerals; to acquire and dispose of mining claims and rights, and to conduct and carry on the business of preparing, milling, concentrating, smelting, treating or preparing for market, sell, exchange or otherwise deal in chromite, copper, manganese, silver, gold, nickel and other mineral products. ESNMC's principal office address is the same as that of the Parent Company.

CNOMC

CNOMC is a wholly-owned subsidiary of the Parent Company through PGMC and was registered with the Philippine SEC on July 18, 2023. Its primary purpose is to prospect, explore, locate, acquire, hold, work, develop, lease, operate and exploit mineral lands for chromite, copper, manganese, magnesite, silver, gold, nickel, and other precious and non-precious minerals; to acquire and dispose of mining claims and rights, and to conduct and carry on the business of preparing, milling, concentrating, smelting, treating or preparing for market, sell, exchange or otherwise deal in chromite, copper, manganese, silver, gold, nickel and other mineral products. CNOMC's principal office address is the same as that of the Parent Company.

FSC

FSC is a wholly-owned subsidiary of the Parent Company and was registered with the Philippine SEC on August 5, 2019. Its primary purpose is to engage in the business of buying, selling, dealing, at wholesale and retail, importing and manufacturing iron, steel and other ferrous or non-ferrous metal products, to be processed either by melting, rolling, casting, or forging to produce it in the form of ingots, billets, sections, bars, plates, strips, rods, tubes, pipes and other such form in demand in the market or industry; to import materials, machinery and equipment needed to manufacture such finished products; and to lease real properties such as land and buildings as needed. FSC's principal office address is at Lot 9 3rd Floor AFAB Administration Building, Freeport Area of Bataan Alas-asin Mariveles, Bataan, Region III, Philippines. As at June 30, 2023, FSC has not yet started its commercial operations.

FSLC

FSLC is a wholly-owned subsidiary of the Parent Company and was registered with the Philippine SEC on May 31, 2019. Its primary purpose is to engage in the business of managing real estate or interest therein, alone or in joint ventures with others and for this purpose acquire land by purchase, lease, donation, or otherwise, and to own, use, improve, subdivide, hold, administer, sell, convey, exchange, lease, mortgage, dispose of, work, develop, or otherwise deal in real property of any kind and interest or right therein and to construct, improve, manage, or otherwise dispose of buildings and other structures of

whatever kind, together with their appurtenances whether for dwelling, commercial or industrial purposes. FSLC was incorporated to hold real properties of FSC. FSLC's principal office address is the same as that of the Parent Company.

МНС

MHC is 88.01% owned by the Parent Company and was registered with the Philippine SEC on July 11, 2014 primarily to engage to carry on the business of providing and rendering general services incidental to and necessarily connected with the operation and management of port terminals in the Philippines, which will involve the handling of containers, bulk liquid and dry cargoes, bagging of fertilizers, refrigerated warehousing facilities, warehousing and stevedoring, lightering, towing, and/or storing of cargo handled by MHC to and from port terminals in the delivery from abroad and/or for shipment abroad as may be necessary or incidental thereto. MHC's principal office address is at Mariveles Multi-Purpose Terminal, Mariveles Diversion Road, Freeport Area of Bataan, Brgy. Sisiman, Mariveles, Bataan.

WEPPC

WEPPC is a newly incorporated processing company. It is a wholly-owned subsidiary of the Parent Company through PGMC and was registered with the Philippine SEC on February 5, 2024. Its primary purpose is to engage generally in the business of, and/or to invest in the development, manufacturing, production, sale, invention, export, processing, and use of battery-grade materials, technologies, software, hardware, systems, applications, processes, machines, parts, appurtenances, facilities, stations, products, devices, equipment which are needed to allow the corporation to venture into the construction, assembly, commission, marketing, installation, sale, operation, maintenance, rehabilitation, management, repair, commission, recycling and/or distribution of batteries, battery systems, battery energy storage systems, electric vehicle charging stations and docks, energy supply equipment, and other renewable energy components for residential, commercial, and industrial purposes. WEPPC's principal office address is the same as that of the Parent Company.

The Associates

GHGC

GHGC is 22.22% owned by the Parent Company and was incorporated in the British Virgin Islands (BVI) on April 14, 2011 whose principal activity is investment holding. The registered office of GHGC is at Vistra Corporate Services Centre, Wickhams Cay II, Road Town, Tortola, VG1110, British Virgin Islands. It engages in trading nickel ore and other related mineral products.

GHGC owns 90% shareholding in Guangdong Century Tsingshan Nickel Industry Company Limited (GCTN). GCTN is a nickel alloy enterprise in China that is processing laterite nickel ore and is selling nickel pig iron. It operates a 33-hectare area and is one of the most competitive smelters with Rotary kiln-electric furnace (RKEF) technology. The rotary kiln can feed up to four (4) furnaces and is estimated to produce about 28,000 tons of pure nickel at its optimum. GCTN's wholly owned subsidiary is Yangjiang Zhicheng Terminal Logistics Co. Limited, located near Yangjiang Harbour, Hailing Cove area.

2. Basis of Preparation, Statement of Compliance, Basis of Consolidation and Changes in Accounting Policies and Disclosures

Basis of Preparation

The accompanying unaudited interim consolidated financial statements of the Group as at June 30, 2024 and for the six months period ended June 30, 2024 and 2023 have been prepared in accordance with Philippine Accounting Standards (PAS) 34, *Interim Financial Reporting*, and on a historical cost basis, except for the financial asset at fair value through other comprehensive income (FVOCI), which are carried at fair value. The unaudited interim consolidated financial statements are presented in Philippine peso, which is the Group's presentation currency under the Philippine Financial Reporting Standards (PFRS). Based on the economic substance of the underlying circumstances relevant to the Group, the functional currencies of the Parent Company and subsidiaries is Philippine peso, except for PIL and WHCL whose functional currency is Hong Kong Dollar (HK\$). All values are rounded to the nearest thousand (000), except number of shares, per share data and as indicated. Further, the unaudited interim consolidated financial statements do not include all the information and disclosure required in the annual consolidated financial statements, and should be read in conjunction with the audited Group's annual consolidated financial statements as at December 31, 2023.

Statement of Compliance

The accompanying unaudited interim consolidated financial statements of the Group have been prepared in compliance with PFRS.

Basis of Consolidation

The unaudited interim consolidated financial statements include the balances of the Parent Company and its subsidiaries and equity share in net income or losses of associates, after eliminating significant intercompany balances and transactions.

	Principal Place		Effective Own	ership
Subsidiaries	of Business	Principal Activities	June 30, 2024	December 31, 2023
PGMC	Philippines	Mining	99.98%	99.98%
SIRC ⁽¹⁾	Philippines	Mining	99.98%	99.98%
PCSSC ⁽¹⁾	Philippines	Services	99.98%	99.98%
PIL ⁽¹⁾	Hong Kong	Marketing, Trading and Services	99.98%	99.98%
WHCL ⁽¹⁾	Hong Kong	Marketing, Trading and Services	99.98%	99.98%
FSLC	Philippines	Landholdings	100.00%	100.00%
FSC	Philippines	Manufacturing	100.00%	100.00%
MHC	Philippines	Port Operations	88.01%	88.01%
SPNVI	Philippines	Holding/Mining	99.98%	99.98%
INC ⁽²⁾	Philippines	Mining	99.96%	99.96%
CNMEC ⁽²⁾	Philippines	Holding/Mining	83.98%	83.98%
NLRI ⁽²⁾	Philippines	Holding/Mining	93.58%	93.58%
NLNEC	Philippines	Mining	99.98%	99.98%
ESNMC	Philippines	Mining	99.98%	99.98%
CNOMC	Philippines	Mining	99.98%	99.98%
WEPPC ⁽³⁾	Philippines	Processing	99.98%	-
Associates				
GHGC	British Virgin Islands	Holding	22.22%	22.22%
GCTN	China	Nickel Processing	20.00%	20.00%

(1) Indirect ownership through PGMC.

(2) This represents the indirect ownership of the Parent Company to the subsidiaries of SPNVI.

(3) This is a newly incorporated subsidiary

The financial statements of the subsidiaries are prepared for the same reporting year as the Parent Company using uniform and consistent accounting policies. When necessary, adjustments are made to the stand-alone financial statements of subsidiaries to bring their accounting policies in line with the Group's accounting policies.

Changes in Accounting Policies and Disclosures

The accounting policies adopted are consistent with those of the previous financial year, except for the adoption of new standards effective in 2024. The Group has not early adopted any standard, interpretation or amendment that has been issued but is not yet effective. Unless otherwise indicated, adoption of these new standards did not have an impact on the consolidated financial statements of the Group.

• Amendments to PAS 1, Classification of Liabilities as Current or Non-current

The amendments clarify:

- That only covenants with which an entity must comply on or before reporting date will affect a liability's classification as current or non-current.
- That classification is unaffected by the likelihood that an entity will exercise its deferral right.
- That only if an embedded derivative in a convertible liability is itself an equity instrument would the terms of a liability not impact its classification.
- Amendments to PFRS 16, Lease Liability in a Sale and Leaseback
- Amendments to PAS 7 and PFRS 7, Disclosures: Supplier Finance Arrangements

Standards Issued but not yet Effective

Pronouncements issued but not yet effective are listed below. The Group intends to adopt the following pronouncements when they become effective. Adoption of these pronouncements is not expected to have a significant impact on the Group's consolidated financial statements.

Effective beginning on or after January 1, 2025

- PFRS 17, Insurance Contracts
- Amendments to PAS 21, Lack of exchangeability

Deferred effectivity

 Amendments to PFRS 10, Consolidated Financial Statements, and PAS 28, Sale or Contribution of Assets between an Investor and its Associate or Joint Venture

The revised, amended, and additional disclosures or accounting changes provided by the standards and interpretations will be included in the consolidated financial statements in the year of adoption, if applicable.

3. Significant Accounting Judgments, Estimates and Assumptions

The preparation of the consolidated financial statements in accordance with PFRSs requires the Group to make judgments, estimates and assumptions that affect the reported amounts of assets, liabilities, income and expenses and disclosure of contingent assets and contingent liabilities. Future events may occur which will cause the judgments and assumptions used in arriving at the estimates to change. The effects of any changes in estimates are reflected in the unaudited interim consolidated financial statements as they become reasonably determinable.

Accounting judgments, estimates and assumptions are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. However, actual outcomes can differ from these estimates.

Judgments

In the process of applying the Group's accounting policies, management has made judgments, apart from those involving estimations, which have the most significant effect on the amounts recognized in the unaudited interim consolidated financial statements.

Estimates and Assumptions

The Group based its assumptions and estimates on parameters available when the unaudited interim consolidated financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Group. Such changes are reflected in the assumptions when they occur.

4. Cash and Cash Equivalents

	June 30,	December 31,
Amount in thousands	2024	2023
	(Unaudited)	(Audited)
Cash on hand	₱1,835	₽1,557
Cash with banks	1,203,279	2,418,872
Short-term cash investments	22,469	22,469
	₱1,227,583	₱2,442,898

5. Trade and Other Receivables

Amount in thousands	June 30, 2024 (Unaudited)	December 31, 2023 (Audited)
Trade	₱1,296,365	₱509,632
Advances to:		
Contractors	236,385	225,474
Officers, employees and others	51,630	42,443
	1,584,380	777,549
Less allowance for expected credit losses (ECL)	323,703	323,703
	₱1,260,677	₱453,846

There was no provision for ECL on trade and other receivables for the periods ended June 30, 2024 and 2023.

6. Inventories

Amount in thousands	June 30, 2024	December 31, 2023
	(Unaudited)	(Audited)
Beneficiated nickel ore	₱416,720	₱370,914
Materials and supplies	80,904	82,339
	₱497,624	₱453,253

No provision for inventory losses was recognized for the periods ended June 30, 2024 and 2023. The balance of the allowance for inventory losses on materials and supplies amounted to ₱13.5 million as at June 30, 2024 and December 31, 2023.

7. Prepayments and Other Current Assets

	June 30,	December 31,
Amount in thousands	2024	2023
	(Unaudited)	(Audited)
Advances to suppliers	₱36,960	₱5,312
Prepaid taxes and licenses	28,119	1,411
Input VAT	17,134	16,753
Prepaid insurance	15,447	12,674
Creditable withholding taxes (CWT)	10,949	10,303
Prepaid rent	2,615	258
Others	2,410	2,176
	113,634	48,887
Less allowance for impairment losses	20,437	20,437
· · ·	₱93,197	₱28,450

No provision for impairment losses on other current assets was recognized in 2024 and 2023.

8. Property and Equipment

As at June 30, 2024 and December 31, 2023, property and equipment amounted to ₱6,138.7 million and ₱6,239.0 million, respectively. During the six-month period ended June 30, 2024 and 2023, the Group acquired assets with a cost of ₱183.1 million and ₱145.0 million, respectively, including construction in-progress.

Depreciation and depletion expenses for the six-month period ended June 30, 2024 and 2023 amounted to ₱286.6 million and ₱311.9 million, respectively. As at June 30, 2024 and December 31, 2023, total accumulated depreciation and depletion amounted to ₱4,133.3 million and ₱3,622.1 million, respectively.

The property and equipment includes right-of-use assets amounted to ₱676.0 million and ₱716.6 million as at June 30, 2024 and December 31, 2023, respectively. As at June 30, 2024 and December 31, 2023, accumulated depreciation of the right-of-use assets amounted to ₱311.8 million and ₱263.7 million, respectively. Depreciation expense of right-of-use assets for the six-month period ended June 30, 2024 and 2023 amounted to ₱42.3 million and ₱45.8 million, respectively.

No property and equipment were pledged as at June 30, 2024 and December 31, 2023.

9. Investment in Associates

As at June 30, 2024 and December 31, 2023, investment in associates amounted to ₱4,581.6 million and ₱4,467.5 million, respectively.

The Group recognized total share in net income of investment in associates amounted to ₱114.1 million for the six months ended June 30, 2024 and ₱54.0 million in the same period last year.

10. Mining Rights

	June 30,	December 31,
Amount in thousands	2024	2023
	(Unaudited)	(Audited)
Cost	₱396,500	₱396,500
Accumulated amortization:		
Beginning balance	285,568	279,196
Amortization	2,439	6,372
Ending balance	288,007	285,568
Net book value	₱108,493	₱110,932

No provision for impairment losses on mining rights was recognized for the periods ended June 30, 2024 and 2023.

11. Mine Exploration Costs

	June 30,	December 31,
Amount in thousands	2024	2023
	(Unaudited)	(Audited)
Beginning balance	₱237,857	₱179,030
Exploration expenditures incurred	10,502	58,827
Ending balance	₱248,359	₱237,857

12. Other Noncurrent Assets

	June 30,	December 31,
Amount in thousands	2024	2023
	(Unaudited)	(Audited)
Input VAT	₱1,118,088	₱903,188
Advances to suppliers	906,170	803,326
Mine rehabilitation fund (MRF)	495,235	432,946
Restricted cash	88,696	83,898
Deferred input VAT	85,007	100,792
Miscellaneous deposit	69,205	28,577
Security deposits	25,413	24,939
Financial asset at FVOCI	2,488	2,656
Computer software	1,644	1,699
Others	52,623	55,446
	2,844,569	2,437,467
Less allowance for impairment losses	196,908	196,908
· · · ·	₱2,647,661	₱2,240,559

No dividend income was earned by the Group for the periods ended June 30, 2024 and 2023 from the financial asset at FVOCI.

13. Trade and Other Payables

	June 30,	December 31,
Amount in thousands	2024	2023
	(Unaudited)	(Audited)
Trade	₱483,005	₱248,879
Accrued expenses and taxes	462,940	431,682
Contract liabilities	164,670	45,218
Dividends payable	24,847	24,968
Nontrade	9,539	9,980
Interest payable	180	180
	₱1,145,181	₱760,907

Details of the accrued expenses and taxes are summarized below:

	June 30,	December 31,
Amount in thousands	2024	2023
	(Unaudited)	(Audited)
Accrued liabilities	₱334,131	₱299,780
Provision for Indigenous Cultural Communities (ICC)	56,377	45,353
Business and other taxes	29,982	18,998
Excise taxes and royalties payable	26,121	51,372
Accrued payroll	6,173	11,575
Others	10,156	4,604
	₱462,940	₱431,682

14. Loans Payable

As at June 30, 2024 and December 31, 2023, the carrying amount of the loan amounted to US\$4.4 million or ₱256.8 million and US\$6.2 million or ₱347.3 million, respectively.

Movements in the carrying value of loans payable are as follows:

Amount in thousands	June 30, 2024	December 31, 2023
	(Unaudited)	(Audited)
Beginning balance	₱347,294	₱841,800
Payments	(104,132)	(491,180)
Effect of changes in foreign currency exchange rates	13,651	(3,326)
Ending balance	₱256,813	₱347,294

Long term loans

TCB

On July 29, 2021, the Group was granted by TCB through PGMC an Omnibus Line for Loan Facility in the aggregate principal amount not exceeding US\$15.0 million for general corporate purposes. The Omnibus Line is comprised of Revolving Ioan amounting to US\$5.0 million and Term Ioan amounting to US\$15.0 million with the following terms:

- Revolving loan shall be repaid at the maturity date of each loan but the tenor shall not exceed 180 days.
- Term loan shall be repaid in four (4) semi-annual installment repayments.

• First installment commences on the date falling 18 months from the first drawdown date as follows:

Months from the first drawdown date	Repayment installment from outstanding principal at the end of availability period (%)
18	12.50%
24	12.50%
30	12.50%
36	62.50%

The interest shall be payable quarterly in arrears. The interest rate for the loan is the aggregate of the reference rate plus spread of 3.25% per annum. The reference rate is the applicable London Interbank Offered Rates (LIBOR) displayed on the Bloomberg and Reuters' page for three (3) month yield as of approximately 11:15 am on the interest rate setting date as stated in the loan agreement.

The other conditions of the agreement are as follows:

a. The Group shall maintain a waterfall account with TCB wherein all amounts collected from the buyers of nickel ore shall be deposited.

- b. The security required by TCB shall consist of only three (3) kinds, as follows:
 - i. Accounts receivables from PGMC's customers or clients or Import letters of credit (LC) issued in favor of PGMC by its customers and clients. Provided, that the aggregate value, in combination, shall at least twice (2x) the amount of the actual drawdown
 - ii. Demand Deposit Account which shall be opened and set-up by the collateral provider acceptable to TCB (in this case PGMC International Limited) amounting to at least 10% of the drawdown. The amount in said account maybe reduced proportionately as PGMC pays the principal and its interest by express agreement of TCB and PGMC.
 - iv. Guarantee issued by any individual, juridical person such as corporations or any combination thereof that is acceptable to TCB.
- c. TCB is irrevocably appointed as the collecting agent for the account receivables from PGMC's export orders of nickel ore and as a collecting and advising bank for the import LC opened by the buyers of the nickel ore of PGMC. All the amount collected by TCB shall be deposited in the Waterfall Account of PGMC.
- d. The Group may, at its option, prepay the loan in part or in full, together with accrued interest thereon.
- e. If the Group fails to make payment when due of any sum (whether at the stated maturity, by acceleration or otherwise), the Group shall pay penalty on such past due and unpaid amount/s at the rate of 18% per annum, in addition to the interest rate from due date until the date of payment in full. The penalty shall be payable from time to time and upon demand by the bank.

On July 30, 2021, the Group made a drawdown amounting to US\$15.0 million of the loan.

Interest expense related to the TCB loan amounted to ₱13.0 million and ₱32.6 million for the periods ended June 30, 2024 and 2023, respectively.

The Group has complied with the terms of the loan as at June 30, 2024 and December 31, 2023.

15. Provision for Mine Rehabilitation and Decommissioning

The Group records the present value of estimated costs of legal and constructive obligations required to restore operating locations in the period in which the obligation is incurred. The nature of these restoration activities includes dismantling and demolition of infrastructures, removal of residual materials and remediation of disturbed areas.

	June 30,	December 31,
Amount in thousands	2024	2023
	(Unaudited)	(Audited)
Beginning balance	₱296,814	₱261,039
Accretion interest	9,961	17,542
Effect of change in estimate	-	18,233
Ending balance	₱306,775	₱296,814

16. Retirement Obligation

The FNI Group of Companies Multiemployer Retirement Plan (the Retirement Plan) is jointly established by PGMC, PCSSC, INC and the Parent Company, and other affiliate companies that may adopt the said plan. The Retirement Plan is a non-contributory defined benefit retirement plan covering all of the Group's regular employees effective January 1, 2018.

The funding of the Retirement Plan shall be determined by the actuarial advisor and payment of the benefits thereunder shall be provided through the medium of a fund held by the Trustee Bank under the Trust Agreement. There was no plan termination, curtailment or settlement as at June 30, 2024 and December 31, 2023.

The latest actuarial valuation report of the retirement plan is as at December 31, 2023.

As at June 30, 2024, the Group's contribution to the pension fund amounted to ₱9.5 million. The Group does not currently employ any asset-liability matching.

As at June 30, 2024 and December 31, 2023, the retirement plan asset, net of retirement obligation, amounted to ₱50.2 million and ₱43.6 million, respectively. The current service cost amounted to ₱4.6 million and ₱11.2 million for the six months period ended June 30, 2024 and 2023, respectively. The interest cost on retirement obligation amounted to ₱3.0 million and ₱2.9 million for the six months period ended June 30, 2024 and 2023, respectively. The interest amounted to ₱4.7 million and ₱4.5 million for the six months period ended June 30, 2024 and 2023, respectively.

17. Non-interest Bearing and Other Current Liabilities

Non-interest bearing liability

On September 30, 2022, as a result of the acquisition of GCTN, the Group recognized a non-interest bearing liability to the Seller amounting to US\$51.8 million which will be settled through annual installment payment amounting to US\$10.0 million starting 2023 until fully paid.

Details of the non-interest bearing liability to the Seller is as follows:

	2022
Balance at the date of acquisition, undiscounted	₱2,947,352
Discount on non-interest bearing liability:	
Day 1 gain	504,273
Accretion of interest	(35,099)
Ending balance	469,174
Net carrying value	₱2,478,178

Movements in the carrying value of the non-interest bearing liability are as follows:

Amount in thousands	June 30, 2024	December 31, 2023
	(Unaudited)	(Audited)
Beginning balance	₱2,004,710	₱2,435,682
Payments	(587,000)	(558,895)
Accretion of interest	60,819	142,266
Effect of changes in foreign currency exchange		
rates	22,970	(14,343)
Ending balance	1,501,499	2,004,710
Less: Current portion	498,777	437,958
Non-interest bearing liability - net of current		
portion	₱1,002,722	₱1,566,752

Other current liabilities

As at June 30, 2024 and December 31, 2023, the Group's payable to previous stockholders of Celestial Nickel Mining Exploration Corporation (CNMEC) and Brooks Nickel Ventures Inc. (BNVI), as follows:

	June 30,	December 31,
Amount in thousands	2024	2023
	(Unaudited)	(Audited)
Previous stockholders of CNMEC	₱62,368	₱62,368
Payable to BNVI	239,331	239,331
	₱301,699	₱301,699
Amount in thousands	March 31, 2024	December 31, 2023
Amount in thousands	(Unaudited)	(Audited)
Beginning balance	₱301,699	₱572,179
Payments	-	(312,944)
Effect of changes in foreign currency exchange rates	-	42,464
Ending balance	₱301,699	₱301,699

18. Leases

The Group has lease contracts for various properties and equipment used in its operations and office spaces. Leases of office spaces generally have lease terms between three (3) and thirteen (13) years while the equipment has a lease term of two (2) years. The Group's obligations under its leases are secured by the lessor's title to the leased assets. Generally, the Group is restricted from assigning and subleasing the leased assets without approval of lessor.

The Group also has certain lease of office spaces and machineries and equipment with lease terms of twelve (12) months or less. The Group applies the "short-term lease" recognition exemptions for these leases.

The lease liabilities as at June 30, 2024 and December 31, 2023, discounted using incremental borrowing rate are as follows:

Amount in thousands	June 30, 2024	December 31, 2023
	(Unaudited)	(Audited)
Lease liabilities	₱805,314	₱823,342
Less current portion	83,273	75,881
Noncurrent portion	₱722,041	₱747,461

The rollforward analysis of lease liabilities follows:

	June 30,	December 31,
Amount in thousands	2024	2023
	(Unaudited)	(Audited)
Beginning balance	₱823,342	₱835,585
Interest expense	25,045	50,741
Payments	(43,073)	(62,984)
Ending balance	₱805,314	₱823,342

19. Equity

Capital Stock

The Parent Company has 11,957,161,906 authorized shares at ₱1.05 par value as at June 30, 2024 and December 31, 2023. Out of the total authorized shares of the Parent Company, 6,072,357,151 shares are issued amounting to ₱6,375,975 as at June 30, 2024 and December 31, 2023.

The Parent Company has only one (1) class of common shares which do not carry any right to fixed income.

NCI

June	30.	2024

	MHC	PGMC	SPNVI	Total
Percentage of ownership	11.99%	0.02%	0.02%	
Acquisition of SPNVI and MHC	429,936	-	6,503	436,439
Acquisition of NCI	(328,507)	-	(331,464)	(659,971)
Issuance of capital stock	-	446	-	446
Retained earnings, beginning	51,293	527	324,961	376,781
Total comprehensive income (loss)				
attributable to NCI	(5,706)	(63)	105	(5,664)
Cash dividend	-	-	-	-
Total	147,016	910	105	148,031

December 31, 2023

	MHC	PGMC	SPNVI	Total
Percentage of ownership	11.99%	0.02%	0.02%	
Acquisition of SPNVI and MHC	429,936	-	6,503	436,439
Acquisition of NCI	(328,507)	-	(331,464)	(659,971)
Issuance of capital stock	-	446	-	446
Retained earnings, beginning	65,991	437	41,586	108,014
Total comprehensive income (loss)				
attributable to NCI	(14,698)	320	283,375	268,997
Cash dividend	-	(230)	-	(230)
Total	152,722	973	-	153,695

Material NCI

As at June 30, 2024 and December 31, 2023, the accumulated balance of material NCI amounted to ₱147.0 million and ₱152.7 million, respectively, which represents 11.99% equity interest in MHC. Net loss allocated to material NCI amounted to ₱5.7 million and ₱14.7 million for the periods ended June 30, 2024 and December 31, 2023, respectively.

Treasury Stock

The Parent Company has 947,181,464 shares amounting to ₱2,129.8 million in treasury as at June 30, 2024 and December 31, 2023.

20. Earnings Per Share

The following reflects the income and share data used in the earnings per share (EPS) computation for the six months period ended June 30:

	2024	2023	
	(Unaudited)		
Net income attributable to common shareholders			
(amounts in thousands)	₱207,078	₱349,500	
Weighted average number of common shares			
outstanding for basic EPS	5,125,175,687	5,170,178,012	
Basic/diluted EPS	₱0.0404	₱0.0676	

As at June 30, 2024 and 2023, there are no potentially dilutive common shares.

21. Cost of Sales

	For the six months period ended June 30		
Amount in thousands	2024	2023	
	(Unaudited)		
Contract hire	₱1,065,354	₱614,822	
Depreciation and depletion (see Note 26)	216,787	239,156	
Personnel costs (see Note 25)	190,480	169,814	
Fuel, oil and lubricants	70,932	89,495	
Community relations	45,752	38,156	
Environmental protection costs	39,505	15,294	
Repairs and maintenance	30,732	28,598	
Operation overhead	22,995	45,097	
Assaying and laboratory	19,403	11,862	
Manning services	13,418	12,473	
Power and utilities	9,144	8,227	
Health and safety	3,662	3,835	
Others	7,213	9,405	
	₱1,735,377	₱1,286,234	

22. Excise Taxes and Royalties

	For the six months perio	d ended June 30
Amount in thousands	2024	2023
	(Unaudited)	
Royalties to:		
Claim-owners and others	₱102,417	₱35,583
Government	58,012	41,984
Indigenous people (IP)	30,711	
Excise taxes	129,348	124,470
	₱320,488	₱211,019

Royalty to claim-owners and others include a royalty fee of ₱59.9 million associated with an agreement between PIL and Baiyin International Investment Ltd.

23. General and Administrative

For the six months period		od ended June 30
Amount in thousands	2024	2023
	(Unaudited)	
Personnel costs (see Note 25)	₱156,565	₱138,137
Taxes and licenses	153,168	91,917
Outside services	103,165	88,232
Depreciation and amortization (see Note 26)	74,801	76,753
Marketing and entertainment	34,989	46,159
Consultancy fees	33,601	28,085
Repairs and maintenance	13,565	12,893
Travel and transportation	9,996	13,894
Fuel, oil and lubricants	6,573	5,721
Membership and subscription	4,534	4,864
Office supplies	3,192	2,797
Communication	2,917	2,786
Insurance	2,897	2,669
Rentals	500	764
Provision for ECL on trade receivables	-	4
Other charges	12,611	14,670
	₱613,074	₱530,345

24. Shipping and Distribution

	For the six months perio	od ended June 30	
Amount in thousands	2024	2023	
	(Unaudited)		
Barging charges	₱73,330	₱44,282	
Stevedoring charges and shipping expenses	33,082	114,265	
Fuel, oil and lubricants	10,197	6,843	
Personnel costs (see Note 25)	9,171	6,023	
Government fees	7,612	5,609	
Supplies and others	1,108	602	
Repairs and maintenance	286	1,130	
	₱134,786	₱178,754	

25. Personnel Costs

	For the six months period ended Ju		
Amount in thousands	2024	2023	
	(Unaudited)		
Salaries and wages	₱314,240	₱269,002	
Retirement benefits costs (see Note 16)	4,611	11,173	
Other employee benefits	37,365	33,799	
	₱356,216	₱313,974	

Other employee benefits are composed of various benefits given to employees that are individually immaterial.

The personnel costs were distributed as follows:

	For the six months period ended	
Amount in thousands	2024	2023
	(Unaudited)	
Cost of sales (see Note 21)	₱190,480	₱169,814
General and administrative (see Note 23)	156,565	138,137
Shipping and distribution (see Note 24)	9,171	6,023
	₱356,216	₱313,974

26. Depreciation, Depletion and Amortization

	For the six months period en	
Amount in thousands	2024	2023
	(Unaudited)	
Cost of sales (see Note 21)	₱216,787	₱239,156
General and administrative (see Note 23)	74,801	76,753
	₱291,588	₱315,909

27. Finance Costs

	For the six months period ended June 30		
Amount in thousands	2024	2023	
	(Unaudited)		
Interest expense	₱38,187	₱58,153	
Accretion interest on non-interest bearing liability	60,819	73,319	
Accretion interest on provision for mine			
rehabilitation and decommissioning	9,961	8,919	
Bank charges	1,658	2,324	
	₱110,625	₱142,715	

28. Other Income - net

For the six months period ended June 30		
2024	2023	
(Unaudited)		
₱20,859	₱7,042	
1,193	33,798	
3	4	
18	154	
₱22,073	₱40,998	
	2024 (Unaudited) ₱20,859 1,193 3 18	

Breakdown of net foreign exchange gains is as follows:

	For the six months period	od ended June 30
Amount in thousands	2024	2023
	(Unaudited)	
Net realized foreign exchange losses	₱17,615	(₱43,350)
Unrealized foreign exchange gains (losses) on:		
Cash and cash equivalents	20,249	29,418
Trade and other receivables	(44)	22,669
Other noncurrent assets	(6)	393
Non-interest bearing liability	(22,970)	-
Loans payable	(13,651)	9,949
Trade and other payables	_	14,719
	₱ 1,193	₱33,798

29. Related Party Disclosures

Set out below are the Group's transactions with related parties for the six-month periods ended June 30, 2024, including the corresponding assets and liabilities arising from the said transactions as at June 30, 2024 (Unaudited) and December 31, 2023 (Audited):

Amount in thousand Category	s Amount/Volume	Sale of Ore	Advances to related parties	Advances from related parties	Non-interest bearing liability	Terms	Conditions
Stockholders			•	•			
June 30, 2024	₽−	₽-	₱190,389	₽-	₱1,501,499	On demand;	
December 31, 2023	₽-	_	₱434	₽-	₱2,004,710	noninterest- bearing; collectible or payable in cash	Secured; with guarantee
Affiliates with common officers, directors and stockholders	d						Ū
June 30, 2024	-	-	8,611	8,245	-	On demand;	
December 31, 2023	551,824	-	560,052	171,234	-	noninterest- bearing; collectible or payable in cash	Secured; with guarantee
Associate							0
June 30, 2024	1,265,289	1,265,289	_	_	_	On demand;	
December 31, 2023	4,960,861	4,960,861	-	-	-	noninterest- bearing; collectible in cash	Secured; with guarantee
Total		₱1,265,289	₱199,000	₱8,245	₱1,501,499		-
Total		₱4,960,861	₱560,486	₱171,234	₱2,004,710		

The summary of significant transactions and account balances with related parties are as follows:

- a. GCTN entered into ore supply sales agreements with the Group for the purchase of nickel ore amounting to ₱1,265.3 million and ₱2,456.2 million for the periods ended June 30, 2024 and 2023, respectively.
- b. Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the Group, directly or indirectly, including any director (whether executive or otherwise) of the Group. The compensation of the key management personnel of the Group for the six months period ended June 30, 2024 and 2023 amounted to ₱34.6 million.

30. Income Taxes

For the periods ended June 30, 2024 and 2023, the Group's current provision for income tax amounted to ₱183.1 million and ₱300.5 million, respectively, representing regular corporate income tax (RCIT) and special corporate income tax (5% tax on

gross income). The Group has availed of the itemized deductions method in claiming its deductions for the six months ended June 30, 2024 and 2023.

As at June 30, 2024 and December 31, 2023, the Group's net deferred income tax assets amounted to ₱196.6 million and ₱136.4 million, respectively. As at June 30, 2024 and December 31, 2023, the Group's net deferred income tax liabilities amounted to ₱236.5 million and ₱234.9 million, respectively.

31. Financial Instruments

The following methods and assumptions were used to estimate the fair value of each class of financial instruments for which it is practicable to estimate such values:

Cash and cash equivalents, Trade receivables, and Advances to contractors under "Trade and other receivables" and Trade and other payables

The carrying amounts of cash and cash equivalents, trade receivables, and advances to contractors under "Trade and other receivables" and trade and other payables approximate their fair values due to the short-term nature of these accounts.

Restricted cash under "Other noncurrent assets"

The carrying amounts approximate their fair values since these are restricted cash in banks which earn interest based on prevailing market rates repriced monthly.

Financial asset at FVOCI under "Other noncurrent assets"

The fair value of quoted equity instrument is determined by reference to the market closing quotes at the end of the reporting period.

Advances to and from related parties and Payable to previous stockholders of CNMEC and BNVI under "Other current liabilities"

Advances to and from related parties and payable to previous stockholders of CNMEC and BNVI do not have fixed repayment terms. As such, their carrying amounts approximate their fair values.

Loans Payable

The fair value of loans payable is estimated using the discounted cash flow methodology using the benchmark risk free rates for similar types of loans and borrowings, except for variable-rate borrowings which are repriced quarterly.

Lease Liabilities

The carrying amount of lease liabilities are carried at present value due to the long-term nature of the account. The fair value of lease liabilities was computed by discounting the expected cash flows within effective interest rate ranging from 2.5% to 7.3%. The computed fair value approximates its carrying amount.

Fair Value Hierarchy

As at June 30, 2024 and December 31, 2023, the Group's financial asset at FVOCI is classified under Level 1, its non-interest bearing liabilities and other current liabilities are classified under Level 2, and its loans payable and lease liabilities are classified under Level 3.

There were no transfers between levels of fair value measurement as at June 30, 2024 and December 31, 2023.

32. Operating Segment Information

Operating segments are components of the Group that engage in business activities from which they may earn revenues and incur expenses, whose operating results are regularly reviewed by the Group's chief operating decision maker (the BOD) to make decisions about how resources are to be allocated to the segment and assess their performances, and for which discrete financial information is available.

The Group's operating businesses are organized and managed separately according to the nature of the products and services provided, with each segment representing a strategic business unit that offers different products and serves different markets.

The Group conducts the majority of its business activities in the following areas:

- The mining segment is engaged in the exploration, mining and exporting of nickel saprolite and limonite ore;
- The services segment is engaged in the chartering out of LCTs by PCSSC to PGMC and INC and port services rendered by MHC to its customers; and
- The manufacturing segment includes FSC which is engaged in the manufacturing of iron steel bars and FSLC which is engaged in holding the real properties of FSC.

The Group's core business is the sale of nickel ore to external customers which accounted for 99.7% and 99.4% of the Group's total revenue for the periods ended June 30, 2024 and 2023, respectively. Accordingly, the Group's mining segment operates in two (2) geographical locations within the Philippines: Surigao and Palawan. The Group's manufacturing segment is incorporated to build a rebar steel rolling plant in Bataan, Philippines. Noncurrent assets of the Group comprising property and equipment, mine exploration costs, mining rights, and other noncurrent assets are located in the Philippines, Hong Kong and China.

The Group has revenues from external customers as follows:

	For the six months period ended June 3			
Amount in thousands	2024	2024 2023		
Country of Domicile	(Unaudited)			
China	₱3,071,059	₱3,098,152		
Local	7,709	17,749		
	₱3,078,768	₱3,115,901		

The revenue information above is based on the location of the customers. The local customers include MHC's revenue from Philcement Corporation, which is an Authority of the Freeport Area of Bataan (AFAB)-registered entity.

Financial information on the operation of the various business segments are as follows:

	June 30, 2024 (Unaudited)					
Amount in thousands	Mining	Services	Manufacturing	Elimination	Total	
External customers	₱3,071,059	₽7,709	₽-	₽-	₱3,078,768	
Intersegment revenues	_	32,303	2,400	(34,703)	_	
Total revenues	3,071,059	40,012	2,400	(34,703)	3,078,768	
Cost of sales	1,668,320	64,815	-	2,242	1,735,377	
Excise taxes and royalties	320,488	_	-	, <u> </u>	320,488	
Shipping and distribution	167,089	-	-	(32,303)	134,786	
Segment operating earnings	915,162	(24,803)	2.400	(4.642)	888.117	
General and administrative	588,061	21,306	3.707	_	613,074	
Finance income	8,249	21	1	-	8,271	
Finance costs	(97,815)	(12,810)	_	_	(110,625)	
Share in net income of investment in associates	114,131	()	-	-	114,131	
Other income - net	58,021	_	_	(35,948)	22,073	
Provision for income tax - net	108,346	(928)	600	(539)	(107,479)	
Net income (loss)	301,341	(57,970)	(1,906)	(40,051)	201,414	
Net income (loss) attributable to NCI	42	(5,706)	-	_	(5,664)	
Net income (loss) attributable to equity	.=	(0): 00)			(0,001)	
holders of FNI	₱301,299	(₱52,264)	(₱1,906)	(₱40,051)	₽207,078	
Segment assets	₱31,120,103	₽2,178,299	₱1,062,508	(₱17,307,823)	₱17,053,087	
Deferred tax assets - net	194,293	2,298	-	(1 11,001,020)	196,591	
Total assets	₱31,314,396	₽2,180,597	₱1,062,508	(₱17,307,823)	₱17,249,678	
Segment liabilities	₱6.855.277	₱584.904	₱487.135	(₱3,446,324)	₱4,480,992	
Deferred tax liabilities - net	88,393	(5,578)	5,698	148,026	236,539	
Total liabilities	₱6,943,670	₱579,326	₱492,833	(3,298,298)	4,717,531	
Capital expenditures	₱145,064	₱1,079	₱36,908	 ₽_	₱183,051	
Depreciation and depletion	₽251,227	₱40.100	₱261	₱-	₱291,588	
	- /	-,			- /	
.			0, 2023 (Unaudited)			
Amount in thousands	Mining	Services	Manufacturing	Elimination	Total	
External customers	₱3,098,152	₱17,749	₽-	₽-	₱3,115,901	
Intersegment revenues	296,723	46,696	2,400	(345,819)	-	
Total revenues	3,394,875	64,445	2,400	(345,819)	3,115,901	
Cost of sales	1,494,960	84,511	-	(293,237)	1,286,234	
Excise taxes and royalties	211,019	-	-	-	211,019	
Shipping and distribution	225,450	-	-	(46,696)	178,754	
Segment operating earnings	1,463,446	(20,066)	2,400	(5,886)	1,439,894	
General and administrative	508,339	18,297	3,709	-	530,345	
Finance income	18,412	47	16	-	18,475	
Finance costs	(130,295)	(12,420)	-	-	(142,715)	
Share in net income of investment in associates	54,009	-	-	-	54,009	
Other income - net	630,747	30	4,333	(594,112)	40,998	
Provision for income tax - net	254,773	(658)	884	_	254,999	
Net income (loss)	1,273,207	(50,048)	2,156	(599,998)	625,317	
Net income (loss) attributable to NCI	283,449	(7,631)	_	_	275,818	
Net income (loss) attributable to equity						
holders of FNI	₱989.758	(₱42,417)	₱2,156	(₱599,998)	₱349,499	

holders of FNI	₱989,758	(₱42,417)	₽ 2,156	(₱599,998)	₱349,499
Segment assets	₱31,632,562	₱1,972,291	₱1,020,132	(₱18,355,059)	₱16,269,926
Deferred tax assets - net	194,622	2,298	(3,977)	-	192,943
Total assets	₱31,827,184	₱1,974,589	₱1,016,155	(₱18,355,059)	₱16,462,869
Segment liabilities	₱9,019,948	₱620,961	₱958,995	(₱5,518,573)	₱5,081,331
Deferred tax liabilities - net	107,247	(4,392)	5,545	24,363	132,763
Total liabilities	₱9,127,195	₱616,569	₱964,540	(5,494,210)	5,214,094
Capital expenditures	₱140,269	₱1,845	₱2,898	₽-	₱145,012
Depreciation and depletion	₱263,461	₱52,187	₱261	₱-	₱315,909

	December 31, 2023 (Audited)				
Amount in thousands	Mining	Services	Manufacturing	Elimination	Total
Segment assets	₱31,961,768	₱2,072,306	₱989,019	(₱17,744,742)	₱17,278,351
Deferred tax assets - net	134,092	2,298	-	-	136,390
Total assets	₱32,095,860	₱2,074,604	₱989,019	(₱17,744,742)	₱17,414,741
Segment liabilities	₱8,058,771	₱415,256	₱417,438	(₱3,757,075)	₱5,134,390
Capital expenditures	₱510,146	₱15,020	₱353,605	₽-	₱878,771