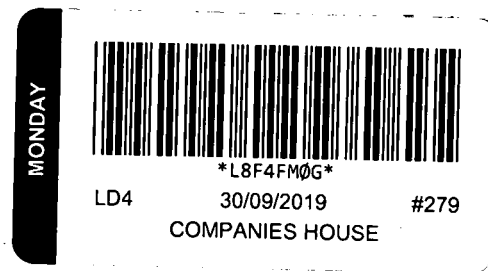


NORTHERN METALS (UK) LIMITED

Annual Report and Financial Statements

31 December 2018



NORTHERN METALS (UK) LIMITED
ANNUAL REPORT AND FINANCIAL STATEMENTS
YEAR ENDED 31 DECEMBER 2018

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NORTHERN METALS (UK) LIMITED

YEAR ENDED 31 DECEMBER 2018

OFFICERS AND PROFESSIONAL ADVISERS

The Board of Directors

A Atucha
A M Lindsay
E Tagle

Company Secretary

J T R Anderson

Registered Office

Cleveland House
33 King Street
St James's
London
SW1Y 6RJ

Independent Auditors

PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors

Solicitors

Clifford Chance LLP

NORTHERN METALS (UK) LIMITED

YEAR ENDED 31 DECEMBER 2018

DIRECTORS' REPORT

The Directors present their Annual Report and the audited financial statements for the year ended 31 December 2018. The Directors' Report has been prepared in accordance with the special provisions relating to small companies within Part 15 of the Companies Act 2006. No strategic report has been prepared in accordance with those provisions.

Review of Business and Future Developments

Northern Metals (UK) Limited ("the Company") is part of the Antofagasta plc Group ("the Group"). The principal activity of the Company is the holding of investments in Group subsidiaries, which is not expected to change in the foreseeable future. The Company does not have any branches.

During the year the Company raised US\$30,400,000 from the issue of new shares and subscribed to US\$30,400,000 of shares in its subsidiary, Northern Minerals Holding Company.

Results and Dividends

The loss for the financial year, amounted to US\$30,400,000 (2017– US\$19,500,000), as the result of a provision against the carrying value of the investment in subsidiary as detailed in note 5 to the financial statements.

The Directors do not recommend the payment of a dividend (2017: US\$nil).

Going Concern

In assessing the Company's going concern status the Directors have taken into account the above factors, including the financial position of the Company, the absence of any external debt, and the Company's positive net asset position.

After making appropriate enquiries, the Directors consider that the Company has adequate resources to continue in operational existence for the foreseeable future and that it is appropriate to adopt the going concern basis in preparing the financial statements.

Principal risks and uncertainties

As explained above, the principal activity of the Company is the holding of investments in Group subsidiaries. The Group's business activities together with those factors likely to affect its future performance are set out in the Group's Annual Report. Details of the key risks facing the Group and financial risk management, including details on the management of liquidity and credit risk, are included in the Group Annual Report and Financial Statements 2018 ("the Group financial statements").

Employees

The Company had no employees during the current or prior year.

NORTHERN METALS (UK) LIMITED

YEAR ENDED 31 DECEMBER 2018

DIRECTORS' REPORT *(continued)*

Directors

The Directors of the Company who were in office during the year and up to the date of signing the financial statements were:

A Atucha
E Tagle
A M Lindsay

No Director had an interest in the shares of the Company or in any contract to which the Company was a party during the year.

In accordance with the Company's Articles of Association and to the extent permitted by the laws of England and Wales, Directors are granted an indemnity from the Company in respect of liabilities personally incurred as a result of their office. In respect of those matters for which the Directors may or may not be indemnified, the Company maintained a Directors' and Officers' liability insurance policy throughout the financial year. A new policy has been entered into for the current financial year.

Independent Auditors

Each of the persons who is a Director at the date of approval of this report confirms that:

- so far as the Director is aware, there is no relevant audit information of which the Company's auditors are unaware; and
- the Director has taken all steps that he/she ought to have taken as a Director in order to make himself/herself aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

This statement is made and should be interpreted in accordance with the provisions of Section 418 of the Companies Act 2006.

The Company has elected to dispense with the obligation to appoint auditors annually and, accordingly, PricewaterhouseCoopers LLP shall be deemed to be re-appointed as auditors for a further term under the provisions of section 487(2) of the Companies Act 2006.

Approved by the Board and signed on its behalf by:



A M Lindsay
Director
30 September 2019

Registered office:
Cleveland House
33 King Street, St James's
London SW1Y 6RJ

NORTHERN METALS (UK) LIMITED

YEAR ENDED 31 DECEMBER 2018

STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE FINANCIAL STATEMENTS

The Directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulation.

Company law requires the Directors to prepare financial statements for each financial year. Under that law the Directors have prepared the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 101 "Reduced Disclosure Framework", and applicable law). Under company law the Directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period. In preparing the financial statements, the Directors are required to:

- select suitable accounting policies and then apply them consistently;
- state whether applicable United Kingdom Accounting Standards, comprising FRS 101, have been followed, subject to any material departures disclosed and explained in the financial statements;
- make judgements and accounting estimates that are reasonable and prudent; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

The Directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that the financial statements comply with the Companies Act 2006.

The Directors are also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

NORTHERN METALS (UK) LIMITED

YEAR ENDED 31 DECEMBER 2018

Independent auditors' report to the members of Northern Metals (UK) Limited

Report on the audit of the financial statements

Opinion

In our opinion, Northern Metals (UK) Limited's financial statements:

- give a true and fair view of the state of the Company's affairs as at 31 December 2018 and of its loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 101 "Reduced Disclosure Framework", and applicable law); and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements, included within the Annual Report and Financial Statements (the "Annual Report"), which comprise: the balance sheet as at 31 December 2018; the profit and loss account and the statement of changes in equity for the year then ended; and the notes to the financial statements, which include a description of the significant accounting policies.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities under ISAs (UK) are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We remained independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, which includes the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

Conclusions relating to going concern

ISAs (UK) require us to report to you when:

- the Directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the Directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the Company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

We have nothing to report in respect of the above matters.

However, because not all future events or conditions can be predicted, this statement is not a guarantee as to the Company's ability to continue as a going concern. For example, the terms on which the United Kingdom may withdraw from the European Union are not clear, and it is difficult to evaluate all of the potential implications on the Company's trade, customers, suppliers and the wider economy.

Reporting on other information

The other information comprises all of the information in the Annual Report other than the financial statements and our auditors' report thereon. The Directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except to the extent otherwise explicitly stated in this report, any form of assurance thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If we identify an apparent material inconsistency or material misstatement, we are required to perform procedures to conclude whether there

NORTHERN METALS (UK) LIMITED

YEAR ENDED 31 DECEMBER 2018

is a material misstatement of the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report based on these responsibilities.

With respect to the Directors' Report, we also considered whether the disclosures required by the UK Companies Act 2006 have been included.

Based on the responsibilities described above and our work undertaken in the course of the audit, ISAs (UK) require us also to report certain opinions and matters as described below.

Directors' Report

In our opinion, based on the work undertaken in the course of the audit, the information given in the Directors' Report for the year ended 31 December 2018 is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.

In light of the knowledge and understanding of the Company and its environment obtained in the course of the audit, we did not identify any material misstatements in the Directors' Report.

Responsibilities for the financial statements and the audit

Responsibilities of the Directors for the financial statements

As explained more fully in the Statement of Directors' Responsibilities in Respect of the Financial Statements set out on page 4, the Directors are responsible for the preparation of the financial statements in accordance with the applicable framework and for being satisfied that they give a true and fair view. The Directors are also responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

Auditors' responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

A further description of our responsibilities for the audit of the financial statements is located on the FRC's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditors' report.

Use of this report

This report, including the opinions, has been prepared for and only for the Company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

Other required reporting

Companies Act 2006 exception reporting

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- we have not received all the information and explanations we require for our audit; or
- adequate accounting records have not been kept by the Company, or returns adequate for our audit have not been received from branches not visited by us; or
- certain disclosures of Directors' remuneration specified by law are not made; or
- the financial statements are not in agreement with the accounting records and returns.

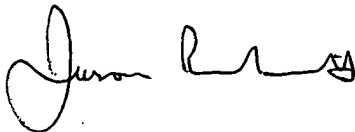
We have no exceptions to report arising from this responsibility.

NORTHERN METALS (UK) LIMITED

YEAR ENDED 31 DECEMBER 2018

Entitlement to exemptions

Under the Companies Act 2006 we are required to report to you if, in our opinion, the Directors were not entitled to: take advantage of the small companies exemption in preparing the Directors' Report; and take advantage of the small companies exemption from preparing a strategic report. We have no exceptions to report arising from this responsibility.



Jason Burkitt (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
London
30 September 2019

NORTHERN METALS (UK) LIMITED

YEAR ENDED 31 DECEMBER 2018

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 DECEMBER 2018

| | Note | 2018 US\$ | 2017 US\$ |
|--|------|---------------------|---------------------|
| Provision against carrying value of investment | 5 | (30,400,000) | (19,500,000) |
| Operating loss | | <u>(30,400,000)</u> | <u>(19,500,000)</u> |
| Loss before taxation | 3 | <u>(30,400,000)</u> | <u>(19,500,000)</u> |
| Tax on loss | | - | - |
| Loss for the financial year | | <u>(30,400,000)</u> | <u>(19,500,000)</u> |

There were no operations other than continuing operations during the year.

There was no other comprehensive income either in the current or prior year.

NORTHERN METALS (UK) LIMITED

YEAR ENDED 31 DECEMBER 2018

BALANCE SHEET AS AT 31 DECEMBER 2018

| | Note | 2018 US\$ | 2017 US\$ |
|-------------------------------------|------|-------------------|-------------------|
| Fixed assets | | | |
| Investments | 5 | 63,500,000 | 63,500,000 |
| Current assets | | | |
| Amounts due from parent undertaking | | 1 | 1 |
| Net assets | | <u>63,500,001</u> | <u>63,500,001</u> |
| EQUITY | | | |
| Called up share capital | 7 | 227,859,211 | 227,859,207 |
| Share premium account | | 70,199,988 | 39,799,992 |
| Accumulated losses | 6 | (234,559,198) | (204,159,198) |
| TOTAL SHAREHOLDERS' FUNDS | | <u>63,500,001</u> | <u>63,500,001</u> |

The financial statements of Northern Metals (UK) Limited (registered number 7290425) on pages 7 to 15 were approved by the Board of Directors on 30 September 2019 and were signed on its behalf by:



A M Lindsay
Director

NORTHERN METALS (UK) LIMITED

YEAR ENDED 31 DECEMBER 2018

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 DECEMBER 2018

| | Called up share capital US\$ | Share premium account US\$ | Accumulated losses US\$ | Total shareholders' funds US\$ |
|---|---------------------------------------|-------------------------------------|-------------------------------|---|
| Balance at 1 January 2017 | 227,859,203 | 20,299,996 | (184,659,198) | 63,500,001 |
| Loss for the financial year | - | - | (19,500,000) | (19,500,000) |
| Total comprehensive expense for the year | - | - | (19,500,000) | (19,500,000) |
| Issue of share capital | 4 | 19,499,996 | - | 19,500,000 |
| Balance at 31 December 2017 and 1 January 2018 | 227,859,207 | 39,799,992 | (204,159,198) | 63,500,001 |
| Loss for the financial year | - | - | (30,400,000) | (30,400,000) |
| Total comprehensive expense for the year | - | - | (30,400,000) | (30,400,000) |
| Issue of share capital | 4 | 30,399,996 | - | 30,400,000 |
| Balance at 31 December 2018 | 227,859,211 | 70,199,988 | (234,559,198) | 63,500,001 |

NORTHERN METALS (UK) LIMITED

YEAR ENDED 31 DECEMBER 2018

NOTES TO THE FINANCIAL STATEMENTS

1. General information

Northern Metals (UK) Limited is a Company incorporated in the United Kingdom under the Companies Act. The address of the registered office is given on page 1. The nature of the Company's operations and its principal activities are set out in the business review on page 2.

1.1 Basis of preparation

The Company meets the definition of a qualifying entity under FRS 100 (Financial Reporting Standard 100) issued by the Financial Reporting Council. The financial statements have been prepared in accordance with the Companies Act 2006 as applicable to companies using FRS 101 (Financial Reporting Standard) "Reduced Disclosure Framework" as issued by the Financial Reporting Council, which applies the recognition and measurement bases of IFRS with reduced disclosure requirements.

These financial statements have been prepared under the historical cost basis convention; historically cost is generally based on the fair value of the consideration given in exchange for the assets.

The financial statements are separate financial statements. The Company is exempt from the preparation of consolidated financial statements under the terms of section 400 of the Companies Act 2006, because it is included in the Group financial statements of Antofagasta plc which are publicly available. The financial information has also been prepared on a going concern basis as explained in the Directors' Report.

These financial statements are presented in US dollars because that is the currency of the primary economic environment in which the Company operates.

As permitted by FRS 101, and because the Company is a wholly-owned subsidiary of Antofagasta plc, it has taken advantage of the disclosure exemptions available under that standard in relation to financial instruments, presentation of comparative information in respect of certain assets, presentation of a cash flow statement, standards not yet effective, impairment of assets and related party transactions. Where required equivalent disclosures are given in the Group financial statements of Antofagasta plc.

1.2 Adoption of new accounting standards.

The following accounting standards, amendments and interpretations became effective in the current reporting period:

IFRS 9 Financial Instruments.

IFRS 9 introduces new classification categories for financial assets and liabilities; however, this has not resulted in any significant changes in the valuation or recognition methodology for the Company's financial assets and liabilities.

IFRS 9 requires a forward-looking expected credit loss (ECL) review for the Company's financial assets, other than those measured at fair value through profit or loss. As required by IFRS 9, the Company applies the "simplified approach" to its trade receivable balances and the "general approach" to all other financial assets. The general approach incorporates a review for any significant increase in counterparty credit risk since inception. The ECL reviews include assumptions about the risk of default and expected loss rates. For trade receivables, the assessment takes into account the use of credit enhancements, for example, letters of credit.

The application of the standards and interpretations effective for the first time in the current year has had no significant impact on the amounts reported in these financial statements.

NORTHERN METALS (UK) LIMITED

YEAR ENDED 31 DECEMBER 2018

NOTES TO THE FINANCIAL STATEMENTS *(continued)*

1. General information *(continued)*

1.3 Accounting standards issued but not yet effective

After making appropriate enquiries, and notwithstanding the Company's net current liability position, the Directors consider that the Company has adequate resources to continue in operational existence for the foreseeable future and that it is appropriate to adopt the going concern basis in preparing the financial statements.

At the date of authorisation of these financial statements, the following Standards and Interpretations which have not been applied in these financial statements were in issue but not yet effective:

- IFRS 16, *Leases*
- IFRS 17, *Insurance Contracts*
- IFRIC 23, *Uncertainty over Income Tax Treatments*
- Sale or Contribution of Assets between an Investor and its Associate or Joint Venture (Amendments to IFRS 10 and IAS 28)
- Prepayment Features with Negative Compensation (Amendments to IFRS 9)
- Long-term Interests in Associates and Joint Ventures (Amendments to IAS 28)
- Annual Improvements to three IFRS Standards 2015–2017 Cycle
- Plan Amendment, Curtailment or Settlement (Amendments to IAS 19)
- Amendments to References to the Conceptual Framework in IFRS Standards
- Definition of a Business (Amendments to IFRS 3)

No significant impact on the amounts reported in these financial statements is expected from the implementation of the upcoming standards.

2. Accounting Policies

A summary of the principal accounting policies which have been applied consistently is set out below.

(i) Currency translation

The Company's functional currency and presentation currency is the US dollar. Transactions in currencies other than the functional currency of the entity are translated at the exchange rate ruling at the date of the transaction. Monetary assets and liabilities denominated in currencies other than the functional currency are translated at year-end exchange rates. Gains and losses on retranslation are included in net profit or loss for the period within other finance items.

(ii) Taxation

Tax expense comprises the charges or credits for the period relating to both current and any deferred tax.

Current tax is based on taxable profit for the year. Taxable profit may differ from net profit as reported in the profit and loss account because it excludes items of income or expense that are taxable and deductible in different years and also excludes items that are not taxable or deductible. The liability for current tax is calculated using tax rates which have been enacted or substantively enacted at the balance sheet date.

Deferred tax is the tax expected to be payable or recoverable on temporary differences (i.e. differences between the carrying amount of assets and liabilities in the financial statements and the corresponding tax basis used in the computation of taxable profit). Deferred tax is accounted for using the balance sheet liability method and is provided on all temporary differences with certain limited exceptions as follows:

- tax payable on undistributed earnings of subsidiaries, associates and joint ventures is provided except where the Company is able to control the remittance of profits and it is probable that there will be no remittance of past profits earned in the foreseeable future;

NORTHERN METALS (UK) LIMITED

YEAR ENDED 31 DECEMBER 2018

NOTES TO THE FINANCIAL STATEMENTS *(continued)*

2. Accounting Policies *(continued)*

(ii) Taxation *(continued)*

- deferred tax is not provided on the initial recognition of an asset or liability in a transaction that does not affect accounting profit or taxable profit and is not a business combination; nor is deferred tax provided on subsequent changes in the carrying value of such assets and liabilities, for example where they are depreciated; and
- the initial recognition of any goodwill.

Deferred tax assets are recognised only to the extent that it is probable that they will be recovered through sufficient future taxable profit. The carrying amount of deferred tax assets is reviewed at each balance sheet date.

Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised. Deferred tax is charged or credited in the income statement, except when it relates to items charged or credited directly to equity, in which case the deferred tax is also taken directly to equity.

(iii) Share capital

Ordinary shares are classified as equity.

Incremental costs directly attributable to the issue of new shares are shown in equity as a deduction, net of tax, from the proceeds.

(iv) Other financial instruments

Financial assets and financial liabilities are recognised on the Company's balance sheet when the Company becomes a party to the contractual provisions of the instrument.

Equity instruments issued are recorded at the proceeds received, net of direct issue costs. Equity instruments of the Company comprise its sterling-denominated issued ordinary share capital and related share premium. The presentational currency of the Company and the functional currency of the Company is US dollars, and ordinary share capital and share premium are translated into US dollars at historical rates of exchange based on dates of issue.

(v) Trade and other receivables

Trade and other receivables do not generally carry any interest and are normally stated at their nominal value less any impairment. Impairment losses on trade receivables are recognised within an allowance account unless the Company considers that no recovery of the amount is possible, in which case the carrying value of the asset is reduced directly.

(vi) Investment in subsidiaries

Investments in subsidiaries represent equity holdings in subsidiaries. Such investments are accounted for at cost less, where appropriate, provisions for impairment.

Further investments made in subsidiaries which have a primary function of supporting exploration and evaluation projects are immediately impaired. This reflects the nature of the projects, which cannot be recognised as capital assets up until the point they are considered to be commercially viable.

3. Loss before taxation

A loss before taxation of US\$30,400,000 was recognised in the year, reflecting an impairment provision against the carrying value of the investment in subsidiary balance (2017 - US\$19,500,000).

No tax expense arose during the year.

NORTHERN METALS (UK) LIMITED

YEAR ENDED 31 DECEMBER 2018

NOTES TO THE FINANCIAL STATEMENTS *(continued)*

3. Loss before taxation *(continued)*

None of the Directors received any remuneration for their services to the Company (2017 – US\$nil).

There were no employees in 2018 (2017 – none).

4. Auditors' Remuneration

Fees payable to PricewaterhouseCoopers LLP and their associates for the audit of the Company's annual financial statements were US\$4,500 (2017 – US\$4,500) and borne by Antofagasta Plc as part of the total Group audit fee.

5. Investments

Investments from 1 January 2017 to 31 December 2018 are as follows:

| Entity | Nature of business | Effective equity shareholding | Country of incorporation | Country of operation |
|------------------------------------|--------------------|-------------------------------|--------------------------|----------------------|
| Northern Minerals Holdings Company | Holding company | 100% | USA | USA |

The registered office of Northern Minerals Holdings Company is 1209 Orange Street Wilmington, DE 19801, USA.

| | US\$ |
|---|-------------------|
| Investments at 1 January 2017 | 63,500,000 |
| Subscription for shares | 19,500,000 |
| Provision against carrying value of investments | (19,500,000) |
| Balance at 31 December 2017 and 1 January 2018 | 63,500,000 |
| Subscription for shares | 30,400,000 |
| Provision against carrying value of investments | (30,400,000) |
| Investments at 31 December 2018 | 63,500,000 |

The Company's investment balance relates to its 100% interest in Northern Minerals Holdings Company, and ultimately a 40% interest in Twin Metals Minnesota LLC ("Twin Metals"). Twin Metals is seeking to develop a copper-nickel-PGM deposit in north-eastern Minnesota.

During the year, the Company subscribed for \$30,400,000 of shares in Northern Minerals Holdings Company to provide funding for the on-going activities of Twin Metals.

The Company has reviewed the carrying value of its investment held in Northern Minerals Holdings Company, and has determined that the appropriate carrying value (reflecting the ultimate 40% interest in the Twin Metals project) is US\$63.5 million, and accordingly has recognised an impairment provision of US\$30.4 million during 2018.

NORTHERN METALS (UK) LIMITED

YEAR ENDED 31 DECEMBER 2018

NOTES TO THE FINANCIAL STATEMENTS *(continued)*

6. Accumulated losses

| | US\$ |
|--|----------------------|
| Balance at 1 January 2017 | (184,659,198) |
| Loss for the financial year | (19,500,000) |
| Balance at 31 December 2017 and 1 January 2018 | (204,159,198) |
| Loss for the financial year | (30,400,000) |
| Balance at 31 December 2018 | (234,559,198) |

7. Called up share capital

| | Authorised 2018 Number | Authorised 2017 Number | Issued and fully paid 2018 Number | Issued and fully paid 2017 Number |
|-------------------------------|------------------------------|------------------------------|--|--|
| Ordinary shares of US\$1 each | <u>227,859,211</u> | <u>227,859,207</u> | <u>227,859,211</u> | <u>227,859,207</u> |

During 2018 the Company issued 4 ordinary shares of US\$1, for a total consideration of \$30,400,000, resulting in an increase in share capital of \$4 and an increase in share premium of \$30,399,996.

Details of the share premium account are included within the Statement of Changes in Equity.

8. Ultimate Parent Company

The ultimate parent company is Metalinvest Establishment, a company incorporated in Liechtenstein and controlled by the E. Abaroa Foundation, in which members of the Luksic family are interested. This Company does not produce Group financial statements. The immediate parent company is Northern Minerals Investment (Jersey) Limited, a company incorporated in Jersey, which is an indirect subsidiary of Antofagasta plc, a company registered in England and Wales and listed on the London Stock Exchange. Antofagasta plc is the only parent undertaking to prepare Group financial statements. Copies of these Group financial statements are available from Antofagasta plc, Cleveland House, 33 King Street, St James's, London SW1Y 6RJ.

9. Subsequent events

Between January 1, 2019 and the date of issuance of these financial statements, no other significant events have taken place that could materially affect them.