Company Registration No. OC411217

GERALD HOLDINGS INTERNATIONAL LLP and Subsidiaries

Report of Company and Consolidated Financial Statements
for the period ended 31 December
and year ended 30 April 2016
and Report of the Independent Auditors

GERALD HOLDINGS INTERNATIONAL LLP AND SUBSIDIARIES

Report and financial statements December 2016

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Officers and Professional Advisers

LLP Members

GT Energy LLC	(Appointed on 28 July, 2016)
Metals Trading Corp.	(Appointed on 8 April, 2016)
Hillroc Global Resources Investment Fund LP	(Appointed on 27 July, 2016)
	(Ceased to be a Member on 24 November 2017)

Secretary

None

Registered Office

Third Floor
One Strand
Grand Buildings
Trafalgar Square
London WC2N 5HR

Independent Auditors

Deloitte LLP
Statutory Auditors
London

Report and financial statements December 2016

Members' strategic report

The members present their strategic report for the period ended 31 December 2016 for Gerald Holdings International LLP ("GH LLP") and its subsidiaries (the Company or the Group). The members, in preparing this strategic report, have complied with s414C of the Companies Act 2006.

Overview of the Group
The Group is a leading private global commodity trading company engaged in the physical merchanting, development, trade and structured financing of commodities and commodity linked assets. The primary focus of the Group is in the ferrous, non-ferrous, precious metals and associated raw products.

The Group is involved in the sourcing of physical commodities, logistics and transportation services, processing and refining solutions, as well as the sale to ultimate consumers and fabricators. In addition to merchant and trading services, The Group also engages in specialized merchant banking services with global partners across the commodity stream, providing structured trade finance and growing a diverse portfolio of projects. This includes developing and managing strategic investments in counterparties such as producers, refineries, smelters, storage and logistics entities, industrial consumers, and fabricators.

In April 2016, a corporate restructuring occurred whereby GH LLP became the parent company of Gerald Holdings LLC ("GH LLC"). Although the consolidated financial information has been released in the name of the parent, GH LLP, it represents an in-substance continuation of the pre-existing Group, headed by GH LLC.

Business review and future prospects
The Group reported a consolidated gain after taxation of USD 1,005 for the period ending 31 December 2016. Management believes the performance is good given the volatility and overall pressure on the global commodity market. Going forward the Group will continue to focus on its core business develop the main desks being copper and aluminum.

Future developments
The Group anticipates the current challenging trading conditions to continue and we remain flexible to adapt to these. We are currently restructuring some of its offices and undertaking cost cutting initiatives as well as further evaluation of our investments.

Going Concern
Please refer to Note 2.

Financial key performance indicators
The consolidated results for the period are set out on page 11.
The key financial performance indicators with comparatives for the period are as follows:

	December 2016 (eight months) $'000	**April 2016 (twelve months) $'000**
Revenue	4,170,964	6,767,820
Net profit after taxation	1,005	27,796
Net assets	230,009	209,029

Report and financial statements December 2016

Members' report

The members present their report and financial statements for the period ended 31 December 2016.

Results and dividends
The consolidated net profit after taxation for the eight months ended 31 December 2016 amounts to USD 1,005 (April 2016 – Net profit of USD 27,796). There is no dividend booked during the period ended 31 December 2016.

Principal activities and review of business developments
The business model is structured around the core merchanting business, supplemented by derivatives trading, logistics, financing and strategic investments. The merchanting is the focus and involves the sourcing, distribution and sale of material supported by a strong management of the logistic chain.

Gerald built an international platform to be able to cover the five continents. Gerald is still developing the region where opportunities are by establishing strong relationship with customers, suppliers, logistic companies.

Members
The Company was constituted in April 2016 and the Members during the period are GT Energy LLC, Metals Trading Corp. and Hillroc Global Resources Investment Fund LP. Hillroc Global Resources Investment Fund LP ceased to be a Member on 24 November 2017.

Future developments
Please refer to Members' strategic report on page 2.

Financial risk management objectives and policies
The Company's activities expose it to a number of financial risks including credit risk, cash flow risk and liquidity risk. The use of financial derivatives is governed by the Group's policies approved by the board members, which provide written principles on the use of financial derivatives to manage these risks.

Cash flow risk
The Group's activities expose it primarily to the financial risks of changes in foreign currency exchange rates and interest rates. The Group uses foreign exchange forward contracts and interest rate swap contracts to hedge these exposures.

Interest bearing assets and liabilities are primarily held at floating rates based on LIBOR.

Credit risk
The Group's principal financial assets are bank balances and cash, trade and other receivables, and investments.

The Group's credit risk is primarily attributable to its trade receivables. The amounts presented in the balance sheet are net of allowances for doubtful receivables. An allowance for impairment is made where there is an identified loss event which, based on previous experience, is evidence of a reduction in the recoverability of the cash flows.

The credit risk on liquid funds and derivative financial instruments is limited because the counterparties are banks with high credit-ratings assigned by international credit-rating agencies.
The Group has no significant concentration of credit risk, with exposure spread over a large number of counterparties and customers.

Members' report (continued)

Liquidity risk
In order to maintain liquidity to ensure that sufficient funds are available for ongoing operations and future developments, the Company uses a mixture of long-term and short-term debt finance.
Further details regarding liquidity risk can be found in the Statement of accounting policies in the financial statements.

Subsequent events
Please refer to Note 24.

Independent Auditors
Each of members at the date of approval of this report confirms that:

(1) so far as the member is aware, there is no relevant audit information of which the Company's auditors are unaware; and

(2) the member has taken all the steps that he ought to have taken as a member in order to make himself aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of s418 of the Companies Act 2006.
Deloitte LLP has expressed their willingness to continue in office as auditors and a resolution to reappoint them will be proposed to the members.

Florian Kaufmann

On behalf of the Members
30 May 2018

Report and financial statements December 2016

Officers' responsibilities statement

The members are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulations.
Company law requires the members to prepare financial statements for each financial year. Under that law the members have elected to prepare the financial statements in accordance with International Financial Reporting Standards (IFRSs) as adopted by the European Union. Under company law the members 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 these financial statements, the members are required to:

- properly select and apply accounting policies;
- present information, including accounting policies, in a manner that provides relevant, reliable, comparable and understandable information;
- provide additional disclosures when compliance with the specific requirements in IFRSs are insufficient to enable users to understand the impact of particular transactions, other events and conditions on the entity's financial position and financial performance; and
- make an assessment of the Company's ability to continue as a going concern.

The members 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. They 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.

Report and financial statements December 2016

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF GERALD HOLDINGS INTERNATIONAL LLP

We have audited the financial statements of Gerald Holdings International LLP for the eight-month period ended December 31, 2016, which comprise the consolidated and company Statement of Comprehensive Income, the consolidated and company Balance Sheets, the consolidated Cash Flow Statement, the consolidated and company Statement of Changes in Equity, and the related notes 1 to 24. The financial reporting framework that has been applied in their preparation is applicable law and International Financial Reporting Standards (IFRSs) as adopted by the European Union.
This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions, we have formed.

Respective responsibilities of members and auditor

As explained more fully in the Members' Responsibilities Statement, the members are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

Scope of the audit of the financial statements

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of: whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by the members; and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the annual report to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

Opinion on financial statements

In our opinion the financial statements:

- give a true and fair view of the state of the Group's and the parent Company's affairs as at December 31, 2016 and of the Group's profit and the Company's loss for the period then ended;
- have been properly prepared in accordance with IFRSs as adopted by the European Union; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Opinion on others matter prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the Strategic Report and the Members' Report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Strategic Report and the Members' Report have been prepared in accordance with applicable legal requirements.

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified any material misstatements in the Strategic Report and the Members' Report.

Matters on which we are required to report by exception

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

- 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
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of members' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

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William Eversden (Senior statutory auditor)
for and on behalf of Deloitte LLP
Statutory Auditors
London, United Kingdom

30 May 2018

GERALD HOLDINGS INTERNATIONAL LLP AND SUBSIDIARIES

CONSOLIDATED BALANCE SHEET
AS OF DECEMBER 31 AND APRIL 30 2016

(expressed in thousands of USD)

	NOTES	December 31	April 30
ASSETS			
CURRENT ASSETS:			
Cash and cash equivalents		149,113	197,782
Trade and other receivables	10	433,342	389,325
Inventories	9	853,868	1,135,002
Derivative financial instruments	12	102,031	128,593
Other current assets	11	357,024	424,235
Total current assets		1,895,378	2,274,937
PROPERTY, PLANT AND EQUIPMENT — Net	6	5,192	5,643
NOTE RECEIVABLE FROM MEMBER		-	25
INVESTMENTS AND OTHER ASSETS	7	268,987	257,499
TOTAL		2,169,557	2,538,104
LIABILITIES AND MEMBERS' EQUITY			
CURRENT LIABILITIES:			
Loans payable to banks	13	1,238,773	1,489,281
Trade and other payables	14	192,860	194,119
Current tax liabilities		2,290	1,835
Proceeds received under financing arrangements		196,883	284,641
Derivative financial instruments	12	113,225	114,511
Accrued expenses and other liabilities		54,347	94,160
Total current liabilities		1,798,378	2,178,547
DEFERRED INCOME TAXES	16	23,045	26,653
LOAN AND OTHER LONG-TERM LIABILITIES	17	43,125	48,875
NOTE PAYABLE TO MEMBER	18	75,000	75,000
Total liabilities		1,939,548	2,329,075
MEMBERS' EQUITY:			
Members' equity and undistributed earnings	19	227,669	206,478
Total members equity		227,669	206,478
Non-controlling interests		2,340	2,551
Total equity		230,009	209,029
TOTAL		2,169,557	2,538,104

See notes to the financial statements

GERALD HOLDINGS INTERNATIONAL LLP AND SUBSIDIARIES

COMPANY BALANCE SHEET
AS OF DECEMBER 31, 2016 AND APRIL 30, 2016

(expressed in thousands of USD)

	NOTES	December 31	April 30
ASSETS			
NOTE RECEIVABLE FROM PARTNER		-	25
INVESTMENTS AND OTHER ASSETS	7 and 8	309,792	309,792
TOTAL		309,792	309,817
LIABILITIES AND MEMBER'S EQUITY			
CURRENT LIABILITIES:			
Accrued expenses and other liabilities		750	15
Total current liabilities		750	15
NOTE PAYABLE TO MTC	18	75,000	75,000
Total liabilities		75,750	75,015
MEMBERS' EQUITY:			
Members' equity and undistributed earnings	18	234,042	234,802
Total Members' equity		234,042	234,802
TOTAL		309,792	309,817

The financial statements were approved by the Members and authorized for issue on 30 May, 2018.

Florian Kaufmann
Signed on behalf of the Members

See notes to the financial statements

GERALD HOLDINGS INTERNATIONAL LLP AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME
FOR THE EIGHT MONTHS ENDED DECEMBER 31, 2016 AND THE YEAR ENDED APRIL 30, 2016

(expressed in thousands of USD)

	NOTES	Eight Months Ended December 31 2016	Year Ended April 30 2016
Net Sales		4,170,964	6,767,820
Cost of goods sold		(4,119,704)	(6,676,441)
Gross commodity trading margin		51,260	91,379
OPERATING EXPENSES:			
General administrative and other expenses	15	(47,314)	(66,887)
Interest income		11,235	24,990
Interest expense		(27,973)	(47,129)
Operating expenses - net		(64,052)	(89,026)
Share of income from equity investments	7	1,209	8,054
Other income	8	11,052	-
(LOSS)/INCOME BEFORE TAX		(531)	10,407
Income tax benefit	16	1,536	17,389
NET INCOME		1,005	27,796
Income attributable to:			
Members		1,216	27,816
Non-controlling interests		(211)	(20)
TOTAL COMPREHENSIVE INCOME FOR THE PERIOD		1,005	27,796

See notes to the financial statements

COMPANY STATEMENTS OF COMPREHENSIVE INCOME
FOR EIGHT MONTHS ENDED DECEMBER 31, 2016 AND THE YEAR ENDED APRIL 30, 2016

(expressed in thousands of USD)

	Eight Months Ended December 31 2016	**Year Ended April 30 2016**
OPERATING EXPENSES:		
Interest expense	(735)	(15)
Operating expenses - net	(735)	(15)
LOSS BEFORE TAX	(735)	(15)
NET LOSS AFTER TAX	(735)	(15)
Loss attributable to:		
Members	(735)	(15)
TOTAL COMPREHENSIVE LOSS FOR THE PERIOD	(735)	(15)

See notes to the financial statements

GERALD HOLDINGS INTERNATIONAL LLP AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY
AS OF DECEMBER 31, 2016 AND APRIL 30, 2016

(expressed in thousands of USD)

	Members' interest	Members' equity and undistributed earnings	Due from parent	Attributable to members' equity	Non-controlling interests	Total equity
Balance - May 1, 2015	275	288,252	(32,616)	255,911	2,571	258,482
Dividends	-	(32,514)	32,514	-	-	-
Decrease in due from parent	-	-	102	102	-	102
Net income	-	27,816	-	27,816	(20)	27,796
Capital restructure	(275)	(74,700)	-	(74,975)	-	(74,975)
Reversal of deferred tax assets	-	(2,376)	-	(2,376)	-	(2,376)
Balance - April 30, 2016	-	206,478	-	206,478	2,551	209,029
Balance - May 1, 2016	-	206,478	-	206,478	2,551	209,029
Capital withdrawal	-	(25)	-	(25)	-	(25)
Capital contribution	-	20,000	-	20,000	-	20,000
Net income	-	1,216	-	1,216	(211)	1,005
Balance - December 31, 2016	-	227,669	-	227,669	2,340	230,009

GERALD HOLDINGS INTERNATIONAL LLP AND SUBSIDIARIES

COMPANY STATEMENTS OF CHANGES IN EQUITY
AS OF DECEMBER 31, 2016 AND APRIL 30, 2016

(expressed in thousands of USD)

	Members' interest	Members' equity and undistributed earnings	Total members' equity
Balance - May 1, 2015	275	-	275
Capital restruture	(275)	-	(275)
Retained earnings	-	234,817	234,817
Net loss of the period	-	(15)	(15)
Balance - April 30, 2016	-	234,802	234,802
Balance - May 1, 2016	-	234,802	234,802
Capital withdrawal	-	(25)	(25)
Net loss of the period	-	(735)	(735)
Balance - December 31, 2016	-	234,042	234,042

GERALD HOLDINGS INTERNATIONAL LLP AND SUBSIDIARIES

CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE EIGHT MONTHS ENDED DECEMBER 31, 2016 AND THE YEAR ENDED APRIL 30, 2016
(expressed in thousands of USD)

	December 31	April 30
CASH FLOWS FROM OPERATING ACTIVITIES:		
Net income	1,005	27,796
Adjustments for :		
- Depreciation	696	1,080
- Deferred Income taxes	(3,052)	(18,732)
- Interest income	(11,235)	(24,990)
- Interest expense	27,238	47,114
- Other gains	(1,209)	(8,550)
Operating cash flows before movements in working capital	13,443	23,718
Working capital movements:		
- (Increase) in trade and other receivables	(42,932)	(72,628)
- Decrease in other assets	55,178	39,140
- Decrease in inventories	270,885	693,847
- Decrease in derivative financial instruments, net	21,734	11,592
- (Decrease) Increase in trade and other payable	(1,259)	25,376
- (Decrease) in accrued expenses and other liabilities	(40,384)	(18,317)
Cash flows from operations	276,665	702,728
Taxes paid	(1,030)	(1,087)
Interest paid	(29,735)	(44,664)
Operating cash flows	245,900	656,977
CASH FLOWS FROM INVESTING ACTIVITIES:		
Interest received	10,150	24,907
Payments for purchases of plant, property, and equipment	(245)	(882)
Purchase of subsidiaries - net of cash received	-	(4,750)
Cash flows from investing activities	9,905	19,275
CASH FLOWS USED IN FINANCING ACTIVITIES:		
Decrease in borrowings from banks	(250,508)	(525,242)
Proceeds received from financing arrangements	705,649	1,352,950
Repayments under financing arrangements	(779,615)	(1,515,284)
Capital contribution	20,000	-
Cash flows used in financing activities	(304,474)	(687,576)
Net decrease in cash and cash equivalents	(48,669)	(11,324)
CASH AND CASH EQUIVALENTS, beginning of the period	197,782	209,106
CASH AND CASH EQUIVALENTS, end of the period	149,113	197,782

See notes to the financial statements

1. NATURE OF OPERATIONS AND ORGANISATION OF THE COMPANY

The financial information set out above constitutes the Company's statutory accounts for the period ended 31 December 2016 and for the year ended 30 April 2016, and are prepared in accordance with International Financial Reporting Standards (IFRSs) adopted by the International Accounting Standards Board (IASB), and interpretation issued by the International Financial Reporting Interpretations Committee (IFRIC) of the IASB. The Company was newly registered in April 2016 with the address of Third Floor, One Strand, Grand Buildings, London, United Kingdom WC2N 5HR.

In April 2016, a corporate restructuring occurred whereby Gerald Holdings International LLP ("GH LLP" or the "Company") became the parent company of Gerald Holdings LLC ("GH LLC"). Although the consolidated financial information has been released in the name of the parent, GH LLP, it represents an in-substance continuation of the pre-existing Group, headed by GH LLC and the following accounting treatment has been applied to account for the restructuring:

- The consolidated assets and liabilities of the subsidiary GH LLC were recognized and measured at the pre-restructuring carrying amounts, without restatement to fair value;
- The retained earnings and other equity balances recognized in the consolidated statement of financial position reflect the consolidated retained earnings and other equity balances of GH LLC, as at April 26, immediately prior to the restructuring, and the results of the period from May 1, 2015 to April 26, 2016, the date of the restructuring, are those of GH LLC as the Company was not active prior to the restructuring. Subsequent to the restructuring, the equity structure reflects the applicable movements in equity of GH LLP;
- Comparative numbers presented in the consolidated financial statements are primarily those of GH LLC except for the removal of the deferred tax assets against opening retained earnings and promissory note payable to the member.

GH LLP is a limited liability partnership, incorporated in Great Britain and registered in England and Wales and is controlled by Metals Trading Corp. ("MTC"). The Company was established in April 2016 as a holding company of GH LLC, a limited liability company formed in the United States with its offices at 680 Washington Boulevard, Stamford Connecticut. GH LLC and its principal subsidiaries and investment in associates (the Group) operate as a worldwide merchant with business in physical commodities, foreign exchange, financial markets, and other activities. The consolidated financial statements of GH LLP include the accounts of GH LLC and all of its domestic and foreign subsidiaries. All intercompany balances and transactions have been eliminated in consolidation.

(expressed in thousands of USD)

1. NATURE OF OPERATIONS AND ORGANIZATION OF THE COMPANY (continued)

The below listing represents material subsidiaries included in the Group.

Name of subsidiary or investment in associate	Address of incorporation (or registration)	2016 Proportion of controlling or voting interest
Gerald Holdings LLC	113 Barksdale Professional Center, Newark, DE 19711, United States	100%
GT Commodities LLC	113 Barksdale Professional Center, Newark, DE 19711, United States	100%
GISA Netherlands BV	Muiderstraat 5/A 1011 PZ Amsterdam, The Netherlands	100%
Gerald Holdings International Cooperatief UA	Muiderstraat 5/A 1011 PZ Amsterdam, The Netherlands	100%
Gerald Metals SA	29 Rue de la Gare 1110 Morges, Switzerland	100%
Gemsha Metals Co. Ltd.	3205, CITIC SQUARE, 1168 NAN JING ROAD (W), SHANGHAI, 200041, China	100%
Gerald Singapore PTE Ltd.	1 Raffles Place, 18th Floor #18-01 One Raffles Place Singapore	100%
Gerald Holdings Ltd.	The Broadgate Tower, 20 Primrose street, London EC2A 2EW, United Kingdom	100%
Gerald Industrial Sarl	29 Rue de la Gare 1110 Morges, Switzerland	100%
GISA Brazil Ltd	City of São Paulo, State of São Paulo, at Avenida Angélica, No. 2.510, room 55, Consolação, 01228-200, Brazil	100%
SOREMI Investments Ltd.	c/o Tricor Services (BVI) Limited, P.O. Box 3340, Road Town, Tortola, British Virgin Islands	35%
Gerald Metals SA Ltd.	Unit 4010A, 40th Floor, Cosco Tower, No. 183 Queen's Road, Central, Hong Kong	100%
Gerald Metals Far East LLC	113 Barksdale Professional Center, Newark, DE 19711, United States	100%

1. NATURE OF OPERATIONS AND ORGANIZATION OF THE COMPANY (continued)

(expressed in thousands in USD)

Name of subsidiary or investment in associate	Address of incorporation (or registration)	2016 Proportion of controlling or voting interest
Gerald Trade Sarl	29 Rue de la Gare 1110 Morges, Switzerland	100%
Global Mining Development LP	c/o Tricor Services (BVI) Limited, P.O. Box 3340, Road Town, Tortola, British Virgin Islands	N/A
Lucky Copper Limited	c/o Tricor Services (BVI) Limited, P.O. Box 3340, Road Town, Tortola, British Virgin Islands	100%
Gerald Iron Ore Ltd	c/o Tricor Services (BVI) Limited, P.O. Box 3340, Road Town, Tortola, British Virgin Islands	100%
LFM Management Limited	Third Floor, One Strand, Grand Buildings, Trafalgar Square, London, WC2N 5HR United Kingdom	100%
LFM Management Limited	c/o Tricor Services (BVI) Limited, P.O. Box 3340, Road Town, Tortola, British Virgin Islands	100%
Gerald Metals Far East Ltd.	Unit 3003, 30th Floor, Cosco Tower, 183 Queen's Road Central, Hong Kong	100%
Global Mining Gerald Ltd.	c/o Tricor Services (BVI) Limited, P.O. Box 3340, Road Town, Tortola, British Virgin Islands	100%
CIS Mining Development Ltd.	c/o Tricor Services (BVI) Limited, P.O. Box 3340, Road Town, Tortola, British Virgin Islands	100%
Lufira Mining Sarl	Avenue des Mines 73, Jolie Park, Lubumbashi, Democratic Republic of Congo	51%
Erus Metals Limited	Commodity Centre, Braxted Park Road, Gt Braxted, Essex CM8 3EW, United Kingdom	80%
GM Global Commodity Resource Fund GP Ltd.	6th Floor, 37 Esplanade, St Helier, Jersey, JE2 3QA	100%
Glassberry Holdings Limited	Commonwealth Trust Limited, P.O. 3321. Drake Chambers, Road Town, Tortola, British Virgin Islands.	15%

GISA Netherlands BV ("GISA BV") is the European holding company for the Gerald Group and is ultimately owned by GH LLP.

Global Mining Development LP ("Global") owns 100% of CIS Mining Development Ltd ("CIS Mining") and the Group's equity investment in 35% of the shares of Soremi Investments Ltd.

1. NATURE OF OPERATIONS AND ORGANIZATION OF THE COMPANY (continued)

Glassberry Holdings Limited holds the Miheevsky project which the Company owns a 15% interest through its subsidiary CIS Mining. The investment is accounted for under the equity method of accounting in accordance with the Company's accounting policy (Note 4).

Global Mining Gerald Limited ("GMGL"), formerly Soremi Holdings Limited was contributed by GISA BV to Gerald Metals SA ("GMSA"). Additionally, GMSA's preferred partnership interest in Global Mining Development LP was contributed by GMSA into GMGL.

Gerald Holdings Limited ("GHL") is an investment holding company which owns directly, or through its subsidiaries, 100% of the share capital of Gerald Limited (United Kingdom), Gerald UK Limited (United Kingdom), Gerald Metals Limited (United Kingdom), Gerald Investments Limited (Cayman Islands), Gerald Capital Investments Limited (British Virgin Islands) and Gerald Finance Port Limited (British Virgin Islands). Gerald UK Limited acquired the UK based trading company RBRG Trading (UK) Limited ("RBRG") via the purchase of its parent company Metalloyd Holdings Limited ("Metalloyd"). In July 2016, Gerald UK Limited and the initial seller of the shares agreed to a settlement of a put option to sell 100% of the shares of RBRG and Metalloyd back to the seller. (Note 8). In fiscal year 2015 GHL purchased a controlling share of Erus Metals Limited ("EML") giving it an 80% interest.

Gerald Metals Far East LLC and Gerald Trade Sarl are owned by GMSA. GMSA also owns 100% of GEMSHA Metals Co. Ltd. and 100% of the common stock of Gerald Metals Far East Ltd., a Hong Kong entity that provides marketing and trade support services. Gerald Metals Far East Ltd. owns 100% of Gerald Metals India Private Ltd.

Lucky Copper Limited owns 51% of the common stock of Lufira Mining Limited.

2. BASIS OF PREPARATION

The consolidated financial statements have been prepared in accordance with International Financial Reporting Standards (IFRS) that comprise standards and interpretations approved by the International Accounting Standards Board. They have been prepared on the historical cost basis except for the revaluation to fair value of certain financial assets, liabilities, and trading inventories. The consolidated financial statements have been prepared on a going concern basis which assumes that the Company will continue operating for the foreseeable future and will be able to realize its assets and discharge its liabilities in the normal course of operations as they come due. The group of which the Company and Group are part has considerable financial resources together with long-term relationships with a number of customers and suppliers across different geographic areas and industries. Hence, the members believe that the Group is well placed to manage its business risks successfully.

(expressed in thousands of USD)

3. ADOPTION OF NEW AND REVISED STANDARDS

The Group has adopted all the Standards and Interpretations issued by the International Accounting Standards Board (IASB) and the International Financial Reporting Interpretations Committee (IFRIC) of the IASB that are relevant to its operations and effective for accounting periods beginning on May 1, 2016. At the date of issuance of these financial statements, the following Standards and Interpretations were issued or amended but not yet effective:

		Effective for annual periods beginning on or after
Amendments to Standards		
IFRS 16	Leases – recognition, measurement, presentation and disclosure of leases	1 January 2019
IFRS 9	Financial Instruments	1 January 2018
IFRS 15	Revenue from Contracts with Customers	1 January 2018
IFRS 2 (amendment)	Share-based Payment	1 January 2017
IFRS 10 (amendment)	Consolidated Financial Statement	1 January 2017
IAS 7 (amendment)	Statement of Cash Flows	1 January 2017
IAS 12 (amendment)	Recognition of deferred tax assets for unrealized losses	1 January 2017
IAS 10 (amendment)	Investments in Associates and Joint Ventures	1 January 2017

The Company is in the process of making an assessment of the impact of these new and revised IFRSs upon initial application. The Company does not expect any significant impacts to the financial statements or disclosures resulting from adoption of the new pronouncements. There have been no material new IFRS standards or amendments on IFRS standards which have been applied for the reporting periods.

4. SIGNIFICANT ACCOUNTING POLICIES

The principal accounting policies adopted in preparing the consolidated financial statements of the Group are as follows:

Basis of consolidation - The consolidated financial statements include the accounts of the Company and the entities controlled by the Group. Control is achieved where the Group has power over the investee, is exposed, or has the right, to variable return from its involvement with the investee and has the ability to use its power to affect its return.

The Company reassesses whether or not the Group controls an investee if facts and circumstances indicate that there are changes to one or more of the elements of control. Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary.

All intra-group transactions, contributed equity, balances, income and expenses are eliminated in consolidation.

4. SIGNIFICANT ACCOUNTING POLICIES (continued)

Foreign currencies - The individual financial statements of each Group entity are presented in the currency of the primary economic environment in which the entity operates (its functional currency). For the purpose of the consolidated financial statements, the results and financial position of each entity are expressed in United States dollars (USD), which is the functional currency of the Group and the presentation currency for the consolidated financial statements.

In preparing the financial statements of the individual entities, transactions in currencies other than the entity's functional currency (foreign currencies) are recorded at the rates of exchange prevailing at the dates of the transactions. At each balance sheet date, monetary items denominated in foreign currencies are retranslated at the rates prevailing at the balance sheet date.

Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing at the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

Exchange differences are recognized in the statement of comprehensive income in the period in which they arise except for:

- Exchange differences on transactions entered into in order to hedge certain foreign currency risks; and included in consolidated statement of comprehensive income;
- Exchange differences on monetary items receivable from or payable to a foreign operation for which settlement is neither planned nor likely to occur, which forms part of the net investment in a foreign operation, and which are recognized in the foreign currency translation reserve and recognized in profit or loss on disposal of the net investment.

Monetary assets and liabilities denominated in other currencies are translated into USD at the rate of exchange prevailing at the balance sheet date. Non-monetary assets and liabilities are measured at historical exchange rates. Transactions which occurred during the period denominated in currencies other than USD are translated at the actual rate of exchange for the transaction. The resulting exchange differences, if any, are recognized in the consolidated statement of comprehensive income.

Business combinations - Acquisitions of subsidiaries and businesses that constitute a Business Combination are accounted for using the acquisition method. Transactions involving entities under common control are considered to be a Uniting of Interests and accounted for using the Pooling of Interests method and, therefore, purchase accounting is not applied. Using this method, the Company presents its consolidated statements as if the entities were united as of the first period presented and, therefore, as a continuation of the Group's financial position prior to the transaction.

The cost of any non-group business combinations is measured as the aggregate of the fair values (at the date of exchange) of assets acquired, liabilities incurred or assumed, and equity instruments issued by the Group in exchange for control of the acquiree, plus any costs directly attributable to the business combination. The acquiree's identifiable assets, liabilities and contingent liabilities that meet the conditions for recognition under IFRS 3 "Business Combinations" are recognized at their fair values at the acquisition date, except for non-current assets (or disposal groups) that are classified as held for sale in accordance with IFRS 5 "Non-current Assets Held for Sale and Discontinued Operations," which are recognized and measured at fair value less costs to sell.

4. SIGNIFICANT ACCOUNTING POLICIES (continued)

For non-group business combinations, goodwill arising on acquisition is recognized as an asset and initially measured at cost, being the excess of the cost of the business combination over the Group's interest in the net fair value of the identifiable assets, liabilities and contingent liabilities recognized. If, after reassessment, the Group's interest in the net fair value of the acquiree's identifiable assets, liabilities and contingent liabilities exceeds the cost of the business combination, the excess is recognized immediately in the consolidated statement of comprehensive income.

The interest of non-controlling interest in the acquiree is initially measured at the minority's proportion of the net fair value of the assets, liabilities and contingent liabilities recognized.

Assets classified as held for sale - Assets held for sale are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use. They are recognized and measured at the lower of either their carrying cost or their fair value less costs to sell until the sale of the assets is finally concluded and title and ownership of the asset is transferred.

Intra-group acquisitions of subsidiaries - Intra-group acquisitions of subsidiaries are recorded on the transaction date at their carrying value. The subsidiary's net income is included in the consolidated statement of comprehensive income for the period.

Fixed assets - Fixed assets are carried at cost less accumulated depreciation and any accumulated impairment losses. When assets are sold or retired, their cost and accumulated depreciation are eliminated from the accounts and any gain or loss resulting from their disposal is included in the consolidated statement of comprehensive income.

Depreciation is generally provided on a straight-line basis over the following estimated useful life of the assets:

Leasehold and building improvements	Lease term
Computer equipment	3 years
Furniture, Fixtures, Equipment, and Automobiles	3 - 5 years

Impairment of tangible and intangible assets - At each balance sheet date, the Company reviews the carrying amounts of its tangible and intangible assets, including goodwill, to determine whether there is an indication that those assets have experienced an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any).

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

If the recoverable amount of an asset is estimated to be less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount. An impairment loss is recognized immediately in the statement of comprehensive income, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease.

A cash-generating unit to which goodwill has been allocated shall be tested for impairment annually, and whenever there is an indication that the unit may be impaired, by comparing the carrying amount of the unit, including the goodwill, with the recoverable amount of the unit. If the recoverable amount of the unit exceeds the carrying amount of the unit, the unit and the goodwill allocated to that unit shall be regarded as not impaired. If the carrying amount of the unit exceeds the recoverable amount of the unit, the entity shall recognize the impairment loss immediately in the consolidated statement of comprehensive income.

4. SIGNIFICANT ACCOUNTING POLICIES (continued)

Where an impairment loss subsequently reverses, the carrying amount of the asset is increased, excluding goodwill, to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognized for the asset in prior years. A reversal of an impairment loss is recognized immediately in the consolidated statement of comprehensive income, unless the relevant asset is carried at a revalued amount, in which case the reversal of the impairment loss is treated as a revaluation increase.

Derivative financial instruments - The Company may enter into derivative contracts to manage certain risks resulting from fluctuations in commodity prices (primarily nonferrous metals). Derivative instruments are recorded in the consolidated balance sheets as either assets or liabilities and marked-to-market on a daily basis with unrealized gains and losses recorded in cost of goods sold in the consolidated statements of comprehensive income.

Market value of derivatives is recorded on a trade-date basis. These amounts include unrealized gains and losses from exchange traded futures and options, amounts due to/from trading counterparties, derivative over the counter (OTC) swaps, forwards and options and amounts due to/from commodity clearing organizations. Unrealized gains and losses on OTC derivative transactions reflect amounts which would be received from or paid to a third party upon liquidation of these OTC derivative transactions and are reported separately as assets and liabilities unless a legal right of set-off exists and the Group intends to net settle. All derivatives are carried at fair value. Revenues are recognized on a trade-date basis and include realized gains and losses and the net change in unrealized gains and losses.

Futures and exchange traded option transactions are recorded as contractual commitments on a trade-date basis and are carried at fair value based on exchange quotations. Derivative commodity swaps and forward transactions are accounted for as contractual commitments on a trade-date basis and are carried at fair value derived from dealer quotations and underlying commodity exchange quotations. Derivative OTC options purchased and written are recorded on a trade-date basis. Derivative OTC options are carried at fair value based on the use of valuation models that utilize, among other things, current interest, commodity and volatility rates as applicable. For long dated forward transactions, fair values are derived using internally developed valuation methodologies based on available market information. Where market rates are not quoted or where Management deems appropriate, current interest, commodity and volatility rates are estimated by reference to current market levels. Given the nature, size and timing of transactions, estimated values may differ from realized values. Changes in the fair value are recorded in the consolidated statement of comprehensive income.

Financial instruments - Financial assets and financial liabilities are recognized on the consolidated balance sheet when the Group becomes a party to the contractual provisions of the instrument.

Inventories - Inventories consist of non-ferrous, ferrous and precious metals products and are recorded on a trade-date basis. They are carried at fair value less costs to sell. Any changes in fair value are recognized in the consolidated statement of comprehensive income in the period of the change.

Cash and cash equivalents - Highly liquid investments that are readily convertible to known amounts of cash with original maturities of three months or less when purchased.

Receivables - Receivables are stated at face value, after provision for doubtful accounts, as necessary. Estimates are made for doubtful receivables based on reviews of all outstanding amounts at the period - end.

Bank borrowings - Interest-bearing bank loans and overdrafts are initially measured at fair value, using the effective interest rate method. Any difference between the proceeds (net of transaction costs) and the settlement or redemption of borrowings is recognized over the term of the borrowings in accordance with the Group's accounting policy for borrowing costs.

Trade payables - Trade payables are recorded and stated at nominal value.

Borrowing costs - All costs are recognized in the consolidated statement of comprehensive income in the period in which they are incurred.

4. SIGNIFICANT ACCOUNTING POLICIES (continued)

Loans payable under sale and repurchase agreement - Commodities sold under agreements to repurchase are treated as financing transactions and are carried at their contractual amounts, including accrued interest.

Provisions - The Group records provisions when it has an obligation to satisfy a claim, it is probable that an outflow of Group resources will be required to satisfy the obligation and a reliable estimate of the amount can be made.

In the case of litigation and claims relating to services rendered, the amount that is ultimately recorded is the result of a complex process of assessment of a number of variables, and relies on Management's judgment, as informed by expert legal advice, about the circumstances surrounding the past provision of services. Changes in estimates are reflected in the consolidated statement of comprehensive income in the period in which the change occurs.

Revenue recognition - Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Group and the revenue can be reliably measured. Revenue is measured at the fair value of the consideration received or receivable and represents amounts receivable for goods and services provided in the normal course of business.

Sales are recognized when substantially all risks pass to the customer and the price is determinable.

Interest income is recognized on a time-proportion basis using the effective interest method. When a receivable is impaired, the group reduces the carrying amount to its recoverable amount, being the estimated future cash flow discounted at the original effective interest rate of the instrument, and continues unwinding the discount as interest income. Interest income on impaired loans is recognized using the original effective interest rate.

Dividend income from investments is recognized when the members' rights to receive payment have been established.

Gross vs. net presentation of revenues - Contracts that provide for physical delivery of cargos, but which are ultimately net settled, are presented on a net basis in the consolidated statement of comprehensive income. Net settlement is when cash is paid or received for the difference between the contractual price of a cargo on a specified date and the market value on the same date as delivery does not occur.

Expense recognition - Expenses are recognized in the period when they are incurred.

Retirement benefit costs - Payments to retirement benefit plans are charged as they fall due (Note 21).

Taxes - Income tax expense represents the sum of the tax currently payable and deferred tax. The tax currently payable is based on taxable profit for the period. Taxable income differs from income before tax as reported in the consolidated statement of comprehensive income because it excludes items of income and expenses that are taxable or deductible in other years and it further excludes items that are neither taxable nor deductible.

The Company's liability for current tax is calculated using tax rates that have been enacted or substantially enacted by the balance sheet date.

Deferred tax is the tax expected to be payable or recoverable on differences between the carrying amount of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable income, and is accounted for using the balance sheet liability method. Deferred tax liabilities are generally recognized for all taxable temporary differences and deferred tax assets are recognized to the extent that it is probable that taxable income will be available against which deductible temporary differences can be utilized. Such assets and liabilities are not recognized if the temporary difference arises from the initial recognition (other than in a business combination) of other assets and liabilities in a transaction that affects neither the tax profit nor the accounting profit, or in the case of a taxable temporary difference only, the initial recognition of goodwill.

4. SIGNIFICANT ACCOUNTING POLICIES (continued)

The carrying amount of deferred tax assets is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable income will be available to allow all or part of the asset to be recovered.

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 realized. Deferred tax is charged or credited to the consolidated statement of comprehensive income.

Dividends - Dividends are reported as a movement in equity in the period when they are approved by the members.

Leasing - Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee. All other leases are classified as operating leases. The Group held only operating leases as of December 31 and April 30, 2016 (Note 20).

Rental expense under operating leases is charged to income on a straight-line basis over the term of the relevant lease.

Contingencies - Contingent liabilities are not recognized in the consolidated financial statements. They are disclosed unless the possibility of an outflow of resources embodying economic benefits is remote. A contingent asset is not recognized in the consolidated financial statements but disclosed when an inflow of economic benefits is probable.

Advances on sales/purchases - Payments made or received prior to period-end for deliveries or purchases of goods are classified as advances when they relate to purchases or sales of metal that do not qualify as inventory or sales as of the balance sheet date.

Investments in associates and joint ventures - The Company uses the equity method to account for investments in associates or joint ventures in which it has significant influence, but not control, over the investee. Generally, investments in which the Company has purchased, directly or indirectly, 20% or more but less than 50% of the voting interest of the investee, or where the Group has less than 20% but has the ability to exercise significant influence over the investee, are accounted for using the equity method. The initial investment is recognized at cost. For acquired investments or those representing the Company's interests after deconsolidating a formerly consolidated subsidiary, the fair value of the asset is recorded as the Company's cost basis in the investment. Subsequently, the carrying amount is increased or decreased to recognize the Company's share of the investee's income or loss. Distributions received from the investee reduce the carrying amount of the investment. Investments in associates in which the Company owns less than a 20% interest and in which the Company does not have the ability to exercise significant influence are accounted for under the cost method.

5. SIGNIFICANT ACCOUNTING JUDGMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY

Judgments - In the process of applying the Company's accounting policies (Note 4), Management makes estimates and assumptions that affect the reported amounts of assets and liabilities as well as the disclosure of contingent assets and liabilities as of the date of the financial statements and the reported amounts of revenue and expenses during the reported period. Actual outcomes could differ from those estimates. Estimates are used in accounting for derivative assets and liabilities, bad debt provisions on receivables, commodities owned, allowances, depreciation, taxes, provisions and contingencies.

Estimates and assumptions are reviewed periodically and the effects of any changes in estimates are reflected in the consolidated statement of comprehensive operations.

The Company identifies a policy as being significant when it requires Management to make complex and/or subjective judgments and estimates about matters that are inherently uncertain.

5. SIGNIFICANT ACCOUNTING JUDGMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY (continued)

In the process of applying the Company's accounting policies described above, Management has made the following judgments that have a significant effect on the amounts recognized in the financial statements:

Allowances - During the period ended December 31 and April 30, 2016, the Company did not record any significant allowances.

Loan to Parent Company - GH LLC previously classified a loan to its parent company as contra-equity due to the substance of the loan. GH LLC declared a dividend of USD 32,514 on February 1, 2016 which was off-set against the due from parent as a non-cash transaction reducing the balance to zero.

Non-controlling interests - Non-controlling interests were recorded in the current period as the proportionate share of income and loss of the non-controlling members.

Use of estimates - The key assumptions concerning the future, and other key sources of estimation at the balance sheet date that have a risk of causing a material adjustment to the carrying amount of assets and liabilities within the next financial year, are discussed below:

Valuation of derivative instruments - Derivative instruments are carried at fair value. Fair values are determined externally by comparison to quoted market prices or third party broker quotations; by using models with externally verifiable model inputs; or by using alternative procedures such as comparison to comparable instruments and/or subsequent liquidation prices.

Netting of cash collateral against derivative instruments with margin balance - Certain cash collateral margin amounts where the Company has the legally enforceable right to set off, and intends to either settle on a net basis, or realize the asset and settle the liability simultaneously irrespective of the existence of a master netting agreement have been reflected as a component of derivatives.

(expressed in thousands of USD)

6. PROPERTY, PLANT AND EQUIPMENT – Net

	Leasehold and building improvements	Computer equipment	Furniture, Fixtures and Equipment	Total
Cost				
At May 1, 2015	4,317	13,116	834	18,267
Additions/(disposals), net	90	896	371	1,357
As of April 30, 2016	4,407	14,012	1,205	19,624
Additions/(disposals), net	180	(295)	(170)	(285)
As of December 31, 2016	4,587	13,717	1,035	19,339
Accumulated depreciation				
At May 1, 2015	2,432	9,451	543	12,426
Depreciation/(disposals), net	434	854	267	1,555
As of April 30, 2016	2,866	10,305	810	13,981
Depreciation/(disposals), net	250	28	(112)	166
As of December 31, 2016	3,116	10,333	698	14,147
Carrying amount				
As of April 30, 2016	1,541	3,707	395	5,643
As of December 31, 2016	1,471	3,384	337	5,192

7. INVESTMENTS AND OTHER ASSETS

Investments and other assets include the Group's 35% equity investment in Soremi Investments Ltd., USD 94,975 (April 30, 2016: USD 94,975). The Group entered into an agreement with a third party strategic investor in December 2013 to sell a controlling interest in Soremi Investments Ltd., the parent company of Soremi SA located in the Republic of Congo (Congo). Soremi SA, a holder of mining and mineral exploration rights to mine non-ferrous metals in the Congo, was acquired by the Group in fiscal year 2006. Prior to the sale, the Group repurchased all of the non-controlling interest in Soremi Investments Ltd. for total consideration of USD 15,000 to be paid in three tranche's. The first two tranches have been paid and the final tranche of USD 4,750, recorded as a component of accrued and other current liabilities, was paid subsequent to the balance sheet date in March 2017.

The Group's proportionate share of profit in its equity accounted investments for the period was USD 1,209 (April 30, 2016: USD 8,054) driven primarily by the investment in the Miheevsky copper mining project. In accordance with the Company's accounting policy for equity method investments, the carrying value of the investments are adjusted for the Company's share of gains and losses of the investee. Investments also include the carrying balance of the Miheevsky copper mining project, USD 62,464 (April 30, 2016: USD 61,300) and S&G Commodities warehousing joint venture, USD 1,562 (April 30, 2016: USD 1,534).

The Timis Mining Corp. iron ore project currently remains under a care and maintenance program. During the course of the restructuring of the project and subsequent to the balance sheet date, Gerald was granted the mining license for the project. The value in the balance sheet is USD 50,760 plus capitalized costs of USD 2,685 in relation to this project.

(expressed in thousands of USD)

7. INVESTMENTS AND OTHER ASSETS (continued)

The Group successfully negotiated a settlement with Zamin Ferrous Limited ("Zamin") resulting in a commercial agreement with Eurasian Resources Group ("ERG") in the form of a long-term offtake contract and receivables, of which USD 51,686 (April 30, 2016: USD 65,307) is current and included in other current assets and USD 48,295 (April 30, 2016: USD 39,878) included in investments and other assets. The receivables will be recovered from the ERG offtake contract. These receivables are collateralized by shares of a smelter, shareholder debt and corporate guarantees.

8. BUSINESS ACQUISITIONS

On 6 November 2014 for cash consideration of USD 2,900 the Group acquired an additional 47.5% interest in EML giving the Group a 95% interest in the entity. Subsequent to the acquisition, the Group agreed to assign 15% of EML's common stock to the warehouse management company, resulting in the Group's 80% controlling interest in EML. The transaction was accounted for as a step acquisition. The acquisition date fair value of the Group's 47.5% interest held immediately prior to the acquisition was USD 6,000, equal to its carrying value, and thus no gain or loss was recorded as a result of remeasurement. The fair value of EML on the acquisition date was USD 12,700. A USD 2,400 intangible asset separate from goodwill was recorded to reflect the value of EML's London Metal Exchange (LME) license and is treated as an intangible asset with an indefinite life not to be amortized. Goodwill of USD 5,600 was recorded on the transaction and is included in investments and other assets. The goodwill represents the value of discounted storage to the Group and the value of future revenue streams from developing the warehouse business.

On 30 April 2014 the Group acquired 100% of the outstanding stock of RBRG, a trading company dealing primarily in ferrous metals, iron ore and steel products. The Group agreed to sell the shares of RBRG back to the initial seller in connection with a put option under the share purchase agreement. The transaction was completed in July 2016. The settlement and deconsolidation of RBRG from the Group's consolidation resulted in a gain of USD 11,375 recorded in other income

9. INVENTORIES

	December 31, 2016	April 30, 2016
Non-ferrous base metals	845,782	1,115,128
Ferrous metals	8,086	19,874
Total	853,868	1,135,002

As of 31 December and 30 April 2016, substantially all inventories were pledged to banks as collateral for the Group's loans.

10. TRADE AND OTHER RECEIVABLES

As of 31 December 2016, trade and other receivables include trade receivable for USD 311,688, margin deposits for USD 49,089 and other receivables for USD 72,565.

As of 30 April 2016, trade and other receivables include trade receivables for USD 331,582, margin deposits for USD 35,893 and other receivables for USD 21,850.

(expressed in thousands of USD)

10. TRADE AND OTHER RECEIVABLES (continued)

As of 31 December and 30 April 2016, there were no significant allowances for bad debt recorded in trade receivables. Management believes that the carrying value of trade receivables approximates their fair value. As of 31 December and 30 April 2016, substantially all trade receivables are pledged to banks.

11. OTHER CURRENT ASSETS

	December 31, 2016	April 30, 2016
Advances on purchases	294,493	344,378
Receivable	51,686	65,307
Prepayment and deposits	10,845	14,550
Total	357,024	424,235

12. DERIVATIVE FINANCIAL INSTRUMENTS

The Group enters into master netting agreements with commodity clearing brokers and has the contractual right of set-off for certain swaps and forwards. Those financial instruments under master netting agreements and agreements with the right of offset whereby the Group intends and has the present ability to settle net are presented as net amounts by counterparty. The market value of derivatives as of 31 December and 30 April 2016 comprised the following:

	December 31, 2016	April 30, 2016
Assets :		
Unrealized gains on swaps and forwards	46,076	81,076
OTC options purchased	97	-
Due from commodity clearing brokers	55,858	47,517
Total	102,031	128,593
Liabilities :		
Unrealized losses on swaps and forwards	45,472	70,142
OTC options written	96	-
Due to commodity clearing brokers	67,657	44,369
Total	113,225	114,511
Net derivative (liabilities)/assets	(11,194)	14,082

(expressed in thousands of USD)

13. LOANS PAYABLE TO BANKS

As of 31 December 2016, the Group has outstanding short term overdrafts and bank loans of USD 1,238,773 (30 April 2016: USD 1,489,281).

Bank overdrafts and loans are composed as follows:

	December 31, 2016	April 30, 2016
Bank overdrafts	332,083	381,975
Bank loans	906,690	1,107,306
Total	1,238,773	1,489,281

The borrowings are repayable as follows:

	December 31, 2016	April 30, 2016
On demand or within a year	1,238,773	1,489,281

As of 31 December and 30 April 2016, a substantial portion of the Group's bank overdrafts and loans payable to banks are collateralized by pledges of certain inventories owned, accounts receivable and provisional payments on purchases. The interest rates on bank overdrafts and loans generally range from 1% to 4% per annum (30 April 2016: 1% to 4% per annum).

The Company's Management considers that the carrying amount of bank overdrafts and loans approximates their fair value, due to their short term nature. (See also Note 19 for disclosure on interest rate risk.)

The Company was in compliance with all its corporate and financial covenants as of 31 December and 30 April 2016.

14. TRADE AND OTHER PAYABLES

	December 31, 2016	April 30, 2016
Trade payables	106,268	115,199
Metal leases and metals payable	20,348	26,403
Customer margins payable	57,463	50,959
Payable to brokers	8,781	1,558
Total	192,860	194,119

(expressed in thousands of USD)

15. GENERAL ADMINISTRATIVE AND OTHER EXPENSES

	Eight months ended December 31, 2016	2016
Employee salaries and benefits	29,830	44,319
Depreciation	696	1,080
Other selling and administrative costs	16,788	21,488
Total	47,314	66,887

16. TAXES

The components of the consolidated income tax benefit are as follows:

	Eight months ended December 31, 2016	2016
Total current	2,072	1,307
Total deferred	(3,608)	(18,696)
Total income tax benefit for the year	(1,536)	(17,389)

The total tax benefit for the period can be reconciled to the accounting profit as follows:

	Eight months ended December 31, 2016	2016
(Loss) income before taxes	(531)	10,407
Share of income from equity investments	(1,209)	(8,054)
Adjusted (loss) profit before tax	(1,740)	2,353
Expected tax at weighted average rate	(1,746)	(21,536)
Current period deferred tax not recognized	2,817	4,147
Non taxable income on disposal of UK subsidiary	(2,607)	-
Total income tax benefit	(1,536)	(17,389)

Income taxes are provided for as they become due. Cash payments for taxes aggregated USD 1,087. The Company calculates its expected tax charge based on a weighted average of the tax rates in the tax jurisdictions in which the Company and its subsidiaries' operate.

(expressed in thousands of USD)

16. TAXES (continued)

The following are the major deferred tax liabilities and assets recognized by the Company, and the movements thereon, during the current period:

	Liabilities		
	Unrealized profit	Other Statutory Provision	Total
As of April 30, 2015	4,739	40,948	45,687
Movement for the year	362	(19,396)	(19,034)
As of April 30, 2016	5,101	21,552	26,653
Movement for the year	(3,471)	(137)	(3,608)
As of December 31, 2016	1,630	21,415	23,045

As of December 31, 2016, the Group has deferred tax liabilities of USD 23,045. Deferred taxes are provided for using the liability method. Deferred taxes result from the differences between Swiss statutory income and book income, primarily related to Swiss statutory provisions that are established for Swiss statutory accounts. These statutory provisions are not expected to reverse in the foreseeable future.

Deferred tax assets are recognized only to the extent it is considered probable that those assets will be recoverable within the relevant carry-forward periods. The amount of deductible temporary differences for which no deferred tax asset is recognized in the balance sheet is USD 62,516 (30 April 2016: USD 54,296).

The Group has concluded that each identified income tax position meets the more-likely-than-not threshold and that there is no difference between the amount reported or expected to be reported on the tax returns and the amount of benefit recognized in the financial statements. As such, the Group has no liability for unrecognized tax at 31 December 2016.

17. LOAN AND OTHER LONG-TERM LIABILITIES

The group's loan and other long-term liabilities include a USD 40,000 three year committed facility The facility bears interest at Libor plus 2.70% and matures on 30 January 2018.

18. MEMBERS' EQUITY

During the year ended 30 April 2016, GH LLC declared a USD 32,514 dividend to MTC which was offset against the due from Parent as a non-cash reduction of the long term loan due to MTC.

In April 2016, MTC contributed its interest in GH LLC to GH LLP in the form of capital and a promissory note of USD 75,000. The note bears interest at L+.25% and is subordinated to the lenders of the Company in case of default.

In November 2016, the Company received a capital contribution of USD 20,000 from its strategic partner following the completion of the first phase of the transaction.

(expressed in thousands of USD)

19. FINANCIAL RISK FACTORS

The Group derives a substantial portion of its revenue from market making and merchant trading activities principally in base and precious metals. The Company also earns trading profits by structuring and executing transactions that, in addition to the underlying supply of metal, also provide services that allow its counterparts to manage the portion of their business risks associated with the commodities the Company is trading with the counterpart. In addition, as part of its normal market making activities the Company may from time to time have positions in the form of physical inventories or simply price exposures in anticipation of future market conditions. These positions may be made up of any of the following instruments: physical contracts, OTC contracts, options, forwards and futures.

These financial instruments represent contracts with counterparts whereby payments are linked to or derived from market indices, or are based on fixed terms described in the instrument contract, which are typically settled either by physical delivery or may be financially settled with the counterpart.

Forward and future transactions are contracts for future delivery in which the counterpart agrees to make or take delivery at a specified price or on the basis of a pricing formula. Derivative commodity swap transactions may involve the exchange of fixed and floating payment obligations without the exchange of the underlying commodity.

Options which are either exchange traded, OTC traded, or directly negotiated between counterparts, provide the holder with the right to buy from or sell to the writer an agreed amount of commodity, at either a specified strike price or at a strike price determined based on an agreed upon index, at a specified period of time. As a writer of options, the Company generally receives an option premium and manages the risk associated with that option by either entering into an opposing position with a counterpart or an exchange, or by managing (delta hedging) the change in the value of the underlying commodity in respect of the option value and strike.

Components of the Group's business could be impacted by various external factors namely, political events, unfavorable action by governments, natural catastrophes, and other macroeconomic events like recession. It is the Group's policy to actively manage such risks in order to mitigate the impacts where possible.

The Group manages its capital to ensure that entities in the Group will be able to continue as a going concern while maximizing the return to stakeholders through the optimization of the debt and equity balance. The Group's overall strategy remains unchanged from the previous year. The capital structure of the Group consists of debt, which includes the borrowings disclosed in notes, cash and cash equivalents and equity attributable to members of the parent.

	December 31, 2016	April 30, 2016
Total equity	230,009	209,029
Non-controlling interests	2,340	2,551
Members' Equity	227,669	206,478

The Group's activity is exposed to a number of financial risks arising from external factors. These include market risks relating to foreign currency exchange rates, interest rates, commodity prices, credit risks, and liquidity risks. The Group's overall risk management program focuses on the unpredictability of financial markets, flexibility retention, while seeking to minimize any potential adverse effects on the Group's financial performance. A main component of the risk management strategy is the utilization of financial instruments to hedge these risks in order to mitigate the associated exposures.

(expressed in thousands of USD)

19. FINANCIAL RISK FACTORS (continued)

Risk management is carried out by the Group's financial and risk professionals who report to senior Management on a regular basis entailing a significant amount of coordination with the various commodity departments. There have been no significant changes in the manner the Group manages the exposures in the financial risks faced by the Group.

The accounting classification of each category of financial instruments, and their carrying amounts, are set out below:

December 31, 2016 Accounting classification financial assets and financial liabilities

December 31,2016	Note	Loans and receivables	Measured at fair value through P&L	Financial liabilities measured at amortized cost	Total Carrying Amount
Financial assets					
Cash and cash equivalents		149,113	-	-	149,113
Trade and other receivables	10	433,342	-	-	433,342
Derivative financial instruments	12	-	102,031	-	102,031
Total financial assets		**582,455**	**102,031**	-	**684,486**
Financial liabilities					
Loans payable to banks	15	-	-	(1,238,773)	(1,238,773)
Trade and other payables	16	-	-	(192,860)	(192,860)
Proceeds received under financing arrangements		-	-	(196,883)	(196,883)
Derivative financial instruments	12	-	(113,225)	-	(113,225)
Long term loan	19	-	-	(40,000)	(40,000)
Total financial liabilities		-	**(113,225)**	**(1,668,516)**	**(1,781,741)**
Net Total		**582,455**	**(11,194)**	**(1,668,516)**	**(1,097,255)**

April 30, 2016 Accounting classification financial assets and financial liabilities

April 30, 2016	Note	Loans and receivables	Measured at fair value through P&L	Financial liabilities measured at amortized cost	Total Carrying Amount
Financial assets					
Cash and cash equivalents		197,782	-	-	197,782
Trade and other receivables	10	389,325	-	-	389,325
Derivative financial instruments	12	-	128,593	-	128,593
Total financial assets		**587,107**	**128,593**	-	**715,700**
Financial liabilities					
Loans payable to banks	15	-	-	(1,489,281)	(1,489,281)
Trade and other payables	16	-	-	(194,119)	(194,119)
Proceeds received under financing arrangements		-	-	(284,641)	(284,641)
Derivative financial instruments	12	-	(114,511)	-	(114,511)
Long term loan	19	-	-	(40,000)	(40,000)
Total financial liabilities		-	**(114,511)**	**(2,008,041)**	**(2,122,552)**
Net Total		**587,107**	**14,082**	**(2,008,041)**	**(1,406,852)**

The financial instrument carrying amount approximates the fair value.

Market risk

Market risk is the risk arising from possible market price movements and their impact on the future performance of a business. The Group's activities expose it primarily to the financial risks from changes in commodity prices, foreign currency exchange rates, and in interest rates. The Group enters into a variety of derivative financial instruments to manage its exposure to commodity price and foreign

19. FINANCIAL RISK FACTORS (continued)

currency risks, including: forward contracts, futures and over the counter contracts on commodities, and forward contracts on foreign exchange rates to hedge the exchange rate risk arising from specific trading transactions.

Foreign currency risk

The Group is exposed to the effects of fluctuations in exchange rates of foreign currencies such, as EUR, CHF, RMB, RUB and GBP. However, where possible, the Group enters into foreign exchange contracts to hedge against this currency exposure.

As of December 31 and April 30, 2016, the exposure for the Group by currency was assessed as negligible.

Interest rate risk

In general, the Group borrows on a secured and unsecured basis in a mix of committed and uncommitted facilities which generally range from 1% to 4%. Loans are primarily arranged at a fixed interest rate over short periods to finance the trading activities of the Group (Note 13 and Note 14). As of 31 December and 30 April 2016, a substantial portion of the Group's bank overdrafts and loans payable to banks are collateralized by pledges of certain inventories owned, accounts receivable and provisional payments on purchases. The majority of all borrowing is basis cost of funds.

The Group's interest rate risk arises primarily from short-term borrowings used to finance its trading activities. These borrowings are generally transacted at rates which are fixed upon incurring the borrowing and could expose the Group to fair value interest rate risk. The Group generally seeks to match-fund its working capital assets or forward commitments to the associated borrowings so as to minimize this risk. In addition given the short term nature of the borrowings for which the Group is generally contractually obligated to its banks, the risk of an impact in the income statement is effectively nil. Therefore, as of 31 December and 30 April 2016, Management considers the Group's exposure to this risk as negligible.

Commodity price risk

As of 31 December and 30 April 2016, the group held physical and forward positions, including physical inventories, futures, options and physical forward contracts. Market risk arises from the potential for changes in the value of physical and financial instruments resulting from fluctuations in prices and basis for base and precious metals. Market risk is also affected by changes in volatility and liquidity in markets in which these instruments are traded.

It is the Group's policy to substantially hedge its inventories, foreign exchange and commitments for forward deliveries of metal. For this purpose, the Group enters into forward physical contracts, exchange-traded and over the counter commodity futures that are carried in the books at their market value (Note 4). The commodity transactions denominated in foreign currency are hedged through the use of foreign exchange contracts. The Group has not elected to apply hedge accounting as defined by IAS 39. Therefore, the Group follows the guidance of IAS 39 and recognizes derivative instruments as either assets or liabilities on the consolidated financial statements and measures those instruments at fair value. The unrealized gains and losses are recorded through the consolidated statement of comprehensive income.

The Group is mainly exposed to changes in base and precious metals. Assuming that the net positions as of the balance sheet date were outstanding for the whole period and market prices increased / decreased by 5% and all other variables were constant, the Group's net income at 31 December, would decrease / increase by USD 1,311 (30 April 2016 : USD 673). These sensitivities are hypothetical and should not be considered indicative of future performance.

19. FINANCIAL RISK FACTORS (continued)

Credit risk

Credit risk refers to the risk that counterparty will fail to perform or fail to pay amounts resulting in financial loss to the Group. Financial instruments, which potentially subject the Group to concentrations of credit risk, consist principally of cash and cash equivalents, accounts receivable, and the derivative financial instruments described in Note 4. As of 31 December 2016, the aggregate maximum credit exposure with all counterparties was USD 684,486 (30 April 2016: USD 715,700) referring to the carrying value of financial assets in the schedules above.

The Group's cash and cash equivalents are deposited in several high-quality financial institutions thereby mitigating exposure should any one of them experience financial difficulties. Advances made by the Group to certain counterparts are reported in the consolidated balance sheet under other current assets. The amounts advanced depend on a variety of factors, namely, the terms and value of the underlying commercial contract, the financial strength of the counterpart along with other business and operational considerations and are reimbursed through the sale/purchase and physical delivery of metal between the counterpart and the Group pursuant to the underlying contract. Advances related to deliveries of metals with maturity exceeding twelve months, if any, are presented under non-current assets. The Group closely monitors the extension of such credit and historically has not experienced significant credit losses. New counterparties are reviewed and approved by the Group's credit risk management department. Furthermore, it limits its exposure on such advances through a combination of limited recourse credit facilities, netting and collateral arrangements, and credit insurance policies. In addition, letters of credit, guarantees, deposits, insurance coverage and limited recourse financing are also utilized to mitigate credit risk.

Liquidity risk

Liquidity risk is the risk that the Group is unable to meet its payment obligations when due. The Group's Treasury department monitors the liquidity risk and uses for this purpose a number of liquidity risk management techniques for the management of the Group's short and medium term funding and liquidity requirements. Prudent liquidity risk management implies maintaining sufficient cash and cash equivalents, the availability of funding through an adequate amount of credit arrangements (typically uncommitted trade finance facilities), and the ability to close out market positions. The Group manages liquidity risk associated with derivative contracts on a portfolio basis, considering both physical commodity sale and purchase contracts together with financially-settled derivative assets and liabilities. As evidenced from below most of the open contracts will settle within one year.

(expressed in thousands of USD)

19. FINANCIAL RISK FACTORS (continued)

The table below also shows the timing of cash outflows relating to financial liabilities. It has been drawn up based on the contractual maturities of the financial liabilities:

	Trade and other payables	Derivative Financial Instruments	Proceeds from financing arrangements	Short Term Debt	Total December 31.2016
Within 1 year	(192,860)	(110,929)	(196,883)	(1,238,773)	(1,739,445)
1 to 2 years	-	(1,628)	-	-	(1,628)
2 to 3 years	-	(668)	-	-	(668)
> 3 years	-	-	-	-	-
Total	(192,860)	(113,225)	(196,883)	(1,238,773)	(1,741,741)

	Trade and other payables	Derivative Financial Instruments	Proceeds from financing arrangements	Short Term Debt	Total April 30.2016
Within 1 year	(194,119)	(108,023)	(284,641)	(1,489,281)	(2,076,064)
1 to 2 years	-	(4,903)	-	-	(4,903)
2 to 3 years	-	(1,147)	-	-	(1,147)
> 3 years	-	(438)	-	-	(438)
Total	(194,119)	(114,511)	(284,641)	(1,489,281)	(2,082,552)

Short term debt includes bank overdrafts.

For long term loan, refer to Note 17.

The table below presents the Group's assets and liabilities that are measured at fair value subsequent to initial recognition. These are grouped into levels 1 to 3 based upon the degree to which fair value is observable as follows:

- Level 1 - fair value based on quoted prices in active markets for identical assets and liabilities
- Level 2 - fair value based on observable inputs other than quoted prices as in Level 1
- Level 3 - fair value based on valuation techniques that include inputs that are not based on observable market data

(expressed in thousands of USD)

19. FINANCIAL RISK FACTORS (continued)

The position as of 31 December 2016 is as follows:

	Fair Value Measurements at Reporting Date Using				
	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	Cash Collateral Netting	Total
Inventory	5,336	848,532	-	-	853,868
Assets — unrealized gains on derivative financial instruments	2,164,244	68,874	-	(15,499)	2,217,619
Counterparty netting	(2,115,588)	-	-	-	(2,115,588)
Net derivative assets	48,656	68,874	-	(15,499)	102,031
Total assets	53,992	917,406	-	(15,499)	955,899
Liabilities — unrealized loss on derivative financial instruments	2,214,819	70,128	-	(56,134)	2,228,813
Counterparty netting	(2,115,588)	-	-	-	(2,115,588)
Net derivative liabilities	99,231	70,128	-	(56,134)	113,225
Total liabilities	99,231	70,128	-	(56,134)	113,225

The position as of April 30, 2016 is as follows:

	Fair Value Measurements at Reporting Date Using				
	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	Cash Collateral Netting	Total
Inventory	170,676	964,326	-	-	1,135,002
Assets — unrealized gains on derivative financial instruments	2,403,868	81,076	-	742	2,485,686
Counterparty netting	(2,357,093)	-	-	-	(2,357,093)
Net derivative assets	46,775	81,076	-	742	128,593
Total assets	217,451	1,045,402	-	742	1,263,595
Liabilities — unrealized loss on derivative financial instruments	2,410,094	70,142	-	(8,631)	2,471,605
Counterparty netting	(2,357,094)	-	-	-	(2,357,094)
Net derivative liabilities	53,000	70,142	-	(8,631)	114,511
Total liabilities	53,000	70,142	-	(8,631)	114,511

During the period, there were no transfers between levels 1 and 2 nor did the Group have any transactions involving Level 3 assets or liabilities. There was no Level 3 positions as of 31 December 2016 and 30 April 2016.

(expressed in thousands of USD)

20. COMMITMENTS AND CONTINGENCIES

Non-cancellable operating lease commitments:

	December 31, 2016	April 30, 2016
Not later than 1 year	2,618	2,493
Later than 1 year and not later than 5 years	6,495	7,452
Lather than 5 years	2,003	2,941
Total	11,116	12,886

Rental expenses for the eight months ended 31 December 2016 relating to such operating leases were USD 1,891 (30 April 2016: USD 2,778).

In the normal course of business, the Group is involved in various pending legal proceedings for and against the Group. These claims may include counter party performance defaults or other disputes with suppliers or customers. It is the opinion of Management, based on consultation with outside legal counsel and other facts, that resolution of these matters will not have a material adverse effect on the Group's financial position or liquidity.

21. PERSONNEL

The Group's Swiss employees are members of an insured independent retirement benefit plan as required by Swiss law that qualifies as a defined benefit plan per IAS 19. However, due to the limited number of employees in the Company and sufficient information is not available to use defined benefit accounting for this plan, Management has elected to treat the plan as a defined contribution plan per IAS 19 and, therefore, expense as incurred the contributions made to the plan. Other Group employees are insured as per the statutory requirement in their respective jurisdictions.

The Group's main statutory obligation with respect to the Swiss retirement benefit plan is to make specified contributions and guarantee a minimum return on assets. The assets of the plan are held separately from those of the Group in funds under the control of a third party provider. Contributions to respective statutory pension plans for other Group employees are made according to the local regulations.

The total expense recognized in the consolidated statement of comprehensive income of USD 441 (30 April 2016: USD 894) represents contributions payable to the plan by the Group, at rates specified in the rules of the plan.

The Company sponsors a defined contribution plan for substantially all of its qualified US employees. In addition, the Company has a discretionary profit-sharing plan, whereby each US subsidiary contributes to the plan a percentage of employees' qualifying compensation. The Company also sponsors defined contribution pension plans covering substantially all qualified employees in other countries. Contributions are determined as a percentage of each covered employee's salary. The Company's contributions was USD 441 for the eight months of 2016 (30 April 2016: USD1,500), and included in selling, administrative and other expenses in the consolidated statements of comprehensive income.

22. COMPENSATION OF KEY MANAGEMENT PERSONNEL

The remuneration of key members of Management consisted of short term benefits during the eight months period totalling USD 6,581 (30 April 2016: USD 9,539).

23. APPROVAL OF THE FINANCIAL STATEMENTS

The financial statements were approved by the Members and authorized for issue on 30 May 2018.

24. SUBSEQUENT EVENTS

Subsequent to the reporting period, Soremi S.A., was fully commissioned and began commercial production of copper cathode at the mining operation in the Republic of Congo.

On 29 December 2017, a corporate restructuring occurred whereby Gerald International BV ("GI BV"), formerly named as GISA Netherlands BV, became the ultimate parent of the Group, replacing Gerald Holdings International LLP ("GH LLP"), via a reorganization under common control. Prior to December 2017, GH LLP was the reporting entity of the Group and consolidated all Gerald Group companies. The outcome of this reorganization is that from 29 December 2017, GI BV is the new reporting entity of the Group and consolidates all entities previously consolidated by GH LLP, with the exception of Gerald Holdings LLC and GH LLP. The result of which, is that the new reporting entity, GI BV, represents an in-substance continuation of the pre-existing Group. At 31 December 2017 the immediate owner and controlling entity, Gerald MV Limited ("GMV Ltd"), is incorporated in the UK.

Subsequent to year ended 31 December 2017, the Group had a positive outcome and settled its litigation with the former owner to the Marampa mine. The terms of this settlement are confidential.

In November 2017, the second phase of the strategic investment mentioned in Note 18, expired without all the requirements being met. As such and in accordance with the terms of agreements the USD 20,000 capital contribution will be reclassified to long-term payable. Hillroc Global Resources Investment Fund LP ceased to be a Member on 24 November 2017.