# COVER SHEET

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|---|---|---|---|---|---|---|---|---|---|

S.E.C. Registration Number

LEPANTO CONSOLIDATED MINING CO

(Company's Full Name)

21ST FLOOR LEPANTO BUILDING
8747 PASEO DE ROXAS
MAKATI CITY

(Business Address: No. Street City / Town / Province)

| ODETTE A. JAVIER | 815-9447 |
|---|---|
| Contact Person | Company Telephone Number |

| 1 2 3 1 | 17-Q | 3rd Monday of April |
|---|---|---|
| Month Day | FORM TYPE | Month Day |
| Fiscal Year | | Annual Meeting |

---

Secondary License Type, If Applicable

Dept. Requiring this Doc.

Amended Articles Number/Section

Total Amount of Borrowings

Total no. of Stockholders

Domestic

Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document I.D.

Cashier

STAMPS

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## SECURITIES AND EXCHANGE COMMISSION

## SEC FORM 17-Q

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

1. For the quarterly period ended: **June 30, 2017**

2. Commission identification number: **101** 3. BIR Tax Identification No.: **000-160-247**

4. Exact name of issuer as specified in its charter:

**LEPANTO CONSOLIDATED MINING COMPANY**

5. Province, country or other jurisdiction of incorporation or organization:
**Makati City, Philippines**

6. Industry Classification Code: [ ] (SEC Use Only)

7. Address of issuer's principal office:

**21st Floor, Lepanto Building**
**8747 Paseo de Roxas, Makati City, Philippines**

8. Issuer's telephone number, including area code:

**(632) – 815-9447**

9. Former name, former address and former fiscal year, if changed since last report: **N/A**

10. Securities registered pursuant to Sections 8 and 12 of the Code, or Sections 4 and 8 of the RSA

| Title of each Class | Number of shares of common stock outstanding: |
|---|---|
| **Class "A"** | **30,819,595,359** |
| **Class "B"** | **20,546,369,194** |

Amount of Debt Outstanding: **Please refer to the attached Balance Sheet (Annex "B")**

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

Yes [x] No [ ]

If yes, state the name of such Stock Exchange and the class/es of securities listed therein.

**Philippine Stock Exchange** **Classes "A' and "B"**

12. Indicate by check mark whether the registrant:

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

Yes **[x]** No [ ]

(b) has been subject to such filing requirements for the past ninety (90) days.

Yes [ ] No **[x]**

**PART I- FINANCIAL INFORMATION**

| | | |
|---|---|---|
| **Item 1. Financial Statements:** | *Income Statement* | ***- Annex "A"*** |
| | *Balance Sheet* | ***- Annex "B"*** |
| | *Statement of Cash Flow* | ***- Annex "C"*** |
| | *Stockholders' Equity* | ***- Annex "D"*** |
| | *Notes to Financial Statements* | ***- Annex "E"*** |
| | *Aging of Accounts Receivable-Trade* | ***- Annex "F"*** |
| **Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations** | | ***- Annex "G"*** |
| **Item 3. Impact of Current Global Financial Condition** | | ***- Annex "H"*** |
| **Item 4. Financial Ratios** | | ***- Annex "I"*** |

**PART II- OTHER INFORMATION (None)**

**SIGNATURES**

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

| | | |
|---|---|---|
| Issuer | : | **LEPANTO CONSOLIDATED MINING COMPANY** |
| Signature | : | **RAMON T. DIOKNO** |
| Title | : | Chief Finance Officer |
| Date | : | August 14, 2017 |
| Signature | : | **ODETTE A. JAVIER** |
| Title | : | Vice President/Assistant Corporate Secretary |
| Date | : | August 14, 2017 |

ANNEX "A"

**LEPANTO CONSOLIDATED MINING COMPANY AND SUBSIDIARIES**
**STATEMENT OF INCOME**
**FOR THE SIX MONTHS ENDED JUNE 30, 2017**
(With comparative figures for 2016)
(Amounts in thousand , except Loss Per Share)

| | FOR THE SECOND QUARTER ENDED JUNE 30 | | FOR THE SIX MONTHS ENDED JUNE 30 | |
|---|---|---|---|---|
| | 2017 | 2016 | 2017 | 2016 |
| **REVENUES** | | | | |
| Sale of metals | P 303,135 | P 324,485 | P 652,359 | P 658,436 |
| Service fees and other operating income | 22,227 | 18,800 | 48,579 | 35,695 |
| | 325,362 | 343,285 | 700,938 | 694,131 |
| **COSTS AND EXPENSES** | | | | |
| Mining, milling, smelting, refining and and other related charges; administrative expenses; depreciation, amortization and depletion; and other charges | (537,833) | (527,725) | (1,066,190) | (1,065,839) |
| **LOSS FROM OPERATIONS** | (212,471) | (184,440) | (365,252) | (371,708) |
| **FINANCE COST, net** | (5,847) | (5,310) | (10,828) | (11,049) |
| **FOREIGN EXCHANGE GAINS (LOSS) - net** | (4,385) | 205 | (5,743) | (136) |
| **OTHER INCOME, net** | 6,385 | 4,458 | 2,856 | 78,105 |
| **SHARE IN NET LOSSES OF ASSOCIATES** | (257) | (294) | (734) | (21,221) |
| **LOSS BEFORE INCOME TAX** | (216,575) | (185,381) | (379,701) | (326,009) |
| **PROVISION FOR (BENEFIT FROM) INCOME TAX** | | | | |
| CURRENT | 33 | (14,443) | 74 | 5,960 |
| DEFERRED | (30) | (10) | (62) | 38 |
| | 3 | (14,453) | 12 | 5,998 |
| **NET LOSS** | P (216,578) | P (170,928) | P (379,713) | P (332,007) |
| **Attributable to:** | | | | |
| Stockholders of the parent company | (216,547) | (170,869) | P (386,625) | P (331,892) |
| Non-controlling interests | (31) | (59) | 6,912 | (115) |
| **Net Loss** | P (216,578) | P (170,928) | P (379,713) | P (332,007) |
| **LOSS PER SHARE** attributable to stockholders of the parent company Basic & Diluted | (0.0042) | (0.0033) | (0.0075) | (0.0065) |
| | (-P216,547,366 / 51,355,248,170 shares) | (-P170,867,405 / 51,355,248,170 shares) | (-P386,626,127 / 51,355,248,170 shares) | (-P331,891,919 / 51,355,248,170 shares) |

ANNEX "B"

# LEPANTO CONSOLIDATED MINING COMPANY AND SUBSIDIARIES
# CONSOLIDATED STATEMENTS OF FINANCIAL POSITION
(Amounts in thousands)

| | JUNE 30 2017 | *DECEMBER 31 2016 |
|---|---|---|
| **ASSETS** | | |
| **CURRENT ASSETS** | | |
| Cash and cash equivalent | P 93,492 | P 86,234 |
| Receivables, net | 232,890 | 241,474 |
| Inventories, net | 460,626 | 430,008 |
| Advances to suppliers and contractors | 462,513 | 335,866 |
| Other current assets | 689,264 | 641,493 |
| **Total current assets** | 1,938,785 | 1,735,075 |
| **NON-CURRENT ASSETS** | | |
| Property, plant and equipment, net | 7,175,799 | 7,195,819 |
| Available-for-sale financial assets | 188,027 | 188,027 |
| Investments and advances in associates | 560,769 | 561,205 |
| Mine exploration cost | 6,387,277 | 6,302,261 |
| Deferred income tax assets | 419,371 | 419,371 |
| Other noncurrent assets | 115,313 | 77,174 |
| **Total non-current assets** | 14,846,556 | 14,743,857 |
| Total assets | P 16,785,341 | P 16,478,932 |
| **LIABILITIES AND EQUITY** | | |
| **CURRENT LIABILITIES** | | |
| Trade and other payables | P 1,414,739 | P 1,511,539 |
| Short-term borrowings | 246,175 | 68,065 |
| Unclaimed dividends | 26,695 | 26,695 |
| Income tax payable | (220) | 5,561 |
| **Total current liabilities** | 1,687,389 | 1,611,860 |
| **NON-CURRENT LIABILITIES** | | |
| Advances from Far Southeast Services Limited | 5,968,500 | 5,933,221 |
| Long-term borrowings | 127,500 | - |
| Liability for mine rehabilitation cost | 66,246 | 64,748 |
| Retirement benefit obligations | 1,636,287 | 1,682,674 |
| Deferred income tax liabilities | 224,832 | 224,894 |
| Stock subscriptions payable | 11,443 | 11,443 |
| Deposit for future stock subscriptions | 69,200 | 69,200 |
| **Total non-current liabilities** | 8,104,008 | 7,986,180 |
| **Total liabilities** | 9,791,397 | 9,598,040 |
| **EQUITY** | | |
| Capital stock | 5,469,706 | 5,134,706 |
| Additional paid-in capital | 4,501,219 | 4,336,231 |
| Re-measurement loss on retirement plan | (416,988) | (416,988) |
| Cumulative changes in fair values of AFS investments | 38,665 | 38,665 |
| Deficit | (2,855,894) | (2,469,268) |
| | 6,736,708 | 6,623,346 |
| Non-controlling interests | 257,236 | 257,546 |
| Total equity | 6,993,944 | 6,880,892 |
| Total liabilites and equity | P 16,785,341 | P 16,478,932 |

*- **AUDITED**

# LEPANTO CONSOLIDATED MINING COMPANY AND SUBSIDIARIES
## CONSOLIDATED STATEMENTS OF CASH FLOWS
## FOR THE SIX MONTHS ENDED JUNE 30, 2017

(With comparative figures for 2016)
(Amounts in thousand pesos)

| | FOR THE QUARTER ENDED ENDED JUNE 30 | | FOR SIX MONTHS ENDED JUNE 30 | |
|---|---|---|---|---|
| | 2017 | 2016 | 2017 | 2016 |
| **CASH FLOWS FROM OPERATING ACTIVITIES** | | | | |
| Loss before tax | P (216,575) | P (185,381) | P (379,701) | P (326,009) |
| Adjustments for: | | | | |
| Depreciation and depletion | 187,641 | 180,755 | 366,970 | 382,186 |
| Equity in net losses of affiliated companies | 257 | 293 | 735 | 642 |
| Foreign exchange losses (income), net | (1,358) | (205) | - | 136 |
| Provision for retirement benefit cost | 1,263 | 1,447 | 2,531 | 2,250 |
| Loss on sale of asset | - | - | - | (4) |
| Interest income | (54) | (19) | (101) | (36) |
| Interest expense | 5,847 | 5,310 | 10,828 | 11,049 |
| Provision for income tax | (3) | 14,453 | (12) | (5,998) |
| Operating income (loss) before changes in working ca\| | (22,982) | 16,654 | 1,250 | 64,216 |
| Decrease (Increase) in: | | | | |
| Receivables and advances to suppliers | (26,325) | (10,196) | (118,361) | (7,813) |
| Inventories and PPE | (84,174) | 104,038 | (81,626) | 296,680 |
| Prepayments and other assets | (66,719) | 26,282 | (85,910) | (504) |
| Increase (Decrease) in: | | | | |
| Accounts payable and accrued expenses | 405,033 | 246,157 | (108,809) | 270,293 |
| Liability for mine rehabilitation cost | 749 | 756 | 1,498 | 1,441 |
| Deferred income tax liability, net | (30) | (9) | (62) | 38 |
| Cash generated from (used in) operations | 205,552 | 383,682 | (392,020) | 624,351 |
| Retirement benefits paid | (19,487) | (22,459) | (48,919) | (45,914) |
| Interest received | 54 | 19 | 101 | 36 |
| Net cash provided by (used in) operating activities | 186,120 | 361,239 | (440,838) | 578,473 |
| **CASH FLOWS FROM INVESTING ACTIVITIES** | | | | |
| Acquisition of property and equipment | (160,712) | (185,690) | (295,942) | (308,426) |
| Unrecovered exploration costs and other assets | (77,629) | (179,709) | (85,016) | (332,618) |
| Net cash used in investing activities | (238,341) | (365,399) | ######## | (641,044) |
| **CASH FLOWS FROM FINANCING ACTIVITIES** | | | | |
| Proceeds from: | | | | |
| Borrowings | 9,168 | 12,579 | 35,279 | 58,869 |
| Payments of: | | | | |
| Borrowings | (27,019) | - | 305,610 | - |
| Interest | (6,030) | (5,271) | (11,823) | (11,033) |
| Capital and other reserves | (2,512) | - | 499,988 | - |
| Net cash provided by (used in) financing activities | (26,393) | 7,308 | 1,884,816 | 47,836 |
| **NET INCREASE (DECREASE) IN CASH** | (78,614) | 3,148 | 7,258 | (14,735) |
| Beginning of period | 172,106 | 48,504 | 86,234 | 66,387 |
| **CASH AT END OF THE PERIOD** | P 93,492 | P 51,652 | P 93,492 | P 51,652 |

# LEPANTO CONSOLIDATED MINING COMPANY AND SUBSIDIARIES
## CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
## FOR THE PERIOD ENDED JUNE 30, 2017 & 2016
**(Amounts in thousands)**

| | JUNE 30 2017 | JUNE 30 2016 |
|---|---|---|
| Authorized - P 6.64 billion | | |
| Share capital at par value | P 5,135,525 | P 5,135,525 |
| Subscribed capital (net of subscriptions receivable) | 334,181 | (819) |
| Share premium | 4,501,219 | 4,336,231 |
| Cumulative changes in fair values of AFS investments | 38,664 | (44,735) |
| Re-measurement loss on retirement plan | (416,988) | (521,258) |
| Retained earnings | | |
| Beginning balance | (2,469,268) | (1,728,478) |
| Net loss for the period | (386,625) | (331,892) |
| | (2,855,893) | (2,060,370) |
| EQUITY ATTRIBUTABLE TO THE STOCKHOLDERS OF THE PARENT COMPANY | 6,736,708 | 6,844,574 |
| NON-CONTROLLING INTERESTS | 257,236 | 250,208 |
| | P 6,993,944 | P 7,094,782 |

**ANNEX "E"**

**LEPANTO CONSOLIDATED MINING COMPANY**

NOTES TO FINANCIAL STATEMENTS
AS OF JUNE 30, 2017 and DECEMBER 31, 2016

## Note 1 - General information

Lepanto Consolidated Mining Company (parent company) was incorporated in the Philippines and registered with the Securities and Exchange Commission (SEC) on September 8, 1936 primarily to engage in the exploration and mining of gold, silver, copper, lead, zinc and all kinds of ores, metals, minerals, oil, gas and coal and their related by-products. On January 29, 1985, the SEC approved the extension of the parent company's corporate term for another fifty (50) years after the expiration of its original term on September 8, 1986.

The Parent company's shares are listed and traded in the Philippine Stock Exchange. In January 1999, the Parent Company and the Bank of New York, as depository, formed a depository receipt facility to facilitate secondary market trading in the international capital markets of the parent company's class "B" common shares. On January 28, 2005, the Company formally closed the depository receipt facility.

On January 14, 1997, the Parent Company was registered with the Board of Investments (BOI) under Executive Order No. 226 as a new export producer of gold bullion on a preferred non-pioneer status. This registration entitles the Parent Company to a four (4) year income tax holiday (ITH), which can be further extended for another three (3) years subject to compliance with certain conditions, and lower tariff rates on acquisition of capital equipment. The Parent Company is required to maintain a base equity of at least 25% as one of the conditions of the registration.

On April 1, 1997, the Parent company started the commercial operations of its Victoria Project gold mine. Consequently, in October 1997, the parent company temporarily ceased operating its copper concentrate roasting plant facilities in Isabel, Leyte for an indefinite period. The Roasting plant facility was also registered with the Philippine Economic Zone Authority (PEZA) on December 17, 1985 pursuant to the provisions of Presidential Decree No. 66, as amended, and Executive Order No. 567 as a zone export enterprise to operate a roasting plant for the manufacture of copper calcine at the Isabel Special Export Economic Processing Zone.

On March 30, 2000, the Parent Company registered its copper flotation with the BOI as a new producer of copper concentrates on a preferred non-pioneer status. This registration entitles the Parent Company to a four (4) year ITH, subject to compliance with certain conditions, simplified customs procedures, additional deduction for labor expense, and unrestricted use of consigned equipment for a period of ten (10) years. It is required to maintain a base equity of at least 25% as one of the conditions of the registration. The Copper Flotation project has been suspended at the end of 2001; BOI registration was cancelled on July 11, 2006.

On April 10, 2001, the BOI approved the Parent Company's request for ITH bonus year for a period of one year from April 2001 to March 2002 for its gold bullion project. On June 21 and September 21, 2005, the Parent Company obtained necessary approval for the ITH bonus years of April 2002 to March 2003 and April 2003 to March 2004, respectively.

On January 5, 2004, the Parent Company was registered with the BOI under Executive Order No. 226 as new export producer of gold bullion on a non-pioneer status, for its Victoria II (renamed Teresa) Project, located also in Mankayan, Benguet, Philippines. This registration entitles the Parent Company to ITH with the same incentives that were granted on their registration with the BOI on January 14, 1997. The Teresa Project commenced its commercial operations in April 2004.

On November 21, 2006, the Parent Company was registered with the BOI under Executive Order No. 226 as new export producer of copper-gold concentrate on a non-pioneer status for its copper-gold flotation project located also in Mankayan, Benguet, Philippines. This registration entitles the Company to ITH for four (4) years, which can be further extended for another three (3) years subject to compliance with certain conditions, and duty-free importation of equipment, spare parts and accessories for five (5) years.

On May 20, 2009, the BOI approved the Parent Company's request for ITH bonus year for the period April 2008 to March 2009 for its Teresa Project.

The registrations mentioned above enable the Parent Company and its subsidiaries to avail of the rights, privileges, and incentives granted to all registered enterprises.

The Parent Company currently operates the Victoria Project gold mine in Mankayan, Benguet, Philippines.

The Parent Company has its principal office at the 21st Floor, 8747 Lepanto Building, Paseo de Roxas, Makati City.

## Note 2 – Compliance with Generally Accepted Accounting Principles

The consolidated financial statements of Lepanto Consolidated Mining Company Group (the Group) have been prepared in accordance with the accounting principles generally accepted in the Philippines. The Group prepared its consolidated financial statements in accordance with Philippine Financial Reporting Standards (PFRS) except for the exemption from the fair value requirement of the Philippine Accounting Standards (PAS) 39, Financial Instruments: Recognition and Measurement, on long term commodity hedging contracts entered into by the parent company and outstanding as of January 1, 2005, which was permitted by the SEC.

The accounting policies adopted in the preparation of the financial statements are consistent with the most recent annual financial statements.

## Note 3 – Cash and Cash Equivalents

| | **06/30/2017** | 12/31/2016 |
|---|---|---|
| Cash on hand | **2,958** | 1,383 |
| Cash in banks | **90,533** | 84,850 |
| | **93,492** | 86,234 |

Cash in banks earn interest at the respective bank deposit rates.

**Note 4 – Receivables**

| | **06/30/2017** | 12/31/2016 |
|---|---|---|
| Trade | **98,374** | 116,376 |
| Nontrade | **143,128** | 137,543 |
| Advances to officers and employees | **7,547** | 3,694 |
| | **249,049** | 257,614 |
| Less: Allowance for impairment losses | **16,159** | 16,139 |
| | **232,890** | 241,474 |

The Parent Company's trade receivables arise from its shipments of gold and silver to a refinery and smelter customer based on contract/agreement.

Trade and nontrade are non-interest bearing and are generally collectible on demand. Nontrade receivables comprise mainly of receivables from subcontractors and other third parties, while receivables from officers and employees pertain to cash advances made by employees for the operations of the Group.

Receivables from officers and employees are non-interest bearing and are generally subject to liquidation. Unliquidated receivables from officers and employees are collectible on demand or considered as salary deduction.

**Note 5 – Inventories**

| | **06/30/2017** | 12/31/2016 |
|---|---|---|
| Parts and supplies | **460,626** | 430,008 |

Parts and supplies include materials and supplies stored in Metro Manila, Bulacan, Mankayan, Surigao del Norte and Leyte. The increase in the amount of P30.6 million represents restocking of imported materials for use in operations.

**Note 6 – Advances to suppliers and contractors**

Advances to suppliers and contractors are non-financial assets arising from advanced payments made to suppliers and contractors before goods and services have been received or rendered. These are classified as current since these are expected to be offset against future short-term billings and are recognized in the books at the amounts initially paid.

Advances to suppliers and contractors are attributable to contracts generally requiring advance payments. Amounts deposited will be applied as part of the full payment of the contract price upon completion of the contract or consummation of transactions and receipt of all related documents.

**Note 7 – Other current assets**

| | **06/30/2017** | 12/31/2016 |
|---|---|---|
| Input VAT | **623,174** | 594,898 |
| Deferred costs | **9,324** | 14,302 |
| Prepayments | **53,629** | 29,157 |
| Others | **3,136** | 3,136 |
| | **689,263** | 641,493 |

By virtue of Revenue Memorandum Order 9-2000 dated March 29, 2000, all sales of goods, property and services made by a Value Added Tax (VAT) - registered person to the Parent Company, being a one hundred percent (100%) exporter, are automatically zero-rated for VAT purposes effective August 8, 2001.

Input VAT represent VAT paid on purchases of applicable goods and services, net of output VAT, which can be claimed for refund or recovered as tax credit against certain future tax liability of the Company upon approval by the Philippine Bureau of Internal Revenue (BIR) and/or the Philippine Bureau of Customs.

Deferred costs represent cost of withdrawn tubings to be used in drilling operations. Aforesaid costs are amortized based on meters drilled.

Prepaid expenses include advance payments for taxes, insurance, rent and other services.

## Note 8 – Trade and other payables

Composed of trade, due to related parties, accrued expenses and other liabilities, trust receipts, employee related expenses, unclaimed dividends, payables to regulatory authorities, accrued utilities and accrued production tax.

Nature, terms and conditions of the Group's liabilities:

- Trade payables include import and local purchases of equipment and inventories such as various parts and supplies used in the operations of the Group. These are non-interest bearing and are normally settled on sixty (60) days' terms.
- Accrued expenses and other liabilities are noninterest-bearing and are normally settled on a 30 to sixty (60) days' term. These include other operating expenses that are payable to various suppliers and contractors.
- Trust receipts refer to arrangements of the Group with banks related to its importations of inventories and various equipment which are interest bearing and have an average term of ninety (90) to one hundred twenty (120) days.
- Employee related expenses include unclaimed wages, accrued vacation and sick leave and accrued payroll. These are non-interest bearing and are payable in thirty (30) days' term.
- Unclaimed dividends pertain to unpaid cash dividends declared by the Parent Company to its stockholders. These are non-interest bearing and are payable upon demand of the payee.
- Payables to regulatory agencies include withholding taxes and other government contributions related to employees of the Group. These are non-interest bearing and are normally remitted within ten (10) days from the close of each month.
- Accrued utilities pertain to unpaid billings for power, communication, light and water charges. These are non-interest bearing and are normally settled within thirty (30) to ninety (90) days.
- Accrued production taxes pertain to excise taxes on metal sales. These are non-interest bearing and are settled within fifteen (15) days after the end of each quarter.

## Note 9 - Business Segments

The Group derives revenue from the following main operating business segments:

Mining activities –This segment engages in exploration and mining of gold, silver, copper, lead, zinc and all kinds of ores, metals, minerals, oil, gas, and coal and related by-products.

Investment activities – This segment derives its income as a general agent, broker or factor of any insurance company or as a commercial broker, agent or factor of any person, partnership, corporation or association engaged in any lawful business, industry or enterprise. Income is derived from commissions, which represent income on non-life insurance policies underwritten by a subsidiary for certain principals.

Hauling and Leasing activities – This segment engages in handling all kinds of material, products and supplies in bulk and maintaining and operating terminal facilities such pier and warehouses. Income is derived mainly from hauling fees and warehouse rentals.

Insurance activities – This segment derives its revenues from premiums from short duration insurance contracts, which are recognized over a period of the contracts using the 24$^{th}$ month method.

Drilling activities – This segment derives its income from drilling services to its related and outside parties.

Manufacturing and Trading – This segment derives its revenue from manufacturing, distributing, selling and buying machinery and equipment, general merchandise and articles related to diamond core drilling industry.

The assets, liabilities and results of the business segments of the LCMC Group for the 2$^{nd}$ quarter of the year 2017 and 2016 are as follow:

**Mining activities**

| | 2017 (in thousands) | 2016 (in thousands) |
|---|---|---|
| CURRENT ASSET | 1,600,657 | 1,676,161 |
| NON-CURRENT ASSET | 14,587,815 | 14,778,686 |
| CURRENT LIABILITES | 1,484,486 | 1,584,453 |
| NON-CURRENT LIABILITIES | 7,856,481 | 7,905,254 |
| GROSS INCOME | 652,359 | 658,436 |
| NET INCOME / (LOSS) | (361,024) | (363,129) |

**Investment activities**

| | 2017 (in thousands) | 2016 (in thousands) |
|---|---|---|
| CURRENT ASSET | 156 | 5,304 |
| NON-CURRENT ASSET | 205,678 | 204,144 |
| CURRENT LIABILITES | 89,156 | 88,967 |
| NON-CURRENT LIABILITIES | 18,763 | 18,763 |
| GROSS INCOME | - | - |
| NET INCOME / (LOSS) | (117) | (114) |

**Hauling and Leasing Activities**

| | 2017 (in thousands) | 2016 (in thousands) |
|---|---|---|
| CURRENT ASSET | 163,667 | 165,965 |
| NON-CURRENT ASSET | 406,539 | 408,365 |
| CURRENT LIABILITES | 10,400 | 6,753 |
| NON-CURRENT LIABILITIES | 128,880 | 139,202 |
| GROSS INCOME | 13,648 | 16,726 |
| NET INCOME / (LOSS) | (1,304) | 62,185 |

**Insurance Activities**

| | 2017 (in thousands) | 2016 (in thousands) |
|---|---|---|
| CURRENT ASSET | - | 392,178 |
| NON-CURRENT ASSET | - | 169,889 |
| CURRENT LIABILITES | - | 456,338 |
| GROSS UNDERWRITING INCOME | - | 44,099 |
| UNDERWRITING INCOME / (LOSS) | - | 28,151 |
| NET INCOME / (LOSS) | - | 2,144 |

**Drilling Activities**

| | 2017 (in thousands) | 2016 (in thousands) |
|---|---|---|
| CURRENT ASSET | 394,174 | 555,988 |
| NON-CURRENT ASSET | 149,656 | 119,396 |
| CURRENT LIABILITES | 405,023 | 493,446 |
| NON-CURRENT LIABILITIES | 42,128 | 40,616 |
| GROSS INCOME | 145,560 | 237,688 |
| NET INCOME / (LOSS) | (17,240) | 42,431 |

**Manufacturing and Trading Activities**

| | 2017 (in thousands) | 2016 (in thousands) |
|---|---|---|
| CURRENT ASSET | 39,921 | 34,598 |
| NON-CURRENT ASSET | 4,161 | 4,398 |
| CURRENT LIABILITES | 24,190 | 21,790 |
| NON-CURRENT LIABILITIES | 7,319 | 6,065 |
| GROSS INCOME | 16,087 | 25,641 |
| NET INCOME / (LOSS) | 706 | 3,411 |

## Note 10 – Seasonality

There is no seasonality or cyclical factors in the company's operations. The Parent Company has put its copper concentrate production on hold for the time being.

ANNEX "F"

LEPANTO CONSOLIDATED MINING CO.

## *AGING OF ACCOUNTS RECEIVABLE - TRADE*

AS OF JUNE 30, 2017

| *CUSTOMERS* | *CURRENT* | *OVER 30 DAYS* | *OVER 60 DAYS* | *TOTAL* |
|---|---|---|---|---|
| **HERAEUS LTD.** | 45,717,694 | - | - | 45,717,694 |
| | 45,717,694 | - | - | 45,717,694 |

# MANAGEMENT's DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULT OF OPERATIONS

As of June 30, 2017

Consolidated revenues for the second quarter of 2017 amounted to P325.4 million compared with P343.3 million in 2016. Net loss increased to P216.6 million versus P170.9 million the previous year.

For the first half of the year, consolidated revenues improved to P700.9 million versus P694.1 million in the same period last year. Net loss totaled P379.7 million compared with P332.0 million in 2016.

**Mining Operations**

April – June 2017 versus April – June 2016

Gold production from the Victoria continued to decline as the company transitioned towards the joint operation of the Victoria and Copper-Gold Projects to produce gold bullion and gold and silver-bearing copper concentrate, respectively. Gold production dropped to 4,761 ounces from 5,429 ounces last year and silver, from 8,056 ounces to 5,959 ounces on account of lower tonnage and lower mill heads. Metal grades declined to 3.0 g/t from 3.30 g/t last year for gold and to 12.07 g/t from 12.22 g/t last year for silver.

Metal sales went down by P21.35 million to P303.13 million due largely to lower metal production. Consequently, net loss increased to P215.42 million compared with last year's P177.53 million.

Gold price averaged US$1,257.36/oz. versus US$1,260.86/oz. while silver price averaged US$16.86/oz. versus US$16.40/oz. the preceding year. The P/US$ exchange rate averaged P49.86/US$1 compared with P46.54/US$1 last year.

Cost and expenses increased by 2% to P509.4 million from P498.1 million last year due mainly to the increase in milling cost and overhead expenses. Mining cost dropped from P159.6 million to P140.2 million on account of the lower operating development cost (P18.4 million) and major consumables i.e., explosives and accessories (P1.8 million). Milling cost increased by P5.8 million to P51.6 million due to the higher labor cost (P2.0 million); major consumables and operating supplies (P3.1 million); and other services (P0.9 million). Overhead cost went up by 35% to P101.2 million from P74.8 million on account of the higher cost of lime consumption 9P7.2 million); lump sum pay related to collective bargaining agreements of rank and file and local staff unions (P8.1 million); handling, freight and delivery of materials supplies (P7.2 million); and, labor and security services costs of administrative group (P3.7 million).

Production tax went down 7% to P6.1 million due to lesser revenue. Depletion and depreciation cost decreased by P1.5 million to P167.0 million.

Finance cost went up by P0.5 million to P5.8 million due to conversion of short-term loans to term loans. Payment of dollar-denominated loans resulted in a foreign exchange loss of P4.1 million compared with a gain of P0.2 million the previous period.

Other income dropped from P1.2 million to P1.0 million due to lower rental income following the sale of a Cebu property.

January – June 2017 versus January – June 2016

Metal production went down to 10,322 ounces compared with 11,225 ounces of gold last year, and silver from 17,700 ounces to 14,149 ounces due to lower tonnage milled, from 133,060 tonnes to 111,250 tonnes. Metal grades improved to 3.19 g/t from 2.94 g/t last year for gold and to 12.12 g/t from 11.48 g/t last year for silver.

Metal sales went down by P6.1 million to P652.4 million due mainly to lower metal production. Conversely, net loss decreased by P2.6 million to P360.3 million compared with year's P362.8 million.

Gold price averaged US$1,242.10/oz. versus US$1,226.57/oz. while silver price averaged US$17.39/oz. versus US$15.93/oz. the previous year. The P/US$ exchange rate averaged P49.95/US$1 compared with P46.90/US$1 last year.

Cost and expenses decreased by 1% to P998.2 million from P1,012.3 million last year due largely to the reduction in mining, depreciation and depletion costs. Mining cost dropped from P318.5 million to P288.4 million on account of the lower operating development cost (P32.3 million). Depreciation expense went down to P70.6 million versus P94.6 million due to capital assets that have fully depreciated value and/or retired while depletion also decreased by P6.2 million to P253.8 million in relation to the lower tonnage mined, 134,377 versus 117,282 tonnes.

Milling cost increased by P4.1 million to P98.8 million attributable to higher labor cost (P2.6 million); and, major consumables and operating supplies (P2.4 million). Overhead went up by 25% to P187.36 million from P149.61 million on account of higher cost of lime consumption (P10.2 million); lump sum pay related to collective bargaining agreements of rank and file and local staff unions (P8.1 million); handling, freight and delivery of materials supplies (P6.9 million); fees and licenses (P5.0 million); and, labor, medical supplies, security services, and other contractual services costs of administrative group (P6.4 million). Production tax decreased by 1% to P13.05 million due to lesser revenue.

Finance cost dropped slightly from P11.0 million to P10.7 million as short-term loans were settled in the current year. Payment of dollar-denominated loans resulted in a foreign exchange loss of P5.5 million compared with P0.2 million the previous period. Other income remained at P2.1 million.

## BALANCE SHEET MOVEMENTS

June 30, 2017 versus December 31, 2016

Cash and cash equivalents increased by P7.2 million on account of a loan availment by a subsidiary. Inventories and advances to suppliers went up by 7.1% and 37.7%, respectively, due to increased materials and supplies requirements for operations. Other current assets increased by 7.5% or P47.8 million due mainly to the increase in Input Value-Added-Tax and prepaid import charges.

The increase in other noncurrent assets of P38.1 million was due mainly to deferred charges awaiting final recording.

On liabilities, trade and other payables decreased by 6.4% on account of payments. Short-term and long-term borrowings increased by P178.1 million and P127.5 million, respectively, due to availments. Income tax payable decreased due to payment in April 2017 of last year's tax liability.

Capital stock and Additional paid-in Capital increased by 6.5% on account of the stock subscription by way of private placement totaling 3.35 billion shares at P0.15 per share.

Deficit increased by P386.7 million due to net loss from January to June 2017 operations.

## CAPITAL EXPENDITURES

Capital expenditures for the quarter totaled P179.4 million, of which P76.9 million went to exploration; P25.2 million to machinery and equipment; P73.4 million to mine development; and, P3.9 million to maintenance of tailings storage facility 5A.

For the first semester, total capital expenditures amounted to P270.4 million; of which P85.3 million went to exploration; P50.4 million to machinery and equipment; P128.0 million to mine development; and P6.7 million to maintenance of tailings storage facility 5A.

## OUTLOOK FOR THE YEAR

The Copper-Gold Project will start commercial operation in the fourth quarter, following the rehabilitation and debugging of the copper flotation plant. The projected milling tonnage for the year is 303,000 metric tonnes, producing 29,000 ounces of gold, 61,000 ounces of silver and 1,400,000 pounds of copper.

Exploration and development of the Copper-Gold Project will continue this year with a view to ramping milling tonnage up to 3,000 metric tonnes per day by 2019.

## SUBSIDIARIES

The key performance indicator used for the subsidiaries is net income for the first half of the year versus the same period the previous year.

Diamant Manufacturing and Trading Corporation recorded an income of P0.7 million compared with last year's income of P3.4 million. Diamond Drilling Corporation of the Philippines reported a net loss of P17.2 million compared with P42.4 million net income last year. Lepanto Investment and Development Corporation reported a net loss of P117 thousand compared with last year's net loss of P114 thousand. Shipside, Incorporated registered a net loss of P1.3 million against last year's net income of P62.2 million mainly from the sale of land.

## * - KEY PERFORMANCE INDICATORS-LCMC

**Tonnes Milled** which indicate the amount of ore taken for processing, **Milled Head** is the amount of gold per ton milled and **Gold production** which is the final product of the operations. **Metal sales, Cost and Expenses** and **Net Income** round up the review process on how the company is performing vis-à-vis the performance of the same period last year. **Average Gold price** for the period adds another parameter that needs watching notwithstanding that the company has no direct influence on its movement.

**ANNEX "H"**

**LEPANTO CONSOLIDATED MINING COMPANY**
**Impact of Current Global Financial Condition**

## Credit Risk

Credit risk refers to the potential loss arising from any failure by counterparties to fulfill their obligations, as and when they fall due. It is inherent to the business as potential losses may arise due to the failure of its customers and counterparties to fulfill their obligations on maturity dates or due to adverse market conditions.

All gold exports when priced are practically settled on cash basis. Parent Company's existing contracts with gold refineries allow for advances of 98% of payable metals paid in two (2) working days from pricing. Full settlement is normally received within three (3) working days. For copper concentrates, Parent Company's existing contracts with smelters allow for advances of 90% of payable metals paid within two (2) to five (5) working days from pricing. Full settlement, however, takes three (3) to six (6) months..

The Parent Company enters into marketing contracts only with refineries and smelters of established international repute. Since the Parent Company became a primary gold and copper concentrates producer, it has entered into exclusive marketing contracts with Heraeus for gold and Trafigura Beheer BV and Shanghang County Jinshan Trading Co., Ltd. for copper concentrates.
The Group has a significant concentration of credit risk in relation to its trade receivables from Heraeus. Such risk is managed by securing the specific approval of the BOD before entering into contracts with refineries and by assessing the creditworthiness of such refineries..

The credit risk arising from these financial assets arises from default of the counterparty, with maximum exposure equal to the carrying amount of these instruments. The Group's gross maximum exposure to credit risk is equivalent to the carrying values since there are no collateral agreements for these financial assets.

There is no significant exposure to credit risk.

## Market Risk

Market risk is the risk of loss to future earnings, to fair values or to future cash flows that may result from changes in the price of a financial instrument. The value of a financial instrument may change as a result of changes in foreign currency exchanges rates, interest rates, equity prices and other market changes.

## Foreign Exchange Risk

Foreign exchange risk is the risk to earnings or capital arising from changes in foreign exchange rates. The Group takes on exposure to effects of fluctuations in the prevailing foreign currency exchange rates on its consolidated financial statements and consolidated statements of cash flows.

The Group follows a policy to manage its currency risk by closely monitoring its cash flow position and by providing forecast on all other exposures in non-Philippine Peso currencies.

The Group sells its product to the interstates national market. All metal sales are denominated in US$. Dollar conversion of metal sales to Philippine Peso is based on the prevailing exchange rate at the time of sale. The Group also has purchase transactions denominated in AU$.

Foreign currency-denominated liabilities of Parent Company totaled US$1.1 million at the end of second quarter this year. Same amount was revalued at the start of the year based on an exchange rate of P49.72/US$. No revaluation of said liabilities during the current year. Foreign exchange gain or losses due to the movement of the Philippine peso vis a vis the US$ are recognized at year-end on outstanding US$ denominated assets and liabilities. The gain/(loss) on Philippine peso appreciation/(depreciation) against the dollar as a result of settlement of liabilities is reflected as foreign exchange gain/(loss) in the financial statements.

As of the end of the quarter, Far Southeast Gold Resources, Inc., a 60%-owned subsidiary, had total foreign currency-denominated liabilities of US$144.6 million. Said foreign currency liabilities are converted to Philippine peso at the time of their incurrence. No revaluation of said liabilities is done on account of the appreciation/depreciation of the Philippine peso; hence, no foreign exchange gain/loss is recognized for the quarter ended. Settlement of these obligations will be at their recorded value based on the agreement with the creditor/investor.

**Interest Rate Risk**

The Group's exposure to the risk for changes in market interest rate relates primarily to its long-term borrowings with floating interest rates. The Group regularly monitors its exposure to interest rates movements. Management believes that cash generated from operations is sufficient to pay for its obligations under the loan agreements as they fall due.

**Liquidity Risk**

Liquidity risk arises from the possibility that the Group may encounter difficulties in raising funds to meet maturing obligations from financial instruments or that a market for derivatives may not exist in some circumstances.

The Group's objective is to maintain a balance between continuity of funding and flexibility through the use of advances from related parties. The Group considers its available funds and its liquidity in managing its long-term financial requirements. For its short-term funding, the Group's policy is to ensure that there are sufficient capital inflows to match repayments of short-term debt.
As part of its liquidity risk management, the Group regularly evaluates its projected and actual cash flows. It also continuously assesses conditions in the financial markets for opportunities to pursue fund raising activities, in case any requirements arise. Fund raising activities may include bank loans and capital market issues. Accordingly, its loan maturity profile is regularly reviewed to ensure availability of funding through an adequate amount of credit facilities with financial institutions.

**Fair Values**

PFRS defines fair value as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Fair values are obtained from quoted market prices, discounted cash flow models and option pricing models, as appropriate.

*Cash, Receivables, Trade Payables and Accrued Expenses*
The carrying amounts of cash and cash equivalents, receivables and trade and other payables, which are all subject to normal trade credit terms and are short-term in nature, approximate their fair values.

*AFS Investments*
Fair values of investments are estimated by reference to their quoted market price at the end of the reporting period. Unquoted equity securities are carried at cost, net of impairment in value, since fair value of these AFS securities cannot be reliably determined as these securities are not listed and have no available bid price.

*Loans Payable and Borrowings*
Carrying value of the loans payable and borrowings as at end of the quarter approximate their fair values. Borrowings from local banks are all clean loans with interest rates ranging from 5.0% to 7.0%.

ANNEX "I"

**LEPANTO CONSOLIDATED MINING COMPANY AND SUBSIDIARIES**
**FINANCIAL RATIOS**
**PURSUANT TO SRC RULE 68, AS AMENDED**
**JUNE 30, 2017**
**(With comparative annual figures for 2016)**

| | 2ND QUARTER JUNE 2017 | YEAR ENDED DECEMBER 2016 |
|---|---|---|
| Profitability Ratios: | | |
| Return on assets | -2.26% | -4.45% |
| Return on equity | -5.43% | -10.66% |
| Gross profit margin | -35.91% | -29.74% |
| Net profit margin | -54.17% | -47.82% |
| Liquidity and Solvency Ratios: | | |
| Current ratio | 1.15:1 | 1.08:1 |
| Quick ratio | 0.19:1 | 0.20:1 |
| Solvency ratio | 0.00:1 | 0.00:1 |
| Financial Leverage Ratios: | | |
| Asset to equity ratio | 2.40:1 | 2.39:1 |
| Debt to equity ratio | 1.40:1 | 1.39:1 |
| Interest coverage ratio | 34.07:1 | 6.31:1 |