



**KGHM INTERNATIONAL LTD.**  
**Condensed Interim Consolidated Financial Statements**  
September 30, 2014  
(Expressed in millions of U.S. dollars, except where indicated)  
(Unaudited)

**CONDENSED INTERIM CONSOLIDATED STATEMENTS OF  
FINANCIAL POSITION**

(US Dollars in Millions)  
(Unaudited)

	<i>Notes</i>	<b>September 30, 2014</b>	<b>December 31, 2013</b>
<b>ASSETS</b>			
<b>Current</b>			
Cash and cash equivalents		62.6	140.0
Trade and other receivables	6	167.9	192.8
Notes receivable	21	-	104.9
Inventory	5	166.7	157.7
Current corporate tax receivables		8.2	16.6
<b>Total Current Assets</b>		<b>405.4</b>	<b>612.0</b>
Mineral properties, property, plant and equipment	8	968.0	923.5
Intangible assets	9	433.9	398.8
Sierra Gorda JV- Investment	4(a)	602.6	494.2
Sierra Gorda JV- Subordinated loans	4(b)	1,588.9	1,121.5
Environmental trust and bonds		42.3	48.1
Other non-current assets	7	73.8	54.2
Deferred income tax assets		81.6	89.3
<b>Total Non-Current Assets</b>		<b>3,791.1</b>	<b>3,129.6</b>
<b>Total Assets</b>		<b>4,196.5</b>	<b>3,741.6</b>
<b>LIABILITIES AND SHAREHOLDERS' EQUITY</b>			
<b>Current</b>			
Accounts payable and accrued liabilities	10	126.8	125.1
Current provisions	14	19.4	17.4
Other current liabilities		14.2	5.3
KGHM Cash Pooling	13	52.8	-
Derivative liabilities	15	8.1	9.3
Current portion of deferred revenue	11	23.9	9.5
Current corporate tax liabilities		0.8	8.2
<b>Total Current Liabilities</b>		<b>246.0</b>	<b>174.8</b>
Borrowings and finance lease liabilities	12	665.7	498.5
Deferred revenue	11	147.5	156.8
Provisions	14	139.1	134.5
Derivative liabilities	15	40.8	42.4
Deferred income tax liabilities		204.6	205.5
<b>Total Non-Current Liabilities</b>		<b>1,197.7</b>	<b>1,037.7</b>
<b>Total Liabilities</b>		<b>1,443.7</b>	<b>1,212.5</b>
<b>Shareholders' Equity</b>			
Share capital	16	2,061.5	1,851.5
Accumulated other comprehensive gain		0.4	0.1
Retained earnings		690.9	677.5
<b>Total Shareholders' Equity</b>		<b>2,752.8</b>	<b>2,529.1</b>
<b>Total Liabilities and Shareholders' Equity</b>		<b>4,196.5</b>	<b>3,741.6</b>

Commitments (Note 23), Contingencies (Note 24)

The accompanying notes are an integral part of these condensed interim consolidated financial statements.

**KGHM International Ltd.**

**CONDENSED INTERIM CONSOLIDATED STATEMENTS OF  
COMPREHENSIVE INCOME (LOSS)**

(US Dollars in Millions)  
(Unaudited)

	<i>Notes</i>	<b>Three months ended September 30, 2014</b>	<b>Three months ended September 30, 2013</b>	<b>Nine months ended September 30, 2014</b>	<b>Nine months ended September 30, 2013</b>
Net revenues	17	206.5	223.7	532.7	810.0
Cost of sales	17	201.1	217.5	526.7	713.0
Income from mining operations		5.4	6.2	6.0	97.0
General and administrative	19	9.8	9.9	29.6	36.6
Finance income	20(a)	(24.8)	(24.5)	(68.9)	(60.6)
Finance expense	20(b)	15.1	13.5	43.4	36.2
Other income	20(c)	(11.7)	(12.7)	(20.9)	(30.5)
Other expense		0.6	1.2	3.5	3.7
Impairment of marketable securities		0.1	-	0.1	35.1
Foreign exchange loss (gain)		3.5	(1.4)	4.0	14.0
<b>Earnings before income taxes</b>		<b>12.8</b>	<b>20.2</b>	<b>15.2</b>	<b>62.5</b>
Income tax expense	18	(1.2)	(6.6)	(1.8)	(32.4)
<b>Earnings for the period</b>		<b>11.6</b>	<b>13.6</b>	<b>13.4</b>	<b>30.1</b>
<b>Other comprehensive income</b>					
Unrealized gain (loss) on marketable securities		0.1	1.9	0.3	(2.6)
Reversal due to impairment of marketable securities		-	-	-	26.8
<b>Total comprehensive income</b>		<b>11.7</b>	<b>15.5</b>	<b>13.7</b>	<b>54.3</b>
<b>Earnings per share</b>					
Basic		\$ 0.03	\$ 0.07	\$ 0.05	\$ 0.15
Diluted		\$ 0.03	\$ 0.07	\$ 0.05	\$ 0.15
Weighted average shares outstanding - basic		362.6	199.8	286.7	199.8
Weighted average shares outstanding - diluted		362.6	199.8	286.7	199.8

The accompanying notes are an integral part of these condensed interim consolidated financial statements.

**KGHM International Ltd.**

**CONDENSED INTERIM CONSOLIDATED STATEMENTS OF  
CHANGES IN SHAREHOLDER'S EQUITY**

(US Dollars in Millions)  
(Unaudited)

	<i>Notes</i>	<b>Share capital</b>	<b>Accu. other comp. income</b>	<b>Retained earnings</b>	<b>Total</b>
<b>Balances, January 1, 2014</b>		1,851.5	0.1	677.5	2,529.1
Issue of common shares	<i>16</i>	210.0	-	-	210.0
Unrealized gain on marketable securities		-	0.3	-	0.3
Earnings for the period		-	-	13.4	13.4
<b>Balances, September 30, 2014</b>		<b>2,061.5</b>	<b>0.4</b>	<b>690.9</b>	<b>2,752.8</b>

	<i>Notes</i>	<b>Share capital</b>	<b>Accu. other comp. income</b>	<b>Retained earnings</b>	<b>Total</b>
<b>Balances, January 1, 2013</b>		1,851.5	(22.2)	668.1	2,497.4
Unrealized loss on marketable securities		-	(2.6)	-	(2.6)
Reversal due to impairment of marketable securities		-	26.8	-	26.8
Earnings for the period		-	-	30.1	30.1
<b>Balances, September 30, 2013</b>		<b>1,851.5</b>	<b>2.0</b>	<b>698.2</b>	<b>2,551.7</b>

The accompanying notes are an integral part of these condensed interim consolidated financial statements.

**KGHM International Ltd.**

**CONDENSED INTERIM CONSOLIDATED STATEMENTS OF  
CASH FLOWS**

(US Dollars in Millions)

(Unaudited)

	<i>Notes</i>	Three months ended September 30, 2014	Three months ended September 30, 2013	Nine months ended September 30, 2014	Nine months ended September 30, 2013
<b>OPERATING ACTIVITIES</b>					
Earnings for the period		11.6	13.6	13.4	30.1
Adjustment for:					
Amortization, depletion and depreciation		40.3	48.6	106.4	117.1
Depreciation capitalized to deferred stripping asset		(1.3)	(0.7)	(3.4)	(1.6)
Impairment of marketable securities		0.1	-	0.1	35.1
Non-cash (gain) loss on derivatives	<i>15</i>	(1.5)	1.6	(2.8)	(3.6)
Amortization of deferred revenue	<i>11</i>	(2.6)	(2.5)	(7.3)	(8.1)
Foreign exchange loss (gain)		1.6	(0.1)	2.3	11.7
Income tax expense	<i>18</i>	1.2	6.6	1.8	32.4
Finance income		(24.5)	(23.1)	(68.4)	(55.3)
Finance expense		13.6	10.9	39.8	31.7
Other income		(6.4)	(5.5)	(6.4)	(5.8)
Other expense		2.4	(0.8)	7.8	2.8
		<b>34.5</b>	<b>48.6</b>	<b>83.3</b>	<b>186.5</b>
Net changes in non-cash working capital	<i>22</i>	41.0	(19.0)	12.2	37.9
Interest paid on borrowings and finance lease		(2.1)	(0.1)	(25.6)	(19.5)
Income tax refund received/ (paid)		17.9	(2.4)	6.0	(16.7)
<b>Cash provided from operating activities</b>		<b>91.3</b>	<b>27.1</b>	<b>75.9</b>	<b>188.2</b>
<b>INVESTING ACTIVITIES</b>					
Additions to mineral properties, plant and equipment		(66.9)	(37.0)	(173.1)	(100.0)
Proceeds from disposal of mineral properties, plant and equipment		-	1.0	0.2	1.5
Deposits for environmental trust and bonds		-	-	-	(5.4)
Cash released from environmental trust and bonds		-	61.2	5.4	62.3
Proceeds from sale of marketable securities		-	24.4	-	32.2
Increase in Sierra Gorda JV- Subordinated loans	<i>4</i>	(66.0)	(184.6)	(364.3)	(459.8)
Increase in Sierra Gorda JV- Investments	<i>4</i>	(154.0)	(1.8)	(154.0)	(2.7)
Notes receivable	<i>21</i>	-	-	105.6	34.6
<b>Cash used in investing activities</b>		<b>(286.9)</b>	<b>(136.8)</b>	<b>(580.2)</b>	<b>(437.3)</b>
<b>FINANCING ACTIVITIES</b>					
Proceeds from KGHM Cash Pooling	<i>13</i>	27.8	-	52.8	-
Finance lease payments		(0.4)	(0.6)	(1.6)	(0.9)
Draw down of Corporate Facility	<i>12</i>	48.0	-	168.0	-
Proceeds from issue of common shares	<i>16</i>	66.0	-	210.0	-
<b>Cash provided from (used in) financing activities</b>		<b>141.4</b>	<b>(0.6)</b>	<b>429.2</b>	<b>(0.9)</b>
<b>Effect of foreign exchange rate changes on cash and cash equivalents</b>		<b>(1.6)</b>	<b>0.1</b>	<b>(2.3)</b>	<b>(11.7)</b>
<b>Net decrease in cash and cash equivalents during the period</b>		<b>(55.8)</b>	<b>(110.2)</b>	<b>(77.4)</b>	<b>(261.7)</b>
<b>Cash and cash equivalents, beginning of period</b>		<b>118.4</b>	<b>385.9</b>	<b>140.0</b>	<b>537.4</b>
<b>Cash and cash equivalents, end of period</b>		<b>62.6</b>	<b>275.7</b>	<b>62.6</b>	<b>275.7</b>

The accompanying notes are an integral part of these condensed interim consolidated financial statements.

**NOTES TO CONDENSED INTERIM CONSOLIDATED  
FINANCIAL STATEMENTS**

(US Dollars in Millions)

Nine months ended September 30, 2014

(Unaudited)

**1. NATURE OF OPERATIONS**

KGHM International Ltd. (“KGHMI” or the “Group”) (formerly Quadra FNX Mining Ltd) (“Quadra FNX”) was incorporated in Canada on May 15, 2002 under the British Columbia Company Act. KGHMI is a subsidiary of KGHM Polska Miedź S.A (“KGHM”), a company based in Poland that operates three mines and two smelter/refineries in Poland. KGHM acquired the Group through a court-approved Plan of Arrangement that closed on March 5, 2012.

The Group is in the business of developing and operating mines, with a focus on base metals, particularly copper. The Group’s principal place of business is Canada. KGHMI’s head office is located at Suite 500-200 Burrard Street, Vancouver, British Columbia, V6C 3L6. The Group has five operating mines: the Robinson mine in Nevada; the Levack mine, including the Morrison deposit, in Ontario; the Franke mine in Chile; the Carlota mine in Arizona; and the McCreedy West mines in Ontario. The Podolsky mine substantially ceased operations during the first quarter of 2013 and is currently under care and maintenance, pending environmental closure. On September 14, 2011, the Group formed a joint venture (“Sierra Gorda JV”) with Sumitomo Metal Mining Co. Ltd. and Sumitomo Corporation (collectively “Sumitomo”) to develop the Sierra Gorda copper-molybdenum project in Chile (Note 4). The Group also owns an advanced exploration project (“Victoria”) in Sudbury, Ontario.

The Robinson, Franke and Carlota mines are open pit copper mines, with some byproduct gold and molybdenum at Robinson, and Levack/Morrison and McCreedy West (collectively “the Sudbury Operations”) are underground mines producing copper with byproduct nickel, platinum, palladium and gold. The Sudbury Operations, the Victoria project and a mining services business (“DMC”), were acquired on May 20, 2010, when the Group completed a merger with FNX Mining Company Ltd. (“FNX”).

**2. BASIS OF PRESENTATION**

**a) Basis of presentation and measurement**

The unaudited condensed interim consolidated financial statements have been prepared in accordance with IAS 34 Interim financial reporting as issued by the International Accounting Standards Board (“IASB”). The consolidated financial statements should be read in conjunction with the annual financial statements for the year ended December 31, 2013, which have been prepared in accordance with IFRS as issued by the IASB.

The Board of Directors (“BoD”) approved these financial statements for issue on November 12, 2014.

**b) Basis of consolidation**

These condensed interim consolidated financial statements include the accounts of the Group and its controlled subsidiaries. Control is achieved when the Group has the rights to variable returns and rights to affect those returns from its involvement with its subsidiaries. All subsidiaries are wholly-owned. The Sierra Gorda JV, of which the Group owns 55%, is accounted for using the equity method. The results of subsidiaries acquired or disposed of during the period are included in the condensed interim consolidated statements of comprehensive income (loss) from the effective date of acquisition or to the date of disposal. Intergroup balances and transactions are eliminated on consolidation.

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**c) Use of estimates and judgments**

Areas of critical accounting estimates and judgments that have the most significant effect on the amounts recognized in the financial statements are disclosed in Note 2(c) of the Group's consolidated financial statements as at and for the year ended December 31, 2013.

**3. SIGNIFICANT ACCOUNTING POLICIES**

These financial statements have been prepared using the same accounting policies as those disclosed in Note 3 to the Group's annual audited consolidated financial statements for the year ended December 31, 2013.

**New pronouncements adopted**

**IFRIC 21 Accounting for levies imposed by governments**

IFRIC 21 is an interpretation of IAS 37 Provisions, Contingent Liabilities and Contingent Assets. IFRIC 21 clarifies that the obligating event giving rise to a liability to pay a levy is the activity described in the relevant legislation that triggers payment of the levy. IFRIC 21 was adopted by the Group on January 1, 2014.

The adoption of IFRIC 21 did not affect the Group's financial results or disclosures as the Group's analysis determined that no changes were required to the existing accounting treatment of levies.

**New IFRS Pronouncements**

In May 2014, IFRS 15 Revenue from Contracts with Customers ("IFRS 15") was issued, which is applicable for annual reporting periods beginning on or after January 1, 2017, with an option for early adoption. IFRS 15 establishes principles to address the nature, amount, timing and uncertainty of revenue and cash flows arising from an entity's contracts with customers. The Group is in the process of analyzing the impact of IFRS 15 and determining the effect on the consolidated financial statement.

**4. SIERRA GORDA JV**

**(a) Sierra Gorda JV- Investment**

The Group and Sumitomo formed a joint venture on September 14, 2011 to develop the Sierra Gorda copper-molybdenum project in Chile. The joint venture operates through a jointly-controlled entity owned 55% by the Group and 45% by Sumitomo and is being accounted for using the equity method. During the three months ended September 30, 2014, the Group contributed equity of \$154.0 to the joint venture.

The Group's investment in the Sierra Gorda JV at September 30, 2014 was \$602.6 (December 31, 2013- \$494.2).

**(b) Sierra Gorda JV- Subordinated loans**

As of September 30, 2014 the Group had funded \$1,388.9 (December 31, 2013- \$1,024.5) to the Sierra Gorda JV through subordinated loan agreements. The balance as at September 30, 2014 includes accrued interest of \$200.0

**NOTES TO CONDENSED INTERIM CONSOLIDATED  
FINANCIAL STATEMENTS**

(US Dollars in Millions)

Nine months ended September 30, 2014

(Unaudited)

(December 31, 2013- \$97.1). For the period ended September 30, 2014, the Group recorded interest income of \$64.6 (September 30, 2013- \$52.5) (Note 20(a)). Subject to the subordinated conditions to the Senior Project loans, interest and principal of the subordinated loans are payable on demand. The subordinated loans form part of the security arrangement under the Senior Project loans.

**(c) Contractual Commitments**

At September 30, 2014, the Group's proportionate 55% share of the contractual commitments with respect to the Sierra Gorda JV related to the construction and operation of the mine were as follows: \$162.9 in 2014, \$215.0 in 2015 and \$1,377.7 for 2016.

During the year ended December 31, 2013, Sierra Gorda entered into lease agreements to lease various mine equipment. The Group's proportionate share of the minimum lease payments totaled \$155.8 as at September 30, 2014 (December 31, 2013- \$34.3). These leases are accounted for as finance leases with a term of 84 months and most bear an interest rate of 90-day LIBOR plus a spread.

As at September 30, 2014, the Sierra Gorda JV had cash and cash equivalents of \$346.8 (December 31, 2013- \$285.8).

**(d) Contingencies**

**Port Matters**

In January 2014, some citizens of Antofagasta filed two Constitutional legal actions before the Court of Appeals of Antofagasta to stop the construction of the warehouse at the port of Antofagasta. The intention of the legal action was to obtain annulment of the permits to transport and store of the JV's copper concentrate. On February 26, 2014, the Court of Appeals of Antofagasta ruled in favour of the plaintiffs and annulled all permits, requesting the JV to re-enter the environmental evaluation system including all activities. The JV appealed to the Supreme Court. On August 4, 2014, the Supreme Court reversed the judgment of the Court of Appeals of Antofagasta made in February 2014. Due to the reversals of such annulments, the construction of the warehouse at the port of Antofagasta restarted in late August but the delay has caused concentrate shipments to temporarily be transported by truck.

**5. INVENTORY**

	<b>September 30, 2014</b>	<b>December 31, 2013</b>
Robinson copper concentrate	19.8	8.5
Carlota leach pad inventory	67.8	59.9
Franke leach pad inventory	15.5	15.4
Copper cathode	5.0	4.8
Supplies	48.5	51.9
Robinson ore stockpile	10.1	16.6
Sudbury crushed ore inventory	-	0.6
	<b>166.7</b>	<b>157.7</b>



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Nine months ended September 30, 2014

(Unaudited)

For the nine months ended September 30, 2014 (September 30, 2013- \$Nil), cost of sales includes \$14.6 due to an inventory write down at Robinson during the first quarter to reduce the concentrate and ore stockpile inventory to net realizable value.

During the second quarter of 2014, a reversal of impairment was recognized in cost of sales which increased Carlota's leach pad inventory by \$11.5. The reversal of impairment was triggered by a new leaching methodology which is expected to recover copper in areas of the leach pad where lower than expected recovery was experienced and therefore written down in 2010.

**6. TRADE AND OTHER RECEIVABLES**

	<b>September 30, 2014</b>	<b>December 31, 2013</b>
Trade receivables	145.9	163.7
Receivable from Sierra Gorda JV (Note 21)	7.7	9.5
Receivable from Bidco	0.3	-
Receivable from KGHM and other related parties	0.4	0.8
Prepaid expenses and advances to suppliers	10.1	14.8
Other receivables	3.5	4.0
	<b>167.9</b>	<b>192.8</b>

The net carrying value of trade and other receivables approximates fair value. The Group has multiple terms of payment with its customers depending on type of product shipped, and as such, the carrying values are the Group's maximum credit risk associated with each classification of receivables. These receivables are neither collateralized nor secured.

The Group's allowance for doubtful accounts is \$Nil for the period ended September 30, 2014 (December 31, 2013- \$0.4).

Trade receivables as at September 30, 2014 include receivables that pertain to construction contracts of \$40.5 (December 31, 2013- \$13.4) and retention on construction contracts of \$15.7 (December 31, 2013- \$21.6).

**KGHM International Ltd.**

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(US Dollars in Millions)  
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**7. OTHER NON-CURRENT ASSETS**

	<b>September 30,</b>	<b>December 31,</b>
	<b>2014</b>	<b>2013</b>
Security deposits for equipment	1.4	1.4
Receivable from Sierra Gorda JV (Note 21)	31.0	9.2
Prepaid on long term contracts	5.8	6.7
Restricted cash	30.0	30.9
Other	5.6	6.0
	<b>73.8</b>	<b>54.2</b>

Restricted cash relates to various cash backed letters of credit including letters of credit to BHP Billiton Canada Inc. for the work being performed by DMC Mining Services.

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Nine months ended September 30, 2014  
(Unaudited)

**8. MINERAL PROPERTIES, PROPERTY, PLANT AND EQUIPMENT**

	<b>Land and buildings</b>	<b>Mineral property acquisition and development</b>	<b>Machinery and equipment</b>	<b>Assets under construction</b>	<b>Total</b>
<b>At December 31, 2013</b>					
Cost	60.5	1,481.8	609.4	23.2	2,174.9
Accumulated depletion, depreciation and amortization	(24.0)	(376.8)	(258.5)	-	(659.3)
Accumulated impairment	(20.8)	(421.6)	(149.7)	-	(592.1)
<b>Net book value</b>	<b>15.7</b>	<b>683.4</b>	<b>201.2</b>	<b>23.2</b>	<b>923.5</b>

**Period ended September 30, 2014**

**Change in Cost**

Additions	-	94.9	10.7	37.8	143.4
Disposal	-	-	(1.9)	(0.8)	(2.7)
Increase in site closure and reclamation asset	-	6.8	-	-	6.8
Transfers	9.8	8.4	(0.1)	(18.1)	-
<b>Subtotal</b>	<b>9.8</b>	<b>110.1</b>	<b>8.7</b>	<b>18.9</b>	<b>147.5</b>

**Change in Accumulated Amortization**

Reversal of accumulated depletion, depreciation and amortization on disposal	-	-	1.9	-	1.9
Depletion, depreciation and amortization charge	(2.5)	(74.1)	(28.3)	-	(104.9)
<b>Subtotal</b>	<b>(2.5)</b>	<b>(74.1)</b>	<b>(26.4)</b>	<b>-</b>	<b>(103.0)</b>

**At September 30, 2014**

Cost	70.3	1,591.9	618.1	42.1	2,322.4
Accumulated depletion, depreciation and amortization	(26.5)	(450.9)	(284.9)	-	(762.3)
Accumulated impairment	(20.8)	(421.6)	(149.7)	-	(592.1)
<b>Net book value</b>	<b>23.0</b>	<b>719.4</b>	<b>183.5</b>	<b>42.1</b>	<b>968.0</b>

Machinery and equipment includes \$11.8 related to two finance leases agreements entered during the year ended December 31, 2013. Finance lease obligations are \$2.7 due within one year, \$4.6 due within one to three years and \$1.2 due after three years.

Additions to mineral property include deferred stripping cost at Robinson of \$81 (December 31, 2013- \$89.3).

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**9. INTANGIBLE ASSETS**

	<b>Exploration and evaluation assets</b>	<b>Water rights</b>	<b>Other intangible assets</b>	<b>Software</b>	<b>Goodwill</b>	<b>Total</b>
<b>At December 31, 2013</b>						
Cost	153.0	59.1	2.4	9.7	180.6	404.8
Accumulated depletion, depreciation and amortization	-	-	(0.3)	(5.7)	-	(6.0)
<b>Net book value</b>	<b>153.0</b>	<b>59.1</b>	<b>2.1</b>	<b>4.0</b>	<b>180.6</b>	<b>398.8</b>

**Period ended September 30, 2014**

**Change in Cost**

Additions	35.7	0.1	-	0.8	-	36.6
Subtotal	35.7	0.1	-	0.8	-	36.6

**Change in Accumulated Amortization**

Depletion, depreciation and amortization charge	-	-	(0.4)	(1.1)	-	(1.5)
Subtotal	-	-	(0.4)	(1.1)	-	(1.5)

**At September 30, 2014**

Cost	188.7	59.2	2.4	10.5	180.6	441.4
Accumulated depletion, depreciation and amortization	-	-	(0.7)	(6.8)	-	(7.5)
<b>Net book value</b>	<b>188.7</b>	<b>59.2</b>	<b>1.7</b>	<b>3.7</b>	<b>180.6</b>	<b>433.9</b>

**NOTES TO CONDENSED INTERIM CONSOLIDATED  
FINANCIAL STATEMENTS**

(US Dollars in Millions)  
Nine months ended September 30, 2014  
(Unaudited)

**10. ACCOUNTS PAYABLE AND ACCRUED LIABILITIES**

	<b>September 30, 2014</b>	<b>December 31, 2013</b>
Liabilities from deliveries and services	57.1	59.9
Payables to Sierra Gorda JV (Note 21)	0.3	-
Payables to KGHM	1.3	-
Liabilities from employee taxes and social security	3.4	3.9
Liabilities for wages	1.4	2.2
Other financial liabilities	2.4	1.8
Accrued expenses	60.9	57.3
	<b>126.8</b>	<b>125.1</b>

**11. DEFERRED REVENUE**

**a) FNX Deferred Revenue:**

The Group has recognized, as deferred revenue, a prepayment received previously by FNX from Franco-Nevada Corporation for the delivery of 50% of the contained gold, platinum and palladium in ore mined and shipped from the existing Sudbury Operations.

**b) DMC Deferred Revenue**

During the third quarter of 2014, DMC recognized \$12.4 as deferred revenue on construction contracts.

FNX Balance - December 31, 2013 (a)	166.3
Recognized DMC (b)	12.4
Recognized into revenue FNX (a)	(7.3)
Recognized into revenue DMC (b)	-
Balance - September 30, 2014	171.4
Current	(23.9)
Non-Current	147.5

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**12. BORROWINGS AND FINANCE LEASE LIABILITIES**

	<b>September 30, 2014</b>	<b>December 31, 2013</b>
Borrowings	659.8	490.7
Finance lease	5.9	7.8
	<u>665.7</u>	<u>498.5</u>

<b>Borrowings</b>	<b>September 30, 2014</b>	<b>December 31, 2013</b>
Senior notes	500.0	500.0
Senior note issue costs	(12.3)	(12.3)
Cumulative amortization of senior note issue costs	4.1	3.0
Corporate Facility	168.0	-
	<u>659.8</u>	<u>490.7</u>

**a) Borrowings**

In June 2011, the Group issued \$500.0 aggregate principal amount of 7.75% senior unsecured notes (“Notes”) due 2019 in a private placement. The Notes are carried at amortized cost. The fair market value of the face value of the notes at September 30, 2014 is \$530.5 (December 31, 2013 - \$525.5) based on a trading price of 106.1 (December 31, 2013- 105.1) per 100.

These Notes contain certain covenants that limit the Group’s ability and the ability of certain subsidiaries to, incur additional indebtedness and issue preferred stock, create liens, make restricted payments, create or permit to exist restrictions on the ability of the Group or certain subsidiaries to make certain payments and distributions, engage in amalgamations, mergers or consolidations, make certain dispositions and transfers of assets, or engage in transactions with affiliates.

The Group may redeem, prior to June 15, 2015 the Notes in whole or in part at 100.0% of their principal amount, plus accrued interest plus the greater of 1.0% of the principal amount of the note to be redeemed and the excess, if any, of the present value of the June 15, 2015 redemption price plus required interest payments through June 15, 2015 over the principal amount of the note.

The group may redeem the Notes at any time on or after June 15, 2015 at the redemption prices and periods set forth below, plus accrued and unpaid interest:

June 15, 2015.....	103.875%
June 15, 2016.....	101.938%
June 15, 2017 and thereafter .....	100.000%

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Upon specified change of control events, each holder of a note will have the right to require the Group to purchase all or a portion of the Notes at a purchase price in cash equal to 101% of the principal amount, plus accrued interest to the date of purchase.

At September 30, 2014, no mandatory principal repayments are required in the next five years.

**b) Corporate Facility**

During the second quarter of 2013, the Group entered into a \$200.0 senior secured revolving corporate credit facility (“the Corporate Facility”) with a syndicate of banks dated for reference June 19, 2013. The Corporate Facility matures on June 19, 2017 and bears interest at LIBOR plus a margin dependent on the Group’s net indebtedness to rolling EBITDA ratio.

The Corporate Facility is secured against the present and future real property of the Group, excluding assets related to Sierra Gorda and is subject to maintenance of ratios relating to (i) interest coverage (ii) net indebtedness to rolling EBITDA and maintenance of tangible net worth. In addition until certain security interests are perfected, such interests to be completed by June 19, 2014, the Group must maintain a cash balance of \$100.0 in North American based accounts. Failure to maintain these and other standard covenants for the facility of this type could result in the termination and repayment of the Corporate Facility.

In June 2014, the Group received a 60 day extension to perfect security interests required under the Corporate Facility to August 18, 2014. The security interests were perfected pursuant to an amendment to the Corporate Facility dated July 28, 2014. The registration of the security interest was completed on August 1, 2014 and the requirement to maintain a cash balance of \$100.0 in North America was no longer required.

The Group was in compliance with the covenants of the Corporate Facility during the period ended September 30, 2014.

During the first quarter of 2014, KGHM replaced the letter of credit of \$137.5 that had been issued on behalf of the Group for the Sierra Gorda JV power purchase agreement under the Corporate Facility thereby releasing \$137.5 of capacity in the Corporate Facility. During the second quarter of 2014, KGHM replaced the remaining letters of credit that were issued under the Corporate Facility as well as issued an additional \$5.4 letter of credit to replace the environmental bonds redeemed at Robinson. At September 30, 2014 KGHM held \$215.0 of letters of credit on behalf of the Group.

During the nine months ended September 30, 2014, the Group drew \$168.0 in cash from the Corporate Facility. The below table summarizes the usage of the Corporate Facility:

	<b>Letters of Credit</b>	<b>Loans</b>	<b>Total</b>
Balance at December 31, 2013	198.5	-	198.5
Issued for reclamation bonding during the period	11.1	-	11.1
Replaced by KGHM for Sierra Gorda JV	(137.5)	-	(137.5)
Replaced by KGHM for reclamation bonding	(72.1)	-	(72.1)
Draw down of the Corporate Facility	-	168.0	168.0
Balance at September 30, 2014	-	168.0	168.0

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**13. KGHM Cash Pooling**

During the second quarter of 2014, the Group entered into a \$100.0 cash pooling agreement with its parent company KGHM (“Cash Pooling”). The Cash Pooling bears interest at LIBOR plus margin. The Cash Pooling is unsecured and is subordinated and postponed to the Corporate Facility; in addition repayments of advances are subject to limitations governed by the Corporate Facility and there are no fixed terms of repayment. As of September 30, 2014, the Group had utilized \$52.8 under the Cash Pooling.

**14. PROVISIONS**

Site closure and reclamation provisions by mineral property are as follows:

	<b>September 30, 2014</b>	<b>December 31, 2013</b>
Site closure and reclamation provision	150.3	148.8
Carlota termination benefits and others	8.2	3.1
<b>Total provisions</b>	<b>158.5</b>	<b>151.9</b>
Current	19.4	17.4
Long term	139.1	134.5
<b>Total provisions</b>	<b>158.5</b>	<b>151.9</b>

Site closure and reclamation provisions are as follows:

Balance at December 31, 2013	148.8
Change in estimated timing and amount of closure cost	(3.9)
Increase in provision due to change in discount rate	4.3
Reclamation work done to reduce liability	(1.4)
Unwinding of discount	2.5
<b>Balance at September 30, 2014</b>	<b>150.3</b>
Current	14.0
Non Current	136.3

Discount rates used in the estimation of the provision at September 30, 2014 were 2.0% - 2.5% for US operations, 1.3% for Chile operations and 2.2% - 2.7% for Canadian operations (for December 31, 2013 the discount rates used were 1.8% - 3.4%, 2.3% and 2.6% - 2.8% respectively).

The reclamation cost estimates are discounted at a pre-tax risk free rate specific to each liability.

The closure cost estimates are subject to change based on amendments to laws and regulations. The Group is not able to determine the impact on its financial position, if any, of environmental laws and regulations that may be enacted in the future.



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**15. DERIVATIVE INSTRUMENTS**

As at September 30, 2014 the Group's derivative instruments comprised of long-term supply contracts and foreign currency supply contracts.

**Long-term supply contracts**

The Group has long-term supply contracts for sulphuric acid and water with contracted prices that are subject to adjustment based on the prevailing copper prices. The acid contract has a low base price, but requires an additional \$2.50/tonne to be paid for each \$0.10/lb that the copper price exceeds \$1.10/lb. Similarly, the water contract requires that an additional \$0.08/cubic metre be paid for each \$0.15/lb that copper price exceeds \$1.50/lb. The minimum commitment under the contracts is estimated to be \$4.1 per annum for acid and \$1.1 per annum for water.

These copper price escalation clauses create embedded derivatives in the acid and water supply contracts. As of September 30, 2014, the fair value of the embedded derivative liabilities was \$48.9 (December 31, 2013 - \$51.7) and for the nine months ended September 30, 2014 a gain of \$2.8 (September 30, 2013- \$3.6) was recognized in other income. The following significant assumptions were used:

- Copper price in the range of \$2.98/lb to \$3.31/lb from 2014 to 2022.
- Discount rate: 11%

**Foreign currency supply contracts**

**i. Chilean Pesos (CLP)**

The Group entered into a number of foreign currency contracts to sell \$200.0 in CLP with a strike price of 525 at a cost of \$1.4 which expired between January and March 2014 unexercised.

**ii. Canadian Dollars**

The Group entered into a number of foreign currency contracts to sell \$62.5 in CAD with a strike price of 1.1 at a cost of \$0.9, with settlements date between August and December 2014. Foreign currency contracts to sell \$37.5 remain outstanding as of September 30, 2014. Derivative loss recognized for the nine months ended September 30, 2014 resulting from this contract is \$0.7.

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**16. SHARE CAPITAL**

**Common Shares**

The Group has authorized share capital of 1,000,000,000 common shares (“Shares”) with no par value.

	Number of Shares	Amount
Balance at January 1, 2014	199,836,316	1,851.5
Capital Stock issued	231,126,000	210.0
Balance at September 30, 2014	430,962,316	2,061.5

During the nine months ended September 30, 2014, the Group issued 231,126,000 common shares to its shareholder KGHM for total proceeds of \$210.0.

**17. SEGMENTED INFORMATION**

The Group’s reportable operating segments are individual mine operations and development projects, being Robinson, Carlota, Franke, Sudbury Operations, DMC, other mineral properties and Corporate. The corporate segment is responsible for the oversight of the Group’s mineral properties and corporate administration. The Sudbury operations of the Group holds the goodwill established during the merger with FNX Mining Ltd. on May 20, 2010.

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	Robinson (USA) <sup>(a)</sup>	Carlota (USA)	Franke (Chile)	Sudbury Operations (Cda) <sup>(a)</sup>	DMC	Corporate & Other	Total
Copper revenues	80.4	17.9	42.6	29.4	-	-	170.3
Nickel revenues	-	-	-	11.7	-	-	11.7
Other by-product revenues	9.0	-	-	8.6	-	-	17.6
Contract mining revenues	-	-	-	-	25.2	-	25.2
Treatment charges	(8.6)	-	-	(9.7)	-	-	(18.3)
<b>Net revenues</b>	<b>80.8</b>	<b>17.9</b>	<b>42.6</b>	<b>40.0</b>	<b>25.2</b>	<b>-</b>	<b>206.5</b>
Depreciation and amortization	19.6	-	2.9	14.8	1.2	-	38.5
Employee benefits expense	8.7	3.5	5.3	6.8	13.6	-	37.9
Raw materials, other consumables and energy	20.8	6.9	16.0	6.5	4.6	-	54.8
Office expenses	2.9	0.9	2.5	2.1	0.9	-	9.3
External services	6.4	1.1	3.8	5.2	10.9	-	27.4
Royalties and mineral taxes	2.4	0.5	0.5	-	-	-	3.4
Changes in inventories	13.3	0.4	5.4	(0.6)	-	-	18.5
Distribution costs	9.4	-	0.8	1.1	-	-	11.3
<b>Income (loss) from operations</b>	<b>(2.7)</b>	<b>4.6</b>	<b>5.4</b>	<b>4.1</b>	<b>(6.0)</b>	<b>-</b>	<b>5.4</b>
General and administrative	-	-	-	-	-	9.8	9.8
Finance income	-	-	-	-	-	(24.8)	(24.8)
Finance expense	-	-	-	-	-	15.1	15.1
Other income	-	-	-	-	-	(11.7)	(11.7)
Other expense	-	-	-	-	-	0.6	0.6
Impairment of marketable securities	-	-	-	-	-	0.1	0.1
Foreign exchange loss	-	-	-	-	-	3.5	3.5
<b>Segment earnings (loss) before tax</b>	<b>(2.7)</b>	<b>4.6</b>	<b>5.4</b>	<b>4.1</b>	<b>(6.0)</b>	<b>7.4</b>	<b>12.8</b>
<b>Capital expenditures</b>	<b>38.9</b>	<b>-</b>	<b>0.2</b>	<b>7.6</b>	<b>-</b>	<b>23.8</b>	<b>70.5</b>
<b>Segment non-current assets as at September 30, 2014</b>	<b>347.3</b>	<b>70.6</b>	<b>113.6</b>	<b>721.5</b>	<b>38.0</b>	<b>2,500.1</b>	<b>3,791.1</b>
<b>Segment assets as at September 30, 2014</b>	<b>438.1</b>	<b>150.8</b>	<b>171.2</b>	<b>802.2</b>	<b>111.3</b>	<b>2,522.9</b>	<b>4,196.5</b>

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	Robinson (USA)	Carlota (USA)	Franke (Chile)	Sudbury Operations (Cda)	DMC	Corporate & Other	Total
Copper revenues	60.4	15.0	44.2	36.6	-	-	156.2
Nickel revenues	-	-	-	15.1	-	-	15.1
Other by-product revenues	16.0	-	-	10.5	-	-	26.5
Contract mining revenues	-	-	-	-	43.6	-	43.6
Treatment charges	(4.4)	-	-	(13.3)	-	-	(17.7)
<b>Net revenues</b>	<b>72.0</b>	<b>15.0</b>	<b>44.2</b>	<b>48.9</b>	<b>43.6</b>	<b>-</b>	<b>223.7</b>
Depreciation and amortization	19.3	-	6.7	20.5	1.1	-	47.6
Employee benefits expense	11.8	3.9	6.8	9.0	7.3	-	38.8
Raw materials, other consumables and energy	29.0	9.3	19.0	10.3	-	-	67.6
Office expenses	4.5	1.0	1.9	2.2	0.8	-	10.4
External services	12.9	2.3	4.0	9.1	31.2	-	59.5
Royalties and mineral taxes	1.7	0.5	-	-	-	-	2.2
Changes in inventories	(15.0)	(4.7)	4.7	(3.5)	-	-	(18.5)
Distribution costs	7.5	-	0.4	2.0	-	-	9.9
<b>Income (loss) from operations</b>	<b>0.3</b>	<b>2.7</b>	<b>0.7</b>	<b>(0.7)</b>	<b>3.2</b>	<b>-</b>	<b>6.2</b>
General and administrative	-	-	-	-	-	9.9	9.9
Finance income	-	-	-	-	-	(24.5)	(24.5)
Finance expense	-	-	-	-	-	13.5	13.5
Other income	-	-	-	-	-	(12.7)	(12.7)
Other expense	-	-	-	-	-	1.2	1.2
Foreign exchange gain	-	-	-	-	-	(1.4)	(1.4)
<b>Segment earnings (loss) before tax</b>	<b>0.3</b>	<b>2.7</b>	<b>0.7</b>	<b>(0.7)</b>	<b>3.2</b>	<b>14.0</b>	<b>20.2</b>
<b>Capital expenditures</b>	<b>26.0</b>	<b>-</b>	<b>-</b>	<b>9.0</b>	<b>0.2</b>	<b>8.1</b>	<b>43.3</b>
<b>Segment non-current assets as at September 30, 2013</b>	<b>265.1</b>	<b>72.4</b>	<b>118.2</b>	<b>753.9</b>	<b>41.9</b>	<b>1,830.4</b>	<b>3,081.9</b>
<b>Segment assets as at September 30, 2013</b>	<b>465.5</b>	<b>146.1</b>	<b>186.2</b>	<b>854.9</b>	<b>130.8</b>	<b>1,956.8</b>	<b>3,740.3</b>

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	Robinson (USA) <sup>(a)</sup>	Carlota (USA)	Franke (Chile)	Sudbury Operations (Cda) <sup>(a)</sup>	DMC	Corporate & Other	Total
Copper revenues	167.7	53.1	101.7	83.9	-	-	406.4
Nickel revenues	-	-	-	43.4	-	-	43.4
Other by-product revenues	27.8	-	-	24.5	-	-	52.3
Contract mining revenues	-	-	-	-	78.3	-	78.3
Treatment charges	(19.0)	-	-	(28.7)	-	-	(47.7)
<b>Net revenues</b>	<b>176.5</b>	<b>53.1</b>	<b>101.7</b>	<b>123.1</b>	<b>78.3</b>	<b>-</b>	<b>532.7</b>
Depreciation and amortization	46.1	-	7.7	44.3	3.5	-	101.6
Employee benefits expense	31.1	11.5	18.6	23.5	35.5	-	120.2
Raw materials, other consumables and energy	69.0	22.0	47.2	23.5	4.6	-	166.3
Office expenses	8.9	2.9	7.5	5.9	2.0	-	27.2
External services	17.6	3.1	11.0	17.0	38.3	-	87.0
Royalties and mineral taxes	5.1	1.8	0.5	-	-	-	7.4
Reversal of leach pad inventory impairment (Note 5)	-	(11.5)	-	-	-	-	(11.5)
Changes in inventories	(4.6)	3.0	0.2	(0.2)	-	-	(1.6)
Distribution costs	24.3	-	1.9	3.9	-	-	30.1
<b>Income (loss) from operations</b>	<b>(21.0)</b>	<b>20.3</b>	<b>7.1</b>	<b>5.2</b>	<b>(5.6)</b>	<b>-</b>	<b>6.0</b>
General and administrative	-	-	-	-	-	29.6	29.6
Finance income	-	-	-	-	-	(68.9)	(68.9)
Finance expense	-	-	-	-	-	43.4	43.4
Other income	-	-	-	-	-	(20.9)	(20.9)
Other expense	-	-	-	-	-	3.5	3.5
Impairment of marketable securities	-	-	-	-	-	0.1	0.1
Foreign exchange loss	-	-	-	-	-	4.0	4.0
<b>Segment earnings (loss) before tax</b>	<b>(21.0)</b>	<b>20.3</b>	<b>7.1</b>	<b>5.2</b>	<b>(5.6)</b>	<b>9.2</b>	<b>15.2</b>
<b>Capital expenditures</b>	<b>90.8</b>	<b>-</b>	<b>4.0</b>	<b>23.9</b>	<b>1.3</b>	<b>56.6</b>	<b>176.6</b>
<b>Segment non-current assets as at September 30, 2014</b>	<b>347.3</b>	<b>70.6</b>	<b>113.6</b>	<b>721.5</b>	<b>38.0</b>	<b>2,500.1</b>	<b>3,791.1</b>
<b>Segment assets as at September 30, 2014</b>	<b>438.1</b>	<b>150.8</b>	<b>171.2</b>	<b>802.2</b>	<b>111.3</b>	<b>2,522.9</b>	<b>4,196.5</b>

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	Robinson (USA)	Carlota (USA)	Franke (Chile)	Sudbury Operations (Cda)	DMC	Corporate & Other	Total
Copper revenues	279.4	53.3	100.3	112.4	-	-	545.4
Nickel revenues	-	-	-	47.9	-	-	47.9
Other by-product revenues	62.7	-	-	28.6	-	-	91.3
Contract mining revenues	-	-	-	-	178.1	-	178.1
Treatment charges	(20.1)	-	-	(32.6)	-	-	(52.7)
<b>Net revenues</b>	<b>322.0</b>	<b>53.3</b>	<b>100.3</b>	<b>156.3</b>	<b>178.1</b>	<b>-</b>	<b>810.0</b>
Depreciation and amortization	35.6	-	16.4	59.0	3.3	-	114.3
Employee benefits expense	40.4	12.4	20.9	31.3	29.0	-	134.0
Raw materials, other consumables and energy	97.0	28.1	56.9	32.4	0.8	-	215.2
Office expenses	14.0	2.5	6.4	7.3	2.0	-	32.2
External services	22.1	4.8	13.1	25.7	125.7	-	191.4
Royalties and mineral taxes	9.5	2.1	-	-	-	-	11.6
Changes in inventories	(11.0)	(9.4)	1.8	(3.7)	-	-	(22.3)
Distribution costs	28.3	-	1.1	7.2	-	-	36.6
<b>Income (loss) from operations</b>	<b>86.1</b>	<b>12.8</b>	<b>(16.3)</b>	<b>(2.9)</b>	<b>17.3</b>	<b>-</b>	<b>97.0</b>
General and administrative	-	-	-	-	-	36.6	36.6
Finance income	-	-	-	-	-	(60.6)	(60.6)
Finance expense	-	-	-	-	-	36.2	36.2
Other income	-	-	-	-	-	(30.5)	(30.5)
Other expense	-	-	-	-	-	3.7	3.7
Impairment of marketable securities	-	-	-	-	-	35.1	35.1
Foreign exchange loss	-	-	-	-	-	14.0	14.0
<b>Segment earnings (loss) before tax</b>	<b>86.1</b>	<b>12.8</b>	<b>(16.3)</b>	<b>(2.9)</b>	<b>17.3</b>	<b>(34.5)</b>	<b>62.5</b>
<b>Capital expenditures</b>	<b>59.0</b>	<b>-</b>	<b>3.6</b>	<b>26.3</b>	<b>2.5</b>	<b>10.5</b>	<b>101.9</b>
<b>Segment non-current assets as at September 30, 2013</b>	<b>265.1</b>	<b>72.4</b>	<b>118.2</b>	<b>753.9</b>	<b>41.9</b>	<b>1,830.4</b>	<b>3,081.9</b>
<b>Segment assets as at September 30, 2013</b>	<b>465.5</b>	<b>146.1</b>	<b>186.2</b>	<b>854.9</b>	<b>130.8</b>	<b>1,956.8</b>	<b>3,740.3</b>

- (a) Revenues at Robinson and Sudbury Operations are from concentrate and ore sales and are recorded provisionally at the time of sale based on forward prices for the expected date of the final settlement. Subsequent variations in price are recognized as revenue adjustments as they occur until the price is finalized. At September 30, 2014, 36.9 million pounds of copper have been provisionally valued at an average price of \$3.09 per pound. The final pricing for these provisionally priced sales is expected to occur between October 2014 and January 2015.

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(Unaudited)

**18. INCOME TAXES**

For the nine months ended September 30, 2014, the Group recognized a current income tax recovery of \$4.9 and a deferred income tax expense of \$6.7 (September 30, 2013- \$24.0 current income tax expense and \$8.4 deferred income tax expense). The income tax expense for the nine months ended September 30, 2014 has been recorded based on a forecasted effective income tax rate of 6.9% (September 30, 2013- 33.9%). The forecast of the annual effective income tax rate includes assumptions regarding metal prices, mine production and costs.

Management believes that uncertainty exists regarding the realization of certain deferred tax assets and therefore the economic benefit of the available related tax deduction has not been recognized. The Group has not recognized the benefit of U.S. Alternative Minimum Tax credits, the tax basis of Carlota in excess of the acquisition price and certain non-capital losses.

The Group has foreign subsidiaries that have undistributed earnings. The Group can control the timing of the repatriation of undistributed earnings, and it is probable that these earnings will not be repatriated in the foreseeable future. Therefore, deferred income taxes have not been provided in respect of these earnings.

**19. GENERAL AND ADMINISTRATIVE**

	Three months ended September 30, 2014	Three months ended September 30, 2013	Nine months ended September 30, 2014	Nine months ended September 30, 2013
Employee benefits expenses	5.0	4.8	14.7	20.8
Legal and professional services	2.0	1.7	6.0	5.0
Office and communication expenses	2.8	3.4	8.9	10.8
	9.8	9.9	29.6	36.6

**20. FINANCE INCOME AND EXPENSE****(a) Finance Income**

Finance income for the nine months ended September 30, 2014 of \$68.9 (September 30, 2013- \$60.6) is primarily related to interest earned on short-term investments of \$0.5 (September 30, 2013- \$5.3), interest on subordinate loans to Sierra Gorda JV of \$64.6 (September 30, 2013- \$52.5) and interest on notes receivable of \$0.7 (September 30, 2013- \$2.8) (Note 21) and letter of credit fees to Sierra Gorda JV of \$2.8 (September 30, 2013- \$Nil) (Note 21).

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**(b) Finance Expenses**

Finance expense for the nine months ended September 30, 2014 of \$43.4 (September 30, 2013- \$36.2) is primarily comprised of \$29.1 interest expense related to senior notes (September 30, 2013- \$29.1), interest expense on the Corporate Facility of \$3.7 (September 30, 2013- \$Nil) (Note 13), accretion \$2.5 (September 30, 2013-\$1.4), guarantee fees on Sierra Gorda financing \$3.2 (September 30, 2013-\$2.7) and letters of credit fees to KGHM of \$2.8 (September 30, 2013- \$Nil) (Note.12).

**(c) Other Income**

Other Income for the nine months ended September 30, 2014 of \$20.9 (September 30, 2013- \$30.5) is primarily comprised of management fees from Sierra Gorda JV of \$11.5 (September 30, 2013- \$18.8) (Note 21), gain on derivatives of \$2.8 (September 30, 2013- \$3.6) (Note 15) and gain on sale of marketable securities \$Nil (September 30, 2013- \$5.6) and gain due to reduction in reclamation liability of \$6.3 (September 30, 2013- \$Nil).

**21. RELATED PARTY TRANSACTIONS AND BALANCES**

Upon formation of the Sierra Gorda JV, the joint venture became a related party with the Group. The net amount due from the Sierra Gorda JV is \$7.4 at September 30, 2014 (December 31, 2013- \$9.5) (Note 6) (Note 10) and is repayable in the normal course of business. Current management fees payable to the Group as at September 30, 2014 was \$3.1 (December 31, 2013- \$3.1) from the Sierra Gorda JV. It was agreed that 50% of the payment of the management fees earned from July 1 to December 31, 2013, 100% of the management fees earned from January 1, 2014 onwards and 100% of the letter of credit guarantee fees payable to the Group be deferred until 2015. As at September 30, 2014, \$25.0 (December 31, 2013- \$6.3) of the management fee and \$6.0 (December 31, 2013- \$2.9) of a letter of credit guarantee fee have been deferred (Note 7). The outstanding amounts bear an interest rate of 0.75% per annum.

On March 5, 2012, the Group loaned \$110.9 to Bidco for the purchase and exercise of FNX Warrants in conjunction with the Plan of Arrangement. The obligation with respect to the loan is evidenced by a promissory note payable to the Group. In Q1 2013, the maturity date was extended to March 5, 2014. Interest on the outstanding principal is calculated at 3.75% per annum payable in arrears on the maturity date, or on the date which the principal amount is paid by Bidco. Bidco repaid \$13.2 of the above principal and interest on February 28, 2013. On March 10, 2014, Bidco repaid \$105.6 of the remaining principal and interest.



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**22. SUPPLEMENTARY CASH FLOW INFORMATION**

Changes in non-cash working capital consisted of the following:

	<b>Three months ended September 30, 2014</b>	<b>Three months ended September 30, 2013</b>	<b>Nine months ended September 30, 2014</b>	<b>Nine months ended September 30, 2013</b>
(Increase) decrease in receivables	(8.1)	(4.7)	25.1	86.4
Decrease (increase) in inventory	21.2	(18.2)	(9.0)	(31.8)
Decrease (increase) in other non-current asset	1.0	(2.4)	(17.1)	(3.8)
Increase (decrease) in accounts payable and accrued liabilities	10.1	5.6	(4.3)	(13.6)
Increase in provision	4.4	0.7	5.1	0.7
Increase in deferred revenue	12.4	-	12.4	-
	<b>41.0</b>	<b>(19.0)</b>	<b>12.2</b>	<b>37.9</b>
Non-cash investing and financing activities:				
Increase in mineral properties, plant and equipment purchases				
in accruals	3.6	6.3	3.5	1.9
Increase in additions to mineral properties, plant and equipment due to finance lease	-	-	-	11.8

**23. COMMITMENTS**

As at September 30, 2014 the commitments of the Group excluding Sierra Gorda were \$159.7 in relation to capital projects, rent and contractual obligations. Commitments of \$33.6 are due within one year, \$86.4 are due within one to five years and \$39.7 are due after five years. Commitments include undiscounted derivative liabilities related to the acid and water long-term supply contracts.

The above commitments include a five year electricity supply contract signed in 2014 by Robinson mine, which expires in 2019. The minimum commitment under the contract is estimated to be \$6.6 per year over the term of the contract.

Commitments that pertain to Sierra Gorda are disclosed in Note 4(c).

**24. CONTINGENCIES**

- (a) In the normal course of business DMC enters into agreements that contain indemnification commitments and may contain features that meet the expanded definition of guarantees. The terms of these indemnification agreements will vary based on the contract and typically do not provide for a limit on the maximum potential liability. The Group has not made any payments under such indemnifications and no amounts have been accrued in the consolidated financial statements with respect to these indemnification commitments.

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- (b) DMC is involved in a dispute about certain design issues around the shaft sinking for one of its customers. The Group has been advised by counsel that it has a reasonably strong case but the issue is technically complex and there can be no certainty that a liability may not materialize in the future.
- (c) The Group is subject to lawsuits from time to time, existing litigation is not considered to be likely to have a material impact on the financial statements.

**25. FINANCIAL INSTRUMENTS**

Financial instruments are classified as held for trading, loans and receivables, available for sales or other financial liabilities. Financial instruments carried at fair value on the consolidated balance sheet are classified within a fair value hierarchy that prioritizes the inputs to fair value measurements. The three levels of the fair value hierarchy are:

- Level 1 – Quoted prices in active markets for identical assets or liabilities;
- Level 2 – Inputs other than quoted prices that are observable for the asset or liability either directly or indirectly; and
- Level 3 – Inputs that are not based on observable market data.

At September 30, 2014 and at December 31, 2013, the carrying value of financial instruments were approximately their fair value except for senior note with a carrying value of \$491.8 (December 31, 2013- \$490.7) and a fair value of the face value of \$530.5 (December 31, 2013- \$525.5) (Note 12). The fair value hierarchy for the Group's financial instruments at September 30, 2014 and December 31, 2013 was as follows:

- Level 1: Marketable securities.
- Level 2: Receivable for provisionally priced metal sales, derivative assets, derivatives and embedded derivatives liabilities

Level 1 – Quoted prices in active markets for identical assets or liabilities

Marketable equity securities are valued using quoted market prices in active markets. Accordingly, these items are included in Level 1 of the fair value hierarchy.

Level 2 – Significant other observable inputs

Derivative instruments are included in Level 2 of the fair value hierarchy as they are valued using discounted cash flow models. These models require a variety of inputs, including, but not limited to contractual terms, market prices, forward price curves, long term price estimates. These inputs are obtained from or corroborated with the market where possible. The significant assumptions are described in Note 15.

Also included in Level 2 are settlements expected from provisional pricing on concentrate and ore sales because they are valued using quoted market prices.

The Group does not have any level 3 financial instruments.

**KGHM International Ltd.**

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The Group's activities expose it to a variety of financial risks: currency risk, credit risk, liquidity risk, interest rate risk and commodity price risk. The condensed interim consolidated financial statements do not include all financial risk management information and disclosures required in the annual financial statements; they should be read in conjunction with the Group's annual financial statements as at December 31, 2013. These risks are assessed regularly and when appropriate the Group takes steps to mitigate these risks. There have been no changes in the risk management department or in any risk management policies since the year end.