

# **Minco Capital Corp.**

Condensed Interim Financial Statements

**For the three and six months ended June 30, 2020**

(Unaudited, expressed in Canadian dollars, unless otherwise stated)

## **NOTICE TO READER**

Under National Instrument 51-102, Part 4, subsection 4.3(3) (a), if an auditor has not performed a review of condensed interim financial statements; they must be accompanied by a notice indicating that the financial statements have not been reviewed by an auditor.

The accompanying unaudited condensed interim financial statements of Minco Capital Corp. have been prepared by, and are the responsibility of, the Company's management. The accompanying unaudited condensed interim financial statements have been prepared in accordance with International Financial Reporting Standards as issued by the International Accounting Standards Board ("IASB") applicable to the preparation of interim financial statements, including IAS 34, Interim Financial Reporting.

Minco Capital Corp.'s independent auditor has not performed a review of these condensed interim financial statements in accordance with standards established by the Canadian Institute of Chartered Professional Accountants for a review of condensed interim financial statements by an entity's auditor.

Dr. Ken Cai  
Chief Executive Officer

Melinda Hsu, CPA, CGA  
Chief Financial Officer

Vancouver, Canada  
August 4, 2020

# Minco Capital Corp.

## Condensed Interim Statements of Financial Position

(Unaudited, expressed in Canadian dollars, unless otherwise stated)

	June 30, 2020	December 31, 2019
<b>Assets</b>	\$	\$
<b>Current assets</b>		
Cash and cash equivalents (note 3)	3,073,023	2,899,097
Short-term investment (note 4)	20,000	20,000
Investments at fair value (note 5)	7,661,661	10,156,292
Receivables	2,547	2,106
Due from related parties (note 8)	54,547	48,336
Prepaid expenses and deposits	44,729	52,484
	10,856,507	13,178,315
<b>Non-current assets</b>		
Long-term deposit	8,765	8,765
Property and equipment	22,979	27,801
Right-of-use assets (note 6)	84,499	118,568
<b>Total assets</b>	10,972,750	13,333,449
<b>Liabilities</b>		
<b>Current liabilities</b>		
Accounts payable and accrued liabilities	36,634	39,833
Lease obligation, current (note 6)	31,327	38,234
	67,961	78,067
Lease obligation, non-current (note 6)	66,095	92,832
	134,056	170,899
<b>Shareholders' Equity</b>		
Share capital (note 7)	39,777,711	40,412,683
Contributed surplus	10,245,865	10,182,186
Deficits	(39,184,882)	(37,432,319)
	10,838,694	13,162,550
<b>Total liabilities and shareholders' equity</b>	10,972,750	13,333,449

Approved by the Board of Directors

(signed) Malcolm Clay, Director

(signed) Michael Doggett, Director

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

# Minco Capital Corp.

## Condensed Interim Statements of Loss and Comprehensive Loss

### For the three and six months ended June 30, 2020, and 2019

(Unaudited, expressed in Canadian dollars, unless otherwise stated)

	Three months ended June 30,		Six months ended June 30,	
	2020	2019	2020	2019
	\$	\$	\$	\$
<b>Dividend, fund distribution, and interest income</b>	6,546	13,413	26,767	38,888
<b>Realized gain from investments</b> (note 5)	-	114,037	11,903	223,014
<b>Net unrealized gain (loss) from investments</b> (note 5)	1,788,326	1,588,516	(1,974,455)	2,257,603
	1,794,872	1,715,966	(1,935,785)	2,519,505
<b>Operating expenses</b>				
Accounting and audit	6,644	1,901	13,676	7,003
Amortization	9,637	11,942	19,234	24,308
Consulting	13,125	15,426	36,694	32,940
Directors' fees (note 8)	12,500	13,500	23,167	29,500
Investor relations	676	2,820	1,308	8,214
Interest expense (note 6)	1,985	2,297	4,114	6,891
Legal and regulatory	13,581	14,270	30,892	31,778
Office and administration	17,607	9,415	26,611	26,495
Property and investment evaluation	15,251	17,180	35,971	38,361
Salaries and benefits	119,382	65,930	188,908	132,908
Share-based compensation (note 7)	63,679	29,865	63,679	74,440
Travel	2,979	4,111	5,191	6,906
	277,046	188,657	449,445	419,744
<b>Operating income (loss)</b>	1,517,826	1,527,309	(2,385,230)	2,099,761
Foreign exchange (loss)/gain	(55,366)	(24,465)	61,178	(39,886)
<b>Net income (loss) and comprehensive income (loss) for the period</b>	1,462,460	1,502,844	(2,324,052)	2,059,875
<b>Net income (loss) per share</b>				
Basic and diluted	0.03	0.03	(0.05)	0.04
<b>Weighted average number of common shares outstanding</b>				
Basic and diluted	48,243,694	50,532,881	48,650,332	50,610,201

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

# Minco Capital Corp.

## Condensed Interim Statements of Changes in Shareholders' Equity

### For the six months ended June 30, 2020, and 2019

(Unaudited, expressed in Canadian dollars, unless otherwise stated)

	Number of shares	Treasury shares	Share capital	Contributed surplus	Deficits	Subtotal
			\$	\$	\$	\$
<b>Balance – December 31, 2018</b>	50,733,381	-	41,976,886	10,097,345	(40,448,470)	11,625,761
Impact of adopting IFRS 16 on January 1, 2019	-	-	-	-	(5,948)	(5,948)
<b>Balance – January 1, 2019</b>	50,733,381	-	41,976,886	10,097,345	(40,454,418)	11,619,813
Impact of adopting IFRS 16	-	-	-	-	(123)	(123)
Net income for the period	-	-	-	-	2,059,875	2,059,875
Shares cancelled (note 7)	(200,000)	-	(23,908)	-	-	(23,908)
Share-based compensation	-	-	-	74,440	-	74,440
<b>Balance - June 30, 2019</b>	50,533,381	-	41,952,978	10,171,785	38,394,666	13,730,097
<b>Balance - January 1, 2020</b>	48,842,881	1,182,000	40,412,683	10,182,186	(37,432,319)	13,162,550
Net loss for the period	-	-	-	-	(2,324,052)	(2,324,052)
Shares cancelled (note 7)	(786,000)	(1,182,000)	(634,972)	-	571,489	(63,483)
Share-based compensation	-	-	-	63,679	-	63,679
<b>Balance – June 30, 2020</b>	48,056,881	-	39,777,711	10,245,865	(39,184,882)	10,838,694

# Minco Capital Corp.

## Condensed Interim Statements of Cash Flow

### For the six months ended June 30, 2020, and 2019

(Unaudited, expressed in Canadian dollars, unless otherwise stated)

	Six months ended June 30,	
	2020	2019
Cash flow provided by (used in)	\$	\$
<b>Operating activities</b>		
Net (loss) / income for the period	(2,324,052)	2,059,875
Items not affecting cash and cash equivalent:		
Amortization	19,234	24,308
Foreign exchange (gain) / loss	(61,178)	39,886
Interest expense	4,114	6,891
Net unrealized loss (gain) from investments	1,974,455	(2,257,421)
Realized gain from investments	(11,903)	(223,196)
Share-based compensation	63,679	74,440
Purchase of investments	(134,972)	(186,015)
Disposition of investments	667,051	1,489,557
Changes in items of working capital:		
Accounts payable and accrued liabilities	(3,199)	(29,811)
Due from related parties	(6,211)	(12,824)
Prepaid expenses and deposits	7,755	52,481
Receivables	(441)	63,615
<b>Net cash generated from operating activities</b>	<b>194,332</b>	<b>1,101,786</b>
<b>Financing activities</b>		
Purchase of shares for cancellation	(63,483)	(23,908)
Repayment of lease obligation	(18,601)	(22,688)
<b>Net cash used in financing activities</b>	<b>(82,084)</b>	<b>(46,596)</b>
<b>Investing activities</b>		
Disposition of equipment	500	-
<b>Net cash generate from investing activities</b>	<b>500</b>	<b>-</b>
<b>Effect of exchange rate changes on cash and cash equivalents</b>	<b>61,178</b>	<b>(39,886)</b>
<b>Increase in cash and cash equivalents</b>	<b>173,926</b>	<b>1,015,304</b>
<b>Cash and cash equivalents - Beginning of period</b>	<b>2,899,097</b>	<b>1,682,147</b>
<b>Cash and cash equivalents - End of period</b>	<b>3,073,023</b>	<b>2,697,451</b>
<b>Cash and cash equivalents consist of the following:</b>		
Cash	316,310	7,749
Cash equivalents	2,756,713	2,689,702
	<b>3,073,023</b>	<b>2,697,451</b>
<b>Supplemental information:</b>		
Foreign exchange gain (loss) included in unrealized losses from investment	60,849	(39,352)
Non-cash share capital adjustment related to purchase of shares for cancellation	571,489	-

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

# Minco Capital Corp.

## Notes to the Condensed Interim Financial Statements

### For the three and six months ended June 30, 2020, and 2019

(Unaudited, expressed in Canadian dollars, unless otherwise stated)

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#### 1. Nature of operations

Minco Capital Corp. ("Minco Capital" or the "Company") is an investment Company whose objective is to generate income and achieve long term capital appreciation by investing in public and private companies and assets.

The Company was incorporated in 1982 under the laws of British Columbia, Canada as Cap Rock Energy Ltd. The Company changed its name to Minco Capital Corporation on February 25, 2019. The registered office of the Company is 2060 - 1055 West Georgia Street, British Columbia, Canada. The Company's common shares are traded on the TSX Venture Exchange ("TSX-V") under the symbol MMM, and on the OTC Market in the USA ("OTCQB") under the symbol MGHCF.

On October 16, 2018, the Company announced its intention to voluntarily file a Form 15 with the United States Securities and Exchange Commission (the "SEC") to terminate the registration of its common shares under Section 12(g) of the Securities Exchange Act of 1934, as amended (the "Exchange Act"). Form 15 was filed with the SEC on October 19, 2018, which immediately suspended the Company's reporting requirements under the Exchange Act. Termination became effective 90 days after the date of filing. The Company's common shares continue to trade on the TSX-V and the OTCQB.

Since February 2020, the coronavirus ("COVID-19") has threatened a slowdown in the global economy as well as caused volatility in the global financial markets. While the full impact of COVID-19 on the global economy is uncertain, rapid spread of COVID-19 may have an adverse effect on the Company's investments. The extent to which COVID-19 may impact the Company's business will depend on future developments such as the geographic spread of the disease, the duration of the outbreak, travel restrictions and social distancing, business closures or business disruptions, and the effectiveness of actions taken in Canada, the United States and other countries to contain and treat the disease. Although it is not possible to reliably estimate the length or severity of these developments and their financial impact, the Company's investment value declined \$1,974,455 during the six months ended June 30, 2020. Should the stock prices remain at or below currently prevailing levels for an extended period, this could have a further significant adverse impact on the Company's financial position and results of operations for future periods.

#### 2. Basis of preparation

These condensed interim financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the IASB applicable to the preparation of interim financial statements, including IAS 34, *Interim Financial Reporting*. These condensed interim financial statements should be read in conjunction with the Company's annual financial statements for the year ended December 31, 2019, which were prepared in accordance with IFRS as issued by the IASB.

These condensed interim financial statements were approved by the board of directors for issue on August 4, 2020.

The condensed interim financial statements have been prepared under the historical cost convention, except for financial instruments carried at fair value through profit or loss ("FVTPL").

In preparing these condensed interim financial statements, management has made judgments and estimates that affect the application of the Company's accounting policies and the reported amounts of assets, liabilities, income and expense. Actual amounts incurred by the Company may differ from these values.

The Company's accounting policies and significant judgements and estimates applied in these condensed interim financial statements are consistent with those of the annual financial statements for the year ended December 31, 2019.

# **Minco Capital Corp.**

Notes to the Condensed Interim Financial Statements

**For the three and six months ended June 30, 2020, and 2019**

*(Unaudited, expressed in Canadian dollars, unless otherwise stated)*

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# Minco Capital Corp.

## Notes to the Condensed Interim Financial Statements

### For the three and six months ended June 30, 2020, and 2019

(Unaudited, expressed in Canadian dollars, unless otherwise stated)

#### 3. Cash and cash equivalents

As at June 30, 2020, the Company had cash on hand of \$316,310 (December 31, 2019 - \$48,995) and cash equivalents of \$2,756,713 (December 31, 2019 - \$2,850,102).

#### 4. Short-term investment

As at June 30, 2020, short-term investments consist of \$20,000 (December 31, 2019 - \$20,000) cashable guaranteed investment certificates. The yields on this investment are 1.45% per annum (2019 – 1.45%).

#### 5. Investments at fair value

The Company has the following investments as at June 30, 2020:

	Number of Shares/Units Held	Fair value
	#	\$
<b>Equities of public resource companies:</b>		
<b>Top ten resource companies by fair value</b>		
-Minco Silver Corporation	11,000,000	6,270,000
-Hudson Resources Inc.	2,142,857	257,143
-Labrador Iron Ore Royalty	10,000	242,700
-Amarillo Gold	715,000	164,450
-Global X Lithium & Battery ETF	3,500	151,298
-Amerigo Resources	309,000	112,785
-Neo Performance Materials Inc.	11,000	99,330
-Almaden Minerals Ltd.	100,000	64,038
-Sherritt International Corp.	250,000	30,000
-Mexican Gold Mining Corp.	335,000	28,475
<b>Others</b>	various	49,596
<b>Equities of a private company (EL Olivar Imperial)</b>	400,000	-
<b>Debentures:</b>		
-Convertible debenture: IBC Advanced Alloys 8.25%	100,000	50,000
<b>Trust units</b>		
-Sprott physical platinum palladium	6,050	115,346
<b>Equity, total</b>		<b>7,635,161</b>
<b>Share warrants, various</b>		<b>26,500</b>
<b>Total</b>		<b>7,661,661</b>

# Minco Capital Corp.

## Notes to the Condensed Interim Financial Statements

### For the three and six months ended June 30, 2020, and 2019

(Unaudited, expressed in Canadian dollars, unless otherwise stated)

#### 5. Investments at fair value (continued)

The Company has the following investments as at December 31, 2019:

	Number of Shares/Units Held	Fair value
<b>Equities of public resource companies:</b>		\$
<b>Top ten resource companies by fair value</b>		
-Minco Silver Corporation	11,000,000	7,810,000
-Hudson Resources Inc.	2,142,857	471,429
-Continental Gold Inc.	70,025	374,632
-Labrador Iron Ore Royalty	10,000	246,200
-Amerigo Resources	309,000	182,310
-Amarillo Gold	715,000	150,150
-Aberdeen Stand Phy Platinum	1,200	141,829
-Neo Performance Materials Inc.	11,000	135,850
-Global X Lithium & Battery ETF	3,500	124,378
-Almaden Minerals Ltd.	100,000	76,688
<b>Others</b>	various	293,889
<b>Equities of a private company (EL Olivar Imperial)</b>	400,000	-
<b>Debentures:</b>		
-Convertible debenture: IBC Advanced Alloys 8.25%	100,000	95,137
<b>Equity, total</b>		<b>10,102,492</b>
<b>Share warrants, various</b>		<b>53,800</b>
<b>Total</b>		<b>10,156,292</b>

The continuity of the Company's investments during the six months ended June 30, 2020 is as follows:

	December 31, 2019	Additions	Proceeds from dispositions	Realized Gains	Unrealized losses (iv)	June 30, 2020
Investment in public entities:	\$	\$	\$	\$	\$	\$
- Shares and partnership units (i)	9,865,526	-	(522,348)	9,029	(1,882,392)	7,469,815
- Share purchase warrants (ii)	53,800	-	-	-	(27,300)	26,500
Investment in others: Platinum	141,829	-	(144,703)	2,874	-	-
Investment in trust units:	-	134,972	-	-	(19,626)	115,346
Investment in convertible debenture:						
- IBC Advanced Alloys Corp.	95,137	-	-	-	(45,137)	50,000
<b>Total</b>	<b>10,156,292</b>	<b>134,972</b>	<b>(667,051)</b>	<b>11,903</b>	<b>(1,974,455)</b>	<b>7,661,661</b>

# Minco Capital Corp.

## Notes to the Condensed Interim Financial Statements

### For the three and six months ended June 30, 2020, and 2019

(Unaudited, expressed in Canadian dollars, unless otherwise stated)

#### 5. Investments at fair value (continued)

The Continuity of the Company's investments during the year ended December 31, 2019 is as follows:

	December 31, 2018	Additions	Proceeds from dispositions	Realized Gains	Unrealized gain (losses)	December 31, 2019
Investment in public entities:	\$	\$	\$	\$	\$	\$
- Shares and partnership units (i)	8,760,539	641,466	(2,688,275)	691,458	2,460,338	9,865,526
- Share purchase warrants (ii)	246,330	-	-	-	(192,530)	53,800
Investment in share -EL Olivar Imperial (iii)	545,293	-	-	-	(545,293)	-
Investment in others: Platinum	123,084	-	-	-	18,745	141,829
Investment in convertible debenture:						
- IBC Advanced Alloys Corp.	99,000	-	-	-	(3,863)	95,137
<b>Total</b>	<b>9,774,246</b>	<b>641,466</b>	<b>(2,688,275)</b>	<b>691,458</b>	<b>1,737,397</b>	<b>10,156,292</b>

During the six months ended June 30, 2020, the Company acquired trust units of a public company for a total cost of \$134,972. The Company disposed of common shares of public companies for proceeds of \$667,051 and a realized gain of \$11,903.

(i) On June 30, 2020, the Company held 11,000,000 common shares of Minco Silver Corporation ("Minco Silver"), which was approximately 18% of Minco Silver number of outstanding shares (December 31, 2019 - 11,000,000 common shares or approximately 18% ownership).

(ii). The fair values of financial instruments with quoted bid and ask prices are based on the price within the bid-ask spread that are most representative of fair value and may include closing prices in exchange markets. The Company applies the Black Scholes option pricing model to value public company's share purchase warrants at the reporting date.

(iii). On December 22, 2016, the Company acquired 5.90% or 400,000 units ("Unit") of El Olivar Imperial SAC ("El Olivar"), a privately held Peruvian corporation, at US\$1.00 per unit through a private placement. Each Unit consists of one Class A voting preferred share and 1.5 Class A share purchase warrants (the "EI Warrant"), with each full warrant entitling the holder to purchase one additional Class A voting share at a price of US\$1.00. The expiry date of the EI Warrant, initially set on July 18, 2017, was subsequently revised to the date that is twenty business days following notification in writing by El Olivar that all permits necessary to build its mining facilities.

As part of the consideration for the investment in EL Olivar, the Company was entitled to receive an annual cash dividend in U.S. dollars equal to 6% of the total invested amount, calculated from the closing date of investment (December 22, 2016) and payable starting on June 22, 2018. However, due to delays in project construction, no dividends have been paid. The Company has not accrued the dividend receivable (US\$60,000) given that EL Olivar has not started its operations and the timing and structure of the initial dividend payment is uncertain. As of the date of this report, EL Olivar's project development activities had been suspended temporarily due to the on-going COVID-19 crisis.

One director of the Company is also a director, an officer, and a significant shareholder of EL Olivar.

As at December 31, 2019, in accordance with Level 3 of the fair value hierarchy, the Company impaired its investment of \$545,293 (US\$400,000) in El Olivar due to the fact that El Olivar needs to raise significant money to complete the development of its project with uncertainty of its ability to raise these funds in a timely manner.

# Minco Capital Corp.

## Notes to the Condensed Interim Financial Statements

### For the three and six months ended June 30, 2020, and 2019

(Unaudited, expressed in Canadian dollars, unless otherwise stated)

#### 5. Investments at fair value (continued)

(iv) Details of the Company's net gain (loss) on investments are as follows:

	Three months ended June 30,		Six months ended June 30,	
	2020	2019	2020	2019
	\$	\$	\$	\$
Net realized gain on investments	-	36,676	189,368	97,848
Reversal of unrealized gain (loss) previously recorded	-	77,361	(177,465)	125,166
Realized gain	-	114,037	11,903	223,014
Change in unrealized gain (loss) on investments	1,788,326	1,588,516	(1,974,455)	2,257,603
Net gain (loss) from investments	1,788,326	1,702,553	(1,962,552)	2,480,617

#### 6. Leases

The Company has a shared office lease in Vancouver, British Columbia with other companies related to it by virtue of certain directors and management in common. Such lease was classified as an operating lease under IAS 17 and the right-of-use asset and lease obligation were measured at the present value of the lease payments and discounted using an incremental borrowing rate of 8%.

##### a) Right-of-use assets

During the six months ended June 30, 2020 and the year ended December 31, 2019, there were changes to the cost attributable to the Company, which is reflected in the table below as change to lease terms. The continuity of the right-of-use assets as at June 30, 2020 and December 31, 2019 is as follows:

	June 30, 2020	December 31, 2019
	\$	\$
Right-of-use assets, beginning of period	118,568	165,337
Change to lease terms	(19,157)	(11,199)
Amortization	(14,912)	(35,570)
Right-of-use assets, end of period	84,499	118,568

##### b) Lease obligation

The continuity of the lease obligation as at June 30, 2020 and December 31, 2019 is as follows:

	June 30, 2020	December 31, 2019
	\$	\$
Lease obligation recognized, beginning of period	131,066	171,285
Change to lease terms	(19,157)	(11,199)
Interest accretion	4,114	12,807
Lease payments	(18,601)	(41,827)
Lease obligation, end of period	97,422	131,066
Current lease obligation	31,327	38,234
Non-current lease obligation	66,095	92,832
Lease obligation, end of period	97,422	131,066

# Minco Capital Corp.

## Notes to the Condensed Interim Financial Statements

### For the three and six months ended June 30, 2020, and 2019

(Unaudited, expressed in Canadian dollars, unless otherwise stated)

#### 6. Leases (continued)

##### b) Lease obligation (continued)

The maturity analysis of the Company's contractual undiscounted lease liabilities as at June 30, 2020 is as follows:

	< = 1 year	1 to 3 years	Total
Lease liabilities (Undiscounted - Lease payments)	37,741	70,829	108,570

##### c) Amounts recognized in Statement of Loss

	Three months ended June 30,		Six months ended June 30,	
	2020	2019	2020	2019
	\$	\$	\$	\$
Interest on lease obligation	1,985	2,297	4,114	6,891
Expenses relating to low-value leases	440	474	1,009	949
Amortization	7,456	9,589	14,912	19,177

#### 7. Share capital

##### a) Common shares

Authorized: 100,000,000 common shares without par value

During the year ended December 31, 2019, the Company commenced a normal course issuer bid ("NCIB") to purchase the common shares of the Company for cancellation, during the 12-month period starting February 1, 2019, up to 2,538,244 or 5% of the then issued and outstanding common shares of the Company. The program ended on January 31, 2020.

During the year ended December 31, 2019, the Company acquired 1,890,500 common shares of the Company with an original cost of \$1,564,203 for a total payment of \$224,440. \$1,339,763 of the difference between the purchase price paid and the original cost was recorded as a credit to retained earnings.

As at December 31, 2019, the Company cancelled 708,500 of common shares and held 1,182,000 shares in treasury stock, which were cancelled during the six months ended June 30, 2020.

During the six months ended June 30, 2020, the Company renewed the NCIB for a term of one year ending February 9, 2021. Under the renewed NCIB program, the Company may acquire up to 2,427,844 shares, representing 5% of the current issued and outstanding shares.

During the six months ended June 30, 2020, the Company acquired 786,000 common shares of the Company with an original cost of \$634,972 for a total payment of \$63,483. \$571,489 of the difference between the purchase price paid and the original cost was recorded as a credit to retained earnings.

##### b) Stock options

The Company has implemented a fixed stock option plan whereby it has reserved 10,152,976 shares for issuance. The Company's board of directors may grant such options to its directors, officers, employees and consultants for periods of up to five years, with vesting periods determined at its sole discretion and at prices equal to or greater than the closing market price on the day preceding the date the options are granted. These options are equity-settled.

# Minco Capital Corp.

## Notes to the Condensed Interim Financial Statements

### For the three and six months ended June 30, 2020, and 2019

(Unaudited, expressed in Canadian dollars, unless otherwise stated)

#### 7. Share capital (continued)

##### b) Stock options (continued)

During 2019, the Company did not grant stock options.

On April 28, 2020, the Company granted 3,600,000 stock options to its officers, directors, employees and consultants at an exercise price of \$0.12 per common share for a term of five years. These options vest over 18 months from the grant date.

The Company used the Black-Scholes option pricing model to determine the fair value of the options with the following assumptions:

	2020	2019
Risk-free interest rate	0.42%	2.07%
Dividend yield	0%	0%
Volatility	108%	97%
Forfeiture rate	17%	19%
Estimated expected lives	5 years	5 years

Option pricing models require the use of subjective estimates and assumptions including the expected stock price volatility. The stock price volatility is calculated based on the Company's historical volatility. Changes in the underlying assumptions can materially affect the fair value estimates.

During the six months ended June 30, 2020, the Company expensed \$63,679 (2019 - \$74,440) of the stock option component as the share-based compensation.

The Company's outstanding option's continuity is as follow:

	Number outstanding	Weighted average exercise price
	#	\$
January 1, 2019	7,773,334	0.21
Expired	(845,000)	0.26
Balance, December 31, 2019	6,928,334	0.20
Granted	3,600,000	0.12
Forfeited	(1,160,000)	0.20
Balance, June 30, 2020	9,368,334	0.17

# Minco Capital Corp.

## Notes to the Condensed Interim Financial Statements

### For the three and six months ended June 30, 2020, and 2019

(Unaudited, expressed in Canadian dollars, unless otherwise stated)

#### 7. Share capital (continued)

##### b) Stock options (continued)

A summary of the Company's outstanding options as at June 30, 2020 is as follows:

Options outstanding			Options exercisable		
Range of exercise prices	Number outstanding	Weighted average remaining contractual life (years)	Weighted average exercise price	Number exercisable	Weighted average exercise price
\$			\$		\$
0.12 – 0.16	3,600,000	4.83	0.12	-	-
0.17 – 0.19	3,405,000	2.49	0.17	3,405,000	0.17
0.20 – 0.24	2,363,334	1.15	0.24	2,363,334	0.24
	9,368,334	3.05	0.17	5,768,334	0.20

#### 8. Related party transactions

The following related party transactions were conducted in the normal course of business:

##### a) Key management compensation

Key management includes the Company's directors and senior management. This compensation is included in operating expenses. For the three and six months ended June 30, 2020 and 2019, compensation to key management are as follows:

	Three months ended June 30,		Six months ended June 30,	
	2020	2019	2020	2019
	\$	\$	\$	\$
Senior management remuneration	52,875	65,691	127,386	133,470
Severance <sup>(1)</sup>	65,025	-	65,025	-
Directors' fees <sup>(2)</sup>	15,500	13,500	26,167	33,500
Share-based compensation	47,936	26,426	47,936	66,208
Total	181,336	105,617	266,514	233,178

(1) as part of measures to significantly reduce the Company's operating costs in light of the current economic and market conditions, the Company decided not to renew the employment agreement with the Company's President and paid \$65,025 of severance benefits.

(2) During the three and six months ended June 30, 2020, the Company paid directors' fees of \$12,500 (2019 - \$13,500) and \$23,167 (2019 - \$29,500), respectively. The Company also paid \$3,000 to a director for new project search fees during the three months ended June 30, 2020 (three months ended March 31, 2019 - \$4,000), which was recorded as property and investment evaluation expenses.

# Minco Capital Corp.

## Notes to the Condensed Interim Financial Statements

### For the three and six months ended June 30, 2020, and 2019

(Unaudited, expressed in Canadian dollars, unless otherwise stated)

#### 8. Related party transactions (continued)

##### b) Investments

Refer to Note 5 for the Company's relationships and transactions with its investees, El Olivar and Minco Silver.

##### c) Other transactions with related parties

The Company, Minco Silver, Minco Base Metals Corporation ("MBM") and HempNova Lifetech Corporation ("HempNova") have certain directors and management in common. These four companies shared certain office rental and administration expenditures.

As at June 30, 2020, the Company's due from related parties consists of:

- \$32,212 due from Minco Silver (December 31, 2019 – \$19,153), in relation to shared office expenses reimbursement.
- \$13,490 due from MBM (December 31, 2019 - \$17,375), in relation to shared office expenses reimbursement.
- \$458 due from HempNova (December 31, 2019 - \$3,808), in relation to shared office expenses reimbursement.
- \$8,387 due from Sinocan Capital Limited (December 31, 2019 –\$8,000), in relation to expenses reimbursement.

The amounts due from related parties are unsecured, non-interest bearing and payable on demand.

#### 9. Financial instruments and fair value

The following table summarizes the carrying value of financial assets and liabilities at June 30, 2020 and December 31, 2019:

	June 30, 2020	December 31, 2019
	\$	\$
<b>Fair value through profit and loss:</b>		
Investments at fair value	7,661,661	10,156,292
<b>Amortized cost:</b>		
Cash and cash equivalents	3,073,023	2,899,097
Short-term investment	20,000	20,000
Receivables	2,547	2,106
Due from related parties	54,547	48,336
Accounts payables and accrued liabilities	36,634	39,833

##### Fair value measurement

As at June 30, 2020 and December 31, 2019, financial instruments that are not measured at fair value on the balance sheet are represented by cash and cash equivalents, short-term investment, receivables, due from related parties, account payable and accrued liabilities. The fair values of these financial instruments approximate the carrying value due to their short-term nature.



# Minco Capital Corp.

## Notes to the Condensed Interim Financial Statements

### For the three and six months ended June 30, 2020, and 2019

(Unaudited, expressed in Canadian dollars, unless otherwise stated)

#### 9. Financial instruments and fair value (continued)

Financial assets and liabilities that are recognized on the balance sheet at fair value can be classified in a hierarchy that is based on the significance of the inputs used in making the measurements. The levels in the hierarchy are:

Level 1 - quoted prices (unadjusted) in active markets for identical assets or liabilities;

Level 2 - inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly (that is, as prices) or indirectly (that is, derived from prices); and

Level 3 - inputs for the asset or liability that are not based on observable market data (that is, unobservable inputs).

The Company's financial assets measured at fair values through profit or loss are as follows:

June 30, 2020	Level 1	Level 2	Level 3
	\$	\$	\$
Investments at fair value	7,469,815	191,846	-

  

December 31, 2019	Level 1	Level 2	Level 3
	\$	\$	\$
Investments at fair value	10,007,355	148,937	-

Fair value of investments classified as level 2 are reconciled as follows:

	December 31, 2019	Additions/ dispositions	June 30, 2020	Unrealized loss recognized in profit or loss
	\$	\$	\$	\$
Share purchase warrants:	53,800	-	26,500	(27,300)
Convertible debenture:	95,137	-	50,000	(45,137)
Trust units:	-	134,972	115,346	(19,626)
	148,937	134,972	191,846	(92,063)

	December 31, 2018	Additions/ dispositions	December 31, 2019	Unrealized loss recognized in profit or loss
	\$	\$	\$	\$
Share purchase warrants:	246,330	-	53,800	(192,530)
Convertible debenture:	99,000	-	95,137	(3,863)
	345,330	-	148,937	(196,393)

The Company uses the Black-Scholes option pricing model to determine the fair value of those shares purchase warrants with the use of assumptions.

# Minco Capital Corp.

Notes to the Condensed Interim Financial Statements

**For the three and six months ended June 30, 2020, and 2019**

*(Unaudited, expressed in Canadian dollars, unless otherwise stated)*

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## 10. Subsequent events

Subsequent to the six months ended June 30, 2020, the Company:

- a) engaged Durose Asset Management Inc. (“Durose”) to manage a gold and precious metals investment portfolio. Durose is controlled by a former director of the Company who stepped down as the director on June 30, 2020. A margin trading account was established in relation to this initiative with an investment strategy to provide the Company’s exposure to a basket of primarily growth-oriented junior and intermediate-stage gold and precious metal companies. The portfolio may include advanced-stage exploration companies, development-stage and growth-oriented producing precious metal companies, and precious-metal related ETFs.
- b) participated a private placement in High Gold Mining Inc. by purchasing its 42,500 common shares at a price of \$1.73 per share for a total investment amount of \$73,525.
- c) participated a private placement in Rise Gold Corp. by purchasing its 75,000 units at a price of \$1.02 (US \$0.75) per unit for a total investment amount of \$76,500. Each unit is comprised of one share of common stock of Rise Gold Corp. and one-half of one transferrable stock purchase warrant (“warrant”). Each warrant entitles to purchase one additional share at a price of US \$1.00 for a period of 24 months from the closing date.
- d) invested in various gold equities through the open market at a total cost of \$74,666 with the fair market value of \$85,974 as at July 31, 2020.