FINANCIAL REPORT

For the Half Year Ended September 30, 2019

CHAMPION IRON

ASX: CIA - TSX: CIA

COMPANY DIRECTORY

DIRECTORS	Michael O'Keeffe (Executive Chairman and Former Chief Executive Officer) Gary Lawler (Non-Executive Director) Andrew Love (Non-Executive Director) Michelle Cormier (Non-Executive Director) Wayne Wouters (Non-Executive Director) Jyothish George (Non-Executive Director) David Cataford (Chief Executive Officer)
COMPANY SECRETARIES	Steve Boucratie and Pradip Devalia
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STOCK EXCHANGES	The Company's shares are listed on the Australian Stock Exchange (ASX) and Toronto Stock Exchange (TSX)
ASX CODE & TSX SYMBOL	CIA (Fully Paid Ordinary Shares)

The following Director's Report of Champion Iron Limited ("Champion" or the "Company") has been prepared as of October 29, 2019. This Director's Report is intended to supplement the condensed interim consolidated financial statements ("Financial Statements") for the six-month period ended September 30, 2019 and related notes thereto, which have been prepared in accordance with IAS 34, Interim Financial Reporting, and it should be read in conjunction with the Company's Annual Report for the year ended March 31, 2019.

Management is responsible for the preparation and integrity of its Financial Statements, including the maintenance of appropriate information systems, procedures and internal controls. Management is also responsible for ensuring that information disclosed externally, including the Half-Year Report, is complete and reliable.

All dollar figures stated herein are expressed in Canadian dollars, except for: (i) tabular amounts which are in thousands of Canadian dollars; (ii) per share or per tonne amounts; or (iii) unless otherwise specified. Certain non-IFRS financial performance measures are included in this Director's Report. The following abbreviations are used throughout this document: USD or US$ (United States dollar), CAD or CA$ (Canadian dollar), wmt (wet metric tonnes), dmt (dry metric tonnes), M (Million), km (kilometres) and m (metres).

The Financial Statements and other information pertaining to the Company are available on SEDAR at www.sedar.com and on its website at www.championiron.com.

This Director's Report contains forward-looking statements. Particular attention should be given to the risk factors described in the "Risk Factors" section and to the "Cautionary Note Regarding Forward-Looking Statements" section of this document.

The utilization of the "Company" or "Champion", refers to Champion Iron Limited and/or one, or more, or all of its subsidiaries, as it may apply.

Non-IFRS Financial Performance Measures

Champion believes that these measures, in addition to conventional measures prepared in accordance with IFRS, provide investors an improved ability to evaluate the underlying performance of the Company. These measures are intended to provide additional information and should not be considered in isolation, or as a substitute for, measures of performance prepared in accordance with IFRS. These measures do not have any standardized meaning prescribed under IFRS, and therefore may not be comparable to other issuers. The non-IFRS financial performance measures included in this document are: earnings before interest, tax, depreciation and amortization ("EBITDA"), adjusted net income, adjusted earnings per share attributable to shareholders ("adjusted EPS"), total cash costs or C1 cash cost, all-in sustaining costs ("AISC"), average realized selling price and cash operating margin. For a detailed description of each of the non-IFRS measures used in this Director's Report and a detailed reconciliation to the most directly comparable measure under International Financial Reporting Standards ("IFRS"), please refer to the "Non-IFRS Financial Performance Measures" section of this Director's Report included in note 15.

1. Description of Business

Champion was incorporated under the laws of Australia in 2006 and is listed on the Toronto Stock Exchange (TSX: CIA) and Australian Securities Exchange (ASX: CIA). Champion is a high-grade iron ore producer with its flagship asset, the Bloom Lake iron ore mine ("Bloom Lake" or "Bloom Lake Mine"), a long-life, large-scale open pit operation located in northern Quebec, approximately 300 km north of Sept-Iles and 13 km by road from the town of Fermont. The Company declared commercial production at the Bloom Lake Mine as of June 30, 2018. As at September 30, 2019, Champion is the sole owner of its subsidiary, Quebec Iron Ore Inc. ("QIO"), further to the repurchase of Ressources Quebec's equity interest of 36.8% on August 16, 2019.

Through its wholly-owned subsidiary Champion Iron Mines Limited ("CIML"), the Company owns interests in 9 properties (each a "Property"), covering approximately 752 square kilometres (collectively, the "Fermont Holdings") located in the Fermont Iron Ore District of northeastern Quebec. The Company also owns 100% of the Gullbridge-Powderhorn property located in Northern Central Newfoundland.

The Company's near-term strategy is to continue with operational improvements at the Bloom Lake Mine while applying cost and capital discipline. With the Bloom Lake Mine now generating positive cash flow from operations, the Company is in a position to focus on strengthening its financial position and pursuing growth opportunities.

2. Financial and Operating Highlights[1]

	Three Months Ended September 30,		Six Months Ended September 30,	
	2019	2018	**2019**	2018
Iron ore concentrate produced (wmt)	**2,189,700**	1,858,300	**4,179,100**	3,401,200
Iron ore concentrate sold (dmt)	**1,860,400**	1,931,700	**3,767,100**	3,672,100
Financial Data (in thousands of dollars, except per share amounts)				
Revenue	**160,370**	174,678	**438,284**	325,419
Gross profit	**65,756**	83,329	**236,449**	133,877
EBITDA[2]	**62,575**	81,321	**229,511**	126,263
EBITDA margin[2]	**39%**	47%	**52%**	39%
Net income	**(1,726)**	67,497	**72,515**	88,245
Adjusted net income[2]	**49,915**	67,497	**124,156**	88,245
Net income attributable to shareholders	**2,140**	41,536	**40,891**	52,554
Basic earnings per share attributable to shareholders	**0.00**	0.10	**0.09**	0.13
Adjusted earnings per share attributable to shareholders[2]	**0.11**	0.10	**0.20**	0.13
Cash flow from operations	**104,923**	2,881	**196,844**	49,606
Cash and cash equivalent	**193,753**	135,424	**193,753**	135,424
Short-term investments	**17,291**	17,907	**17,291**	17,907
Total assets	**773,157**	672,017	**773,157**	672,017
Statistics (in dollars per dmt sold)				
Average realized selling price[2]	**86.2**	90.4	**116.3**	88.6
Total cash cost[2] (C1 cash cost)	**48.3**	45.2	**51.4**	49.8
All-in sustaining cost[2]	**66.2**	52.9	**64.5**	56.1
Cash operating margin[2]	**20.0**	37.5	**51.8**	32.5
Statistics (in US dollars per dmt sold)				
Average realized selling price[2]	**65.1**	68.4	**87.6**	69.2
Total cash cost[2] (C1 cash cost)	**36.6**	34.6	**38.7**	38.3
All-in sustaining cost[2]	**50.1**	40.5	**48.5**	43.2
Cash operating margin[2]	**15.0**	27.9	**39.1**	26.0

[1] The Company considers that pre-commercial production operations at the Bloom Lake Mine commenced on April 1, 2018 with the first shipment of high-grade iron ore concentrate and that commercial production began on June 30, 2018.

[2] EBITDA, average realized selling price, total cash cost or CI cash cost, AISC, cash operating margin, adjusted net income and adjusted earnings per share are non-IFRS financial performance measures with no standard definition under IFRS. See the "Non-IFRS Financial Performance Measures" section of this Director's Report included in note 15. Adjusted net income and adjusted earnings per share attributable to shareholders excluding the financial costs related to refinancing closed on August 16, 2019.

3. Quarterly and Year-to-Date Highlights

Financial

- Revenues of $160.4M for the second quarter and $438.3 for the six-month period ended September 30, 2019, compared to $174.7 and $325.4M during the same period of the prior year;
- EBITDA[1] totalling $62.6M or 39% EBITDA margin and $229.5M or 52% EBITDA margin for three and six-month periods, respectively compared to $81.3M and $126.3M in the same period the prior year;
- Net loss of $1.7M (earnings per share of $0.00) for the quarter and net income of $72.5M (earnings per share of $0.09) for the six-month period ended September 30, 2019, compared to net income of $67.5M (earnings per share of $0.10) and net income of $88.2M (earnings per share of $0.13) during the same period of last year;
- Adjusted net income[1] of $50M for the second quarter and $0.11 of adjusted earning per share[1], excluding non-cash refinancing costs;
- Record net cash flow from operations totalling $104.9M for the quarter and $196.8M for the six-month period ended September 30, 2019;
- Record operating cash flow per share of $0.24 for the quarter and $0.45 for the six-month period ended September 30, 2019; and
- Cash on hand[2] of $211.0M on September 30, 2019, compared to $153.3M on March 31, 2019.

Operations

- Record quarterly production of 2,189,700 wmt of high-grade 66.3% Fe iron ore concentrate, compared to 1,858,300 wmt in the same period of the prior year;
- Record recovery rate achieved during the quarter of 83.9% compared to 79.5% in the same period last year; and
- Total cash cost[1] of $48.3/dmt (US$36.6/dmt) (C1) and an AISC[1] of $66.2/dmt during the second quarter, compared to $45.2/dmt (US $34.6/dmt) and $52.9/dmt, respectively, in the same period of the prior year.

Growth

- Successfully completed the previously announced agreement with CDP Investissements Inc., a subsidiary of Caisse de dépôt et placement du Québec ("CDPI"), for a preferred share offering of C$185M in addition to a US$200M credit facility (the "Loan Facility") with The Bank of Nova Scotia ("Scotiabank") and Société Générale;
- Completion of the previously announced transaction (the "Transaction") with the government of Québec, through its agent Ressources Québec Inc. ("RQ"), to acquire RQ's 36.8% equity interest in QIO for a total cash consideration of C$211M. Further to the closing of the Transaction, there no longer exists a non-controlling interest in QIO; and
- Previously approved work program of $68M on Phase II to secure the timetable detailed by the Feasibility Study progressing as planned.

[1] EBITDA, average realized selling price, total cash cost or CI cash cost, AISC, cash operating margin, adjusted net income and adjusted earnings per share are non-IFRS financial performance measures with no standard definition under IFRS. See the "Non-IFRS Financial Performance Measures" section of this Director's Report included in note 15. Adjusted net income and adjusted earnings per share attributable to shareholders excluding the financial costs related to refinancing closed on August 16, 2019.

[2] Cash on hand includes cash and cash equivalents and short-term investments.

4. Bloom Lake Phase II Update

On June 20, 2019, Champion announced the feasibility study (the "Feasibility Study") prepared pursuant to National Instrument 43-101 - Standards of Disclosure for Mineral Projects ("NI 43-101") (see press release dated June 20, 2019 available under the Company's filings on SEDAR at www.sedar.com and on the Company's website at www.championiron.com) that includes proven and probable mineral reserve estimates of 807 million tonnes at an average grade of 29.0% Fe. The Phase II project aims to double Bloom Lake production to 15 Mtpa of 66.2% Fe iron ore concentrate by completing the construction of the second plant which was partially completed by the mine's former owner. Based on the new optimized mine plan, the Bloom Lake mining rate would also be increased to accelerate the supply of ore to the expanded facilities, while maintaining a Life of Mine ("LoM") of 20 years.

The Feasibility Study proposes a 21-month construction period with estimated capital expenditures of $633.4M, including $44M in deposits. Project economics, based on US$83.9/t IODEX 65% Fe CFR China Index ("P65" or "Platts 65") iron price CFR China, indicate an after-tax 8% net present value ("NPV") of $2,384 million, combining Phase I & II, and an after-tax internal rate of return ("IRR") of 33.4%. During the LoM, total cash costs[1] are projected to be $46.6/t with an average all-in sustaining cost[1] of $52.3/t.

The Company's board of directors has approved an initial budget of $68 million to fund and advance the Phase II expansion project during 2019, which is expected to secure the timetable detailed in the Feasibility Study. During the second quarter, $16.3M was spent on the project totaling $18.6M to date and the following milestones have been achieved:

- Civil works related to silo and outside conveyors foundations progressed as planned;
- Electrical and mechanical works inside the plant to secure winter works progressed as planned and expected to be completed timely;
- Engineering progressed on schedule as of September 30, 2019; and
- Ordered long lead items such as spirals.

[1] EBITDA, average realized selling price, total cash cost or CI cash cost, AISC, cash operating margin, adjusted net income and adjusted earnings per share are non-IFRS financial performance measures with no standard definition under IFRS. See the "Non-IFRS Financial Performance Measures" section of this MD&A included in note 15. Adjusted net income and adjusted earnings per share attributable to shareholders excluding the financial costs related to refinancing closed on August 16, 2019.

5. Key Drivers

A. Iron Ore Concentrate Price

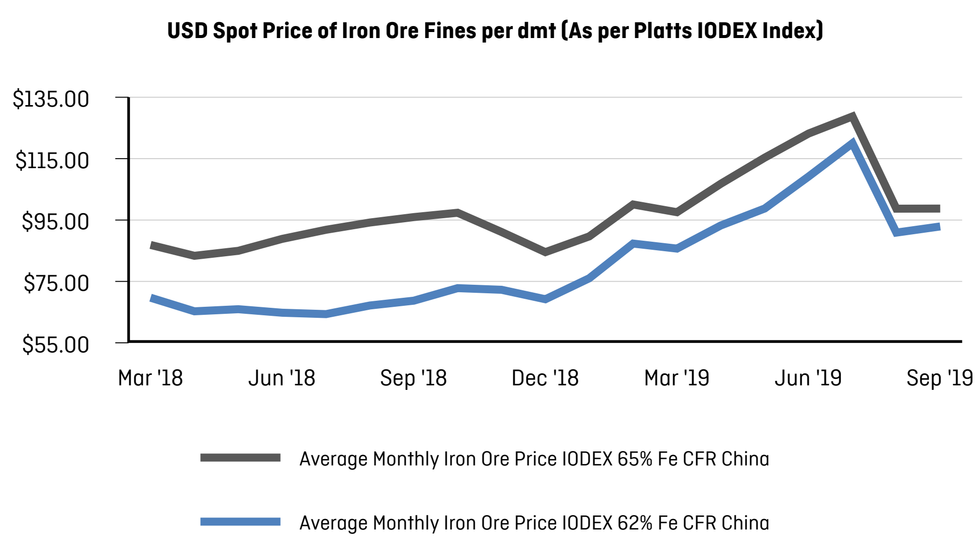
The price of iron ore concentrate is the most significant factor determining the Company's financial results. As such, cash flow from operations and the Company's development may, in the future, be significantly adversely affected by a decline in the price of iron ore. The iron ore concentrate price fluctuates on a daily basis and is affected by a number of industry and macroeconomic factors beyond the control of the Company.

Due to the high-quality nature of its 66.3% iron ore concentrate, the Company's iron ore sales attract a premium over the IODEX 62% Fe CFR China Index ("P62") widely used as the reference price in the industry. The premium captured by the P65 is attributable to two main factors; steel mills recognizing that higher iron ore grades offer a benefit to optimize output while significantly decreasing CO2 emissions. However, during the second quarter of FY2020 ended September 30, 2019, the global steel market experienced pressure resulting from uncertainties related to US/China commercial tension, the Brexit process and to the Asian market growth slowdown contributing to lower profit margin with steel manufacturers. In order to manage profit margins, steel manufacturers can elect to change raw material input for lower quality material at the expense of higher emissions and loss of optimization in the steel making. The change in product mix utilized by steel mills contributed to a lower premium during the quarter.

During the three-month period ended September 30, 2019, the price of high-grade iron ore based on the Platts 65 index fluctuated from a low of US$89.0/dmt to a high of US$135.9/dmt. The average P65 iron ore price was US$109.5/dmt for the period, a decrease of 5% from the previous quarter resulting in a premium of 7.4% over the P62 reference price. The Company's gross realized price for the quarter was US$106.2/dmt before adjustment related to pro-forma sales and before ocean freight. Taking into account pro-forma sales adjustments and deducting sea freight cost, the Company's net realized FOB price was CA$86.2/dmt. Champion is well positioned to benefit from higher iron ore prices as it has no hedging contracts in place, and it is not subject to royalties. Assuming a stable foreign exchange rate, a variation of US$1.00 to the P65 price will impact Champion's gross revenues by approximately 1%.

During the six-month period ended September 30, 2019, the price of high-grade iron ore based on the Platts 65 index fluctuated from a low of US $89.0/dmt to a high of US$135.9/dmt. The average iron ore P65 price was US$112.1/dmt for the period, an increase of 25% from the previous year resulting in a premium of 11.0% over the P62 reference price. The Company's gross realized price year-to-date was US$112.8/dmt before ocean freight and provisional sales adjustment. Taking into account the latter and deducting sea freight cost, the Company's net realized FOB price was CA$116.3/dmt compared to CA$88.6/dmt for the same period of the prior year.

Approximately 80% of Champion's iron ore sales contracts are structured on a provisional pricing basis, with the final sales price determined using the iron ore price indices on or after the vessel's arrival to the port at discharge. The estimated consideration in relation to the provisionally priced contracts is marked to market using the P62 forward iron ore price at the end of each reporting period subject to estimated P65 premium over the P62. The impact of the iron ore price movements is accounted as provisional pricing adjustments to revenue. As at September 30, 2019, Champion had 0.9 million tonnes of iron ore sales that remained subject to provisional pricing, with the final price to be determined in the following reporting periods.



5. Key Drivers (continued)

B. Sea Freight

Sea freight is an important component of the Company's cost structure as Champion ships most of its concentrate to China and Japan. The common reference route for dry bulk material from the Americas to Asia is the Brazil to China route which encompasses 11,000 miles. The freight cost per tonne associated with this route is captured in the C3 Baltic Capesize Index ("C3") which is considered the reference ocean freight cost for iron ore shipped from the Americas to Asia. There is no index for the route between the port of Sept-Iles, Canada and China. The route from Sept-Iles to China totals approximately 14,000 miles and is subject to different weather conditions during the winter season, therefore the freight cost per tonne associated with this voyage is generally higher than the C3 price.

USD Sea Freight Cost per wmt – C3 Baltic Capesize Index (Brazil to China)

In the past five years, the industry has identified a relationship between the iron ore price and the cost of freight for the Brazil to China route captured in the C3 rate. Based on this observed correlation, when the price of iron ore fluctuates, the ocean freight rate fluctuates as well. As the freight cost for the ocean transport between Sept-Iles and China is largely influenced by the C3 cost, a decrease in iron ore prices should result in a lower ocean freight costs for Champion Iron.

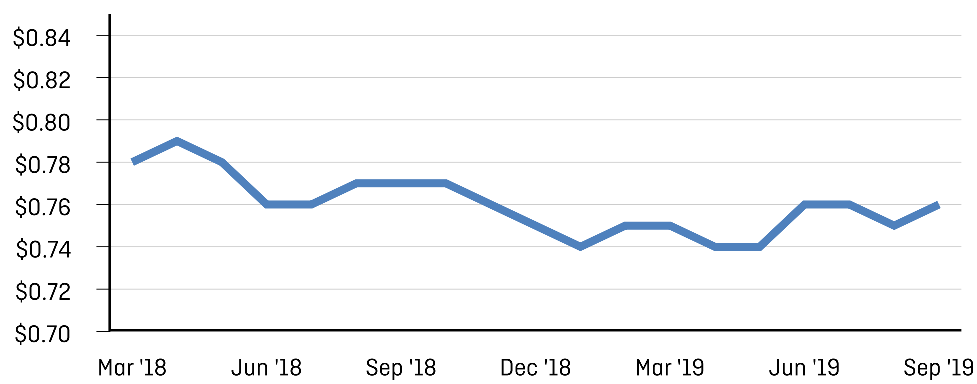
Earlier events in the year in Brazil changed this dynamic as the second largest producer of iron ore globally, Vale, encountered production curtailment following the tragic events in January 2019 with the Brumadinho dam rupture. These events impacted global iron prices positively, while reduced demand for vessels from one of the largest global bulk shippers reduced freight rates. In late June 2019, the Superior Court of Justice of Brazil cleared Vale to resume operations at the Brucutu mining complex, one of the largest operations impacted by the dam rupture. The resumption of operations at Brucutu increased the amount of iron ore shipped out of Brazil and iron ore prices remain elevated, as several vessels were out of service for maintenance, the additional tonnes in the market contributed to an increase in the C3 route index compared to the historical relationship with iron ore prices. The C3 freight rate has now corrected to levels closer to the historical relationship with iron ore prices.

5. Key Drivers (continued)

C. Currency

The Canadian dollar is the Company's reporting and functional currency. Consequently, the Company's operating results and cash flows are influenced by changes in the exchange rate for the Canadian dollar against the U.S. dollar. The Company's sales, sea freight and credit facilities' costs are denominated in U.S. dollars. As such, the Company benefits from a natural hedge between its revenues and its sea freight and credit facilities' costs. Despite such a natural hedge, the Company is exposed to foreign currency fluctuations as its mining operating expenses are mainly incurred in Canadian dollars. Currently, the Company has no hedging contracts in place and therefore has exposure to foreign exchange rate fluctuations. The strengthening of the U.S. dollar would positively impact the Company's net income and cash flow while the strengthening of the Canadian dollar would reduce its operating margin and cash flow. Assuming a stable selling price, a variation of CA$0.01 against the U.S. dollar will impact Champion gross revenues by approximately 1%.

Monthly Exchange Rate – USD to CAD



Apart from these key drivers and the risk factors noted in the headings "Risk factors", management is not aware of any other trends, commitments, events or uncertainties that would have a material effect on the Company's business, financial condition or results of operations.

6. Bloom Lake Mine Operating Activities[1]

	Three Months Ended September 30,		Six Months Ended September 30,	
	2019	2018	**2019**	2018
Operating Data				
Waste mined (wmt)	**3,572,200**	2,978,400	**7,153,100**	6,351,300
Ore mined (wmt)	**5,393,900**	5,204,900	**10,499,000**	9,852,800
Strip ratio	**0.7**	0.6	**0.7**	0.6
Ore milled (wmt)	**5,450,800**	4,964,200	**10,230,800**	9,208,200
Head grade Fe (%)	**32.3**	32.0	**32.4**	31.6
Recovery (%)	**83.9**	79.5	**83.1**	78.4
Product Fe (%)	**66.3**	66.6	**66.3**	66.5
Iron ore concentrate produced (wmt)	**2,189,700**	1,858,300	**4,179,100**	3,401,200
Iron ore concentrate sold (dmt)	**1,860,400**	1,931,700	**3,767,100**	3,672,100
Financial Data (in thousands of dollars)				
Revenues	**160,370**	174,678	**438,284**	325,419
Cost of sales	**89,921**	87,265	**193,528**	183,033
Other expenses	**7,874**	6,092	**15,245**	16,123
Net finance cost	**46,433**	7,106	**75,485**	21,345
Net income (loss)	**(1,726)**	67,497	**72,515**	88,245
EBITDA[2]	**62,575**	81,321	**229,511**	126,263
Statistics (in dollars per dmt sold)				
Average realized selling price[2]	**86.2**	90.4	**116.3**	88.6
Total cash cost (C1 cash cost)[2]	**48.3**	45.2	**51.4**	49.8
All-in sustaining cost[2]	**66.2**	52.9	**64.5**	56.1
Cash operating margin[2]	**20.0**	37.5	**51.8**	32.5

Operational Performance

During the three-month period ended September 30, 2019, 9.0 million tonnes of material was mined, representing an increase of 10% compared to the same quarter of the prior year. This increase was enabled by higher mining equipment availability and a higher utilization rate, attributable to the Company's progress with its mining equipment rebuilding program. The mining operations continuous improvement plan reduced the trucking cycle time which contributed positively to volume mined.

The plant processed 5,450,800 tonnes of ore during the second quarter compared to 4,964,200 tonnes in the comparable prior year period. The 10% increase relates to the higher average hourly mill throughput and the higher iron recovery, further to the implementation of operational innovations in the previous quarter, designed to increase plant capacity, reliability and performance.

The Company achieved an average recovery rate of 83.9% during the second quarter, compared to 79.5% in the same period of the prior year. The improvement relates to the continuous optimization of the recovery circuit, in addition to preventive works completed earlier this year, which produced a more stable recovery rate, fluctuating from 83.5% to 84.4% during the quarter. The quarterly recovery rate achieved during the period set a new historical record for Bloom Lake which was first commissioned in 2010.

Based on the foregoing, Bloom Lake produced 2,189,700 wmt of 66.3% Fe high-grade iron ore concentrate during the three-month period ended September 30, 2019 , compared to 1,858,300 wmt in the same period of the prior year, representing an 18% increase.

1 The Company considers that pre-commercial production operations at the Bloom Lake mine commenced on April 1, 2018 with the first shipment of high-grade iron ore concentrate and that commercial production began on June 30, 2018.

2 EBITDA, average realized selling price, total cash cost or CI cash cost, AISC, cash operating margin, adjusted net income and adjusted earnings per share are non-IFRS financial performance measures with no standard definition under IFRS. See the "Non-IFRS Financial Performance Measures" section of this Director's Report included in note 15. Adjusted net income and adjusted earnings per share attributable to shareholders excluding the financial costs related to refinancing closed on August 16, 2019.

6. Bloom Lake Mine Operating Activities (continued)

Operational Performance (continued)

In addition to the new hourly mill throughput and recovery rate records achieved during the quarter, the Bloom Lake product quality specifications continue to meet or exceed benchmarks and significantly, to date, the Company has not been assessed any penalties in connection with product quality.

The Company mined 17,652,100 tonnes of material during the six months ended September 30, 2019, compared to 16,204,100 tonnes in the same period in the prior year. The increase is attributable to the improvement in mining equipment reliability and increased productivity resulting from the rebuilding program.

The plant processed 10,230,800 tonnes of ore during the six months ended September 30, 2019. During the first half of the current fiscal year, the recovery circuit continues to be optimized, whereby the Company achieved a 79.4% recovery rate at the beginning of the year compared to a recovery rate of 83.9% for the quarter ended September 30, 2019. Overall, year-to-date, the Company has achieved an average recovery rate of 83.1%. The Bloom Lake plant has demonstrated that the current recovery rate is a sustainable rate that can be maintained or possibly increased over the long-term.

Based on the foregoing, Bloom Lake produced a total of 4,179,100 wmt of Fe 66.3% as at September 30, 2019. These results established a new bi-annual production record for the Bloom Lake Mine.

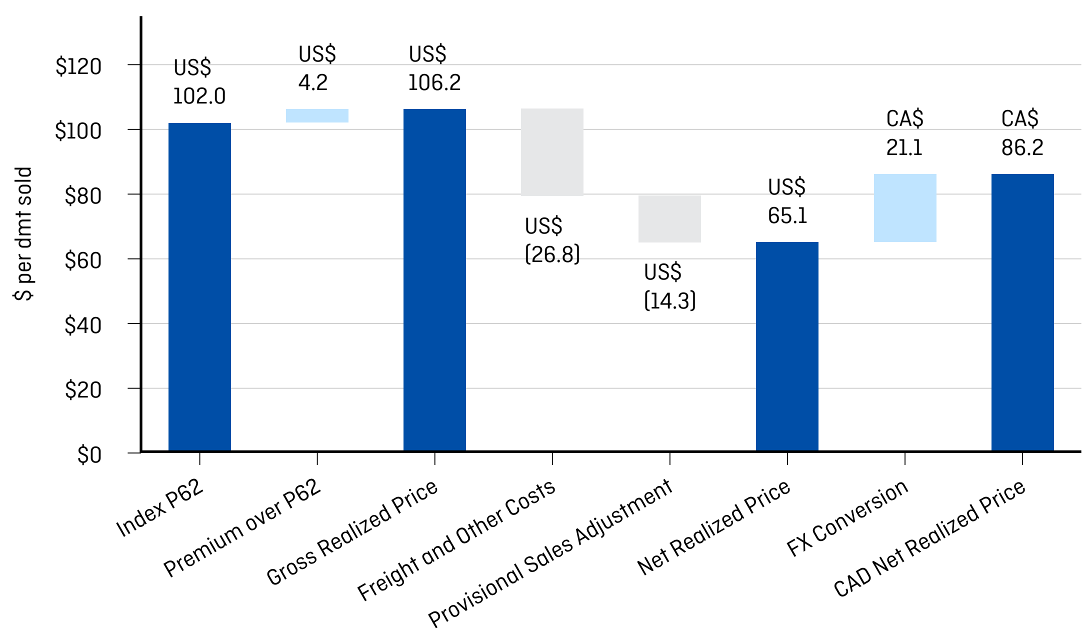
7. Financial Performance

A. Revenues

During the three-month period ended September 30, 2019, a total of 1,860,400 tonnes of high-grade iron ore concentrate were sold at a CFR China gross realized price of US$106.2/dmt before provisional sales adjustments and shipping costs. The gross sales price of US$106.2/dmt represents a premium of 4% over the benchmark P62 price compared to a premium of 17% in the previous quarter, primarily attributable to pressures on the global steel market. During the quarter, a final price was established for 1.0 million tonnes which were in transit at the end of FY2020 Q1 and subject to provisional price adjustments. As the iron ore price was under pressure during this quarter and as the premium between the P62 and the P65 decreased by 50%, a price adjustment of US$14.3/dmt was recorded for these shipments. Sales on the spot market were also initiated. Deducting sea freight costs of US$26.8/dmt together with the provisional sales adjustment of US$14.3, the Company obtained an average net realized price of US$65.1 per tonne (CA$86.2 per tonne) for its high-grade iron ore delivered to the end customer, benefiting from an average foreign exchange rate of CA$1.33 / US$. As a result, revenues totalled $160,370,000 for the period compared to $174,678,000 in the same prior year period. The provisional sales adjustments included in sales were recorded at $(34,700,000) compared to $5,500,000 in the same prior year period.

For the six-month period ended September 30, 2019, the Company sold over 3,767,100 tonnes of iron ore concentrate shipped to end-user customers located in China, Europe, Japan and the Middle East, which was shipped in 22 Capesize vessels. While the P65 indicative price of high-grade iron ore fluctuated between US$89.0/dmt and US$135.9/dmt during the quarter ended September 30, 2019, the Company sold its product at an average gross realized price of US$112.8/dmt, before shipping and adjustments related to provisional sales. The gross sales price of US$112.8/dmt represents a premium of 10% over the benchmark P62 price. Deducting sea freight costs of US$23.1/dmt and the negative provisional sales adjustment of US$2.1, the Company obtained an average realized price of US$87.6 per tonne (CA$116.3 per tonne) for its high-grade iron ore delivered to the end-user customer. As a result, revenues totalled $438,284,000 year-to-date, compared to $325,419,000 for the same period of the prior year. The sales increase is mainly attributable to the volume and selling price. The provisional sales adjustments included in sales were recorded at $(10,300,000) compared to $5,500,000 in the same prior year period.

Q2 FY2020 Net Realized Selling Price from P62 to Average Realized Price



7. Financial Performance (continued)

	Three Months Ended September 30,		Six Months Ended September 30,	
	2019	2018	**2019**	2018
(in U.S. dollars per dmt sold)				
Index P62	**102.0**	66.7	**101.1**	66.0
Premium over P62	**4.2**	27.1	**11.7**	26.1
Gross realized price	**106.2**	93.8	**112.8**	92.1
Freight and other costs	**(26.8)**	(27.6)	**(23.1)**	(24.0)
Adjustments on provisional sales	**(14.3)**	2.2	**(2.1)**	1.1
Net realized FOB price	**65.1**	68.4	**87.6**	69.2
CAD Net Realized FOB Price	**86.2**	90.4	**116.3**	88.6

B. Cost of Sales

Cost of sales represent mining, processing, and mine site-related general and administrative expenses.

During the three-month period ended September 30, 2019, the total cash cost[1] or C1 cash cost[1] per tonne totalled $48.3/dmt, compared to $45.2/dmt in the same period of the previous year. The C1 cash-cost[1] of the period reflects the impact of higher costs from port operations, the indexation of the railway transportation contracts and the costs attributable to additional manpower as the Company supplemented its workforce during the year.

For the six-month period ended September 30, 2019, the Company produced high-grade iron ore at a total cash cost[1] of $51.4/dmt compared to $49.8/dmt in the previous year. The C1 cash cost[1] reflects, in addition to the factors identified for the quarter, the impacts of the major shutdown performed earlier this year during which additional works were completed in order to increase the plant reliability and recovery rate.

C. Gross Profit

The gross profit for the three-month period ended September 30, 2019 totalled $65,756,000 compared to $83,329,000 for the same period of the prior year. A higher gross realized price during the period of US$12.4/dmt was offset by an adjustment on provisional sales of US$14.3/dmt, impacting the gross sales by approximately US$ 4,000,000. Higher freight costs and lower volumes contributed to the remaining variation.

The gross profit for the six-month period ended September 30, 2019 totalled $236,449,000, compared to $133,877,000 for the same prior year period. The increase is largely driven by the 31% increase in the realized price together with higher plant reliability and the effectiveness of preventive works completed during the scheduled major shutdowns. Year-to-date, the Company is benefiting from a 45% cash profit margin per tonne.

D. Other Expenses

Other expenses comprise share-based payments, corporate expenses ("G&A expenses"), as well as sustainability and other community expenses ("CSR expenses"). CSR expenses are composed mainly of community taxes such as property and school taxes and expenditures related to the Impact and Benefits Agreement with the First Nations ("IBA").

The variation of the other expenses and income for the three-month period ended September 30, 2019, compared to the same period the previous year, is essentially due to the completion of the transition from a development cost structure to an operating organization.

The variation of the other expenses and income for the six-month period ended September 30, 2019, compared to the same period the previous year, is essentially due to restart costs incurred in the first quarter of the prior year, as well as Champion's transition from a development stage company to an iron ore producer. The increase in share-based payments reflects the higher stock price period over period, combined with the issuance of annual equity awards in relation to the performance achieved during the last fiscal year ended March 31, 2019.

1 EBITDA, average realized selling price, total cash cost or CI cash cost, AISC, cash operating margin, adjusted net income and adjusted earnings per share are non-IFRS financial performance measures with no standard definition under IFRS. See the "Non-IFRS Financial Performance Measures" section of this Director's Report included in note 15. Adjusted net income and adjusted earnings per share attributable to shareholders excluding the financial costs related to refinancing closed on August 16, 2019.

7. Financial Performance (continued)

E. Net Finance Costs

Net finance costs totalled $46,433,000 for the three-month period ended September 30, 2019 compared to $7,106,000 for the same period in the prior year. The increase is mainly attributable to the impact of the refinancing closed on August 16, 2019, representing $57.3 million offset by the revaluation of warrants related to the $19.5 million Glencore debenture. Of the $57.3 million, $53.5 million is related to non-cash items including the write-off of capitalized past transactions fees, the write-off of derivative financial instruments and the write-off of the unamortized book value of the previous financing facilities. The unamortized book value of the previous debt reflected the deduction of derivative financial instruments that were reclassified in either derivative liability or equity. Therefore, the debt book value was lower than the face value.

The change in the fair value of the derivative liability is associated with the variation of the Company's ordinary share price, which decreased by 26.6% during the period, and is a non-cash item. This derivative liability is now recorded as an equity item following the refinancing.

The Company reports in Canadian dollars and benefits from a natural hedge between its revenues generated in U.S. dollars and its U.S. denominated term facilities. Consequently, the unrealized foreign exchange loss included in net finance costs represents a non-cash expenditure associated with the conversion of the term facilities in Canadian dollars. The Company maintains sufficient U.S. dollars on hand to prevent foreign exchange loss upon interest or capital payments. Unrealized loss on investments and accretion costs are non-cash items.

The increase in net finance costs for the six-month period ended September 30, 2019, when compared to the same period the year prior, is mainly due to the same factors identified in the previous section.

F. Income Taxes

The Company's subsidiaries are subject to tax in Australia and Canada. As a result of accumulated losses before tax, there are no current or deferred income taxes related to the Australian activities. QIO, Champion's operating subsidiary, is subject to a Quebec mining tax at a progressive rate ranging from 16% to 28% depending on the mining profit margin as defined by tax regulations. The mining profit margin represents the mining profit divided by revenues and is taxable based on three segments as follow:

Mining profit margin range	Tax rate
Mining profit between 0% to 35%	**16%**
Incremental mining profit over 35%, up to 50%	**22%**
Incremental mining profit over 50%	**28%**

In addition, QIO is subject to an income tax in Canada where the statutory rate is 26.68%.

During the three and six-month periods ended September 30, 2019, current income and mining taxes amounted to $14,624,000 and $67,986,000 respectively compared to $11,974,000 and $17,504,000 respectively for the same periods of the prior year. The higher mining and income taxes, period over period, are due to higher taxable profit as the Company has no more tax losses available.

During the three and six-month periods ended September 30, 2019, deferred income and mining taxes amounted to a recovery of $1,449,000 and an expense of $5,218,000 respectively, compared to expenses of $9,340,000 and $9,340,000 respectively, for the same periods of the prior year. The recovery during the quarter is associated with the early debt repayment. The deferred expenses for the six-month period is related to the accelerated depreciation permitted under tax rules.

G. Net Income (Loss) & EBITDA[1]

For the three-month period ended September 30, 2019, the Company generated net loss of $1,726,000, with the net income attributable to Champion shareholders for the period totalling $2,139,661, representing earnings per share of $0.00. The non-controlling interest ("NCI") has been calculated until acquisition closing date of August 16, 2019. The variation period over period is mainly due to the non-cash financing costs resulting from the early payments of Sprott Private Resource Lending (Collector) LP ("Sprott") and CDPI credit facilities. In the comparative period of last year, a net income of $67,497,000, representing earnings per share of $0.10 per share was realized.

1 EBITDA, average realized selling price, total cash cost or CI cash cost, AISC, cash operating margin, adjusted net income and adjusted earnings per share are non-IFRS financial performance measures with no standard definition under IFRS. See the "Non-IFRS Financial Performance Measures" section of this Director's Report included in note 15. Adjusted net income and adjusted earnings per share attributable to shareholders excluding the financial costs related to refinancing closed on August 16, 2019.

7. Financial Performance (continued)

G. Net Income (Loss) & EBITDA[1] (continued)

As previously mentioned, the refinancing of the Sprott and CDPI credit facilities resulted in non-cash financing costs associated with derivative instruments that were embedded in the original facilities. Excluding the non-recurring non-cash transactions, the Company would have generated an adjusted net income[1] of $49,915,000 and an adjusted EPS[1] of $0.11 for the second quarter. Similarly, the net income for the six-month period that ended September 30, 2019 that is at $72,515,000 would have been at $124,156,000. Accordingly, the EPS would have been adjusted to $0.20.

During the second quarter ended September 30, 2019, the Company generated an EBITDA[1] of $62,575,000 or an EBITDA[1] margin of 39% compared to an EBITDA[1] of $81,321,000 or an EBITDA[1] margin of 47% in the same period of the prior year.

For the six-month period ended September 30, 2019, the Company generated a net income of $72,515,000 translating to earnings per share of $0.09. A net income of $88,245,000 or $0.13 per share was realized in the six-month period ended September 30, 2018. By excluding the non-cash impact of the refinancing, the net income for the first six months of the year would have been at $124,156,000 or $0.20 per share.

For the six-month period ended September 30, 2019, the Company generated an EBITDA[1] of $229,511,000 or an EBITDA[1] margin of 52% compared to an EBITDA[1] of $126,263,000 or an EBITDA[1] margin of 39% in the same period of the prior year. This increase is mainly attributable to the increase in realized price.

H. All-In Sustaining Cost[1] and Cash Operating Margin[1]

The Company believes that the AISC[1] and cash operating margin[1] are measures reflecting the costs associated with producing iron ore and assessing the Company's ability to operate without reliance on additional borrowing or usage of existing cash. The Company defines AISC[1] as the total costs associated with producing iron ore concentrate. The Company's AISC[1] represents the sum of cost of sales, corporate expenditures and sustaining capital expenditures, including stripping activities, all divided by the iron ore concentrate per dmt sold to arrive at a per dmt figure.

During the three-month period ended September 30, 2019, the Company realized an AISC[1] of $66.2/dmt compared to $52.9/dmt in the same period last year. The variation period over period is due to three main factors. The Company made the prudent decision to accelerate tailings containment dam rising construction work in order to ensure safe tailings deposition. It should be noted that since the works related to the dikes project are mainly of a civil nature, a large part of the program was completed during the summer months resulting in a higher sustaining capital expense during the current quarter. Additionally, the Company made additional investments in the mining equipment rebuilding program, required to increase mining equipment fleet availability. As well, the Company finalized its conversion from a development stage company to an iron ore producer. The conservative decision made by the Company to bring forward the tailings investment does not modify the total amount that would have been invested on the tailings facility over the next few years, only the timing of the expenditures.

Deducting the AISC[1] of $66.2/dmt from the realized average selling price[1] of $86.2/dmt, the Company generated a cash operating margin[1] of $20.0 for each tonne of high-grade iron ore concentrates sold during the second quarter ended September 30, 2019 compared to $37.5/dmt in the same period of the last year. In addition to investments being made earlier than planned, the realized selling price decrease of 5% has also contributed to the decrease.

For the six-month period ended September 30, 2019, the Company realized an AISC[1] of $64.5/dmt compared to $56.1/dmt in the same period of last year. Despite a higher AISC, the cash operating margin[1] was at $51.8/dmt compared to $32.5/dmt in the same period of the previous year, reflecting the ability to adjust necessary investments to take advantage of the market fluctuations.

I. Non-Controlling Interest

Following the close of the acquisition of RQ's 36.8% interest in QIO, Champion's NCI does not exist anymore. The net income attributable to the NCI was based on the financial results of QIO. The NCI attributed to the minority interest during the period was calculated up to the closing date of the acquisition on August 16, 2019.

[1] EBITDA, average realized selling price, total cash cost or C1 cash cost, AISC, cash operating margin, adjusted net income and adjusted earnings per share are non-IFRS financial performance measures with no standard definition under IFRS. See the "Non-IFRS Financial Performance Measures" section of this Director's Report included in note 15. Adjusted net income and adjusted earnings per share attributable to shareholders excluding the financial costs related to refinancing closed on August 16, 2019.

8. Exploration Activities

During the three-month and the six-month period ended September 30, 2019, the Company conducted a minor drilling campaign at its Bloom Lake property to improve ore characterization and a geophysical survey on the Roach Hill property.

During the six-month period ended September 30, 2019, the Company maintained all its properties in good standing. The Company did not enter into farm-in/farm-out arrangements during the quarter.

9. Cash Flows

The following table summarizes cash flow activities:

	Three Months Ended September 30,		**Six Months Ended September 30,**	
	2019	2018	**2019**	2018
(in thousands of dollars)				
Operations	**25,624**	67,816	**127,009**	108,799
Changes in non-cash working capital	**79,299**	(64,935)	**69,835**	(59,193)
Operating activities	**104,923**	2,881	**196,844**	49,606
Financing activities	**(54,724)**	41,415	**(59,378)**	69,463
Investing activities	**(52,068)**	(18,550)	**(78,536)**	(28,807)
Change in cash and cash equivalents during the period	**(1,869)**	25,746	**58,930**	90,262
Effect of foreign exchange rates on cash	**2,646**	441	**(601)**	(291)
Cash and cash equivalents, beginning of period	**192,976**	71,679	**135,424**	7,895
Cash and cash equivalents, end of period	**193,753**	97,866	**193,753**	97,866
Operating cash flow per share	**0.24**	0.01	**0.45**	0.12

Operating

During the three-month period ended September 30, 2019, the Company generated operating cash flows of $25,624,000 before working capital compared to $67,816,000 in the same period of the last year. The decrease results from an EBITDA[1] margin of 39.0% for each dry metric tonne of high-grade concentrate sold compared to an EBITDA[1] margin of 47% for the same period of the last year. Decrease over the comparable period is attributable to lower operating profits as the Company realized lower selling prices affected by provisional pricing adjustment and slightly lower volumes sold as the company was impacted by a more volatile demand from the market.

Changes in working capital were mainly impacted by the timing of customer receipts, the timing of supplier payments and change in inventories value as well as by the income and mining taxes payable that were lower due to lower taxable profit. The operating cash flow per share for the three-month period ending September 30,2019 is at $0.24 compared to $0.01 in the corresponding period of the previous year.

During the six-month period ended September 30, 2019, the Company's operating cash flow before working capital items totalled $127,009,000 compared to $108,799,000 in the same period of last year. The increase is mainly attributable to EBITDA[1] margin of 52% compared to 39% in the same period of last year. This increase reflects a positive 4% volume increase combined with a selling price variation of 30%. The operating cash flow per share for the period is at $0.45 compared to $0.12 for the same period last year.

[1] EBITDA, average realized selling price, total cash cost or C1 cash cost, AISC, cash operating margin, adjusted net income and adjusted earnings per share are non-IFRS financial performance measures with no standard definition under IFRS. See the "Non-IFRS Financial Performance Measures" section of this Director's Report included in note 15. Adjusted net income and adjusted earnings per share attributable to shareholders excluding the financial costs related to refinancing closed on August 16, 2019.

9. Cash Flows (continued)

Financing

During the three-month period ended September 30, 2019, the Company completed the re-financing of the existing credit facilities, the repurchase of RQ's participation in QIO and the issuance of preferred shares to CDPI. The previous debt which consisted of two term loans with CDPI (US$ 100 Million) and Sprott (US$ 80 Million) has been fully reimbursed for $226,972,000. A draw down on the new term credit facility of US$180,000,000 ($239,148,000) was also completed. The new term facility with Scotiabank and Société Générale as Joint Lead Arrangers significantly reduced the Company's cost of debt from 10.0% to 4.9% and provides more flexibility with less covenants.

The repurchase of RQ's stake in QIO of 36.3% has been completed at a cost of $211,000,000. Following the transaction, the Company is no longer subject to any non-controlling interest in its flagship asset, Bloom Lake Mine. Finally, the Company issued new preferred shares to CDPI for a net product of $182,003,000 and reimbursed the Glencore convertible debenture that was part of the previous capital structure for a total cost of $31,980,000.

In the comparative prior year period, the Company's financing activities consisted mainly of drawdowns of $46,147,000 associated with the US $180,000,000 prior credit facilities and to the termination of the production payment agreement of $4,564,000 that was in relation with the Sprott credit facility. During the six-month period ended September 30, 2019, in addition to the transactions detailed previously, the Company's financing activities included previous term loan repayment done in the first quarter as well as product from options exercised in the first quarter.

In the comparative prior year period, the Company's financing activities consisted mainly of drawdowns of $74,195,000 associated with the US $180,000,000 prior credit facilities and to the termination of the production payment agreement of $4,564,000 that was in relation with the Sprott credit facility.

Investing

The Company investments relate to capital expenditures.

Purchase of property, plant and equipment

During the three-month and the six-month period ended September 30, 2019, the Company invested $52,248,000 and $78,725,000 in addition to property, plant and equipment compared to $16,619,000 and $26,487,000 respectively in the same period of the prior year. The following table summarizes the investments.

	Three Months Ended September 30,		Six Months Ended September 30,	
	2019	2018	**2019**	2018
(in thousands of dollars)				
Tailings lifts	**15,526**	10,630	**20,894**	11,395
Stripping activities	**2,994**	2,245	**6,263**	4,742
Mining equipment rebuild	**10,928**	—	**14,241**	—
Other sustaining capital expenditures	**—**	—	**—**	2,657
Subtotal sustaining capital expenditures	**29,448**	12,875	**41,398**	18,794
Phase II	**16,261**	—	**18,573**	—
Other capital development expenditures at Bloom Lake	**6,539**	3,744	**18,754**	7,693
Total	**52,248**	16,619	**78,725**	26,487

The Company made the prudent decision to accelerate tailings containment dam rising construction work in order to ensure safe tailings deposition. The Company also made additional investments in the mining equipment rebuild program required to increase mining equipment fleet availability and performance. The conservative decision made by the Company to bring forward the tailings investment does not modify the total amount that would have been invested on the tailings facility over the next few years, only the timing is modified.

The works related to the dikes project being mainly of a civil nature, a large part of the works is done during the summer months resulting in a higher sustaining capital expense during the current quarter.

9. Cash Flows (continued)

Purchase of property, plant and equipment (continued)

The investment in Phase II represents the works currently in progress related to the $68,000,000 approved to secure the schedule detailed in the Feasibility Study. It is mainly comprised of civil works on the silo and associated conveyors as well as of mechanical and electrical works inside the plant to secure winter works. Finally, the detailed engineering progressed as planned.

The other capital development expenditures are mainly related to Phase II Feasibility Study, infrastructure upgrades at the mine and to service equipment capacity improvements.

Exploration and evaluation

During the three-month period ended September 30, 2019, the Company invested $233,000 in addition to Exploration and evaluation compared to $1,463,000 in the same period of the prior year. The main variance is coming from the Powderhorn exploration program executed last year.

For the six-month period ended September 30, 2019, $427,000 was invested in exploration and evaluation compared to $1,852,000 in the same period of last year. The decrease is mainly related to Powderhorn exploration program executed last year.

[1] EBITDA, average realized selling price, total cash cost or C1 cash cost, AISC, cash operating margin, adjusted net income and adjusted earnings per share are non-IFRS financial performance measures with no standard definition under IFRS. See the "Non-IFRS Financial Performance Measures" section of this Director's Report included in note 15. Adjusted net income and adjusted earnings per share attributable to shareholders excluding the financial costs related to refinancing closed on August 16, 2019.

10. Financial Position

As at September 30, 2019, the Company held $193,753,000 in cash and cash equivalents along with $17,291,000 in short-term investments. With the existing cash balance and the forecasted cash flows from operations, the Company is well positioned to fund all its cash requirements for the next twelve months, which relate primarily to the following activities:

- Mine operating costs
- Sustaining capital expenditures
- Payment of mining and income taxes
- Phase II initial capital expenditures of $68 million

	As at September 30, 2019	As at March 31, 2019
(in thousands of dollars)		
Cash and cash equivalents	**193,753**	135,424
Short-term investment	**17,291**	17,907
Cash on hand	**211,044**	153,331
Other current assets	**149,478**	161,352
Total Current Assets	**360,522**	314,683
Property, plant and equipment	**304,168**	224,123
Exploration and evaluation assets	**75,859**	81,508
Other non-current assets	**32,608**	51,703
Total Assets	**773,157**	672,017
Total Current Liabilities	**129,535**	114,608
Long-term debt	**230,299**	193,038
Derivative financial instruments	**—**	43,819
Rehabilitation obligation	**41,983**	36,565
Other non-current liabilities	**61,462**	68,265
Total Liabilities	**463,279**	456,295
Equity attributable to equity shareholders	**309,878**	150,346
Non-controlling interests	**—**	65,376
Total Equity	**309,878**	215,722
Total Liabilities and Equity	**773,157**	672,017

The Company's total current assets as at September 30, 2019 increased by $45,839,000 since March 31, 2019. This increase resulted from operational cash flow associated with the operations at Bloom Lake offset by the repayment of the Glencore facility and repurchase of RQ's stake in QIO. The long-term assets reflect investments made towards the intensive summer works on the 2019 dikes project as well as on the mining equipment overhaul project. The Phase II preliminary works also contributed to the increase.

Total short-term liabilities increased due to higher tax payable as a result of high profit since the start of the year. Accounts payable related to the major dikes and Phase II projects also contributed to the variation. The long-term liabilities reflect the refinancing that closed on August 16, 2019 and an increase in the rehabilitation obligation further the final review and approval of the final closure costs by the government.

The increase in equity is attributable to the Company's net income of $72,515,000 for the six-month period ended September 30, 2019. It also includes the impact of the new preferred shares issued to CDPI and the new warrants issued to Glencore following the debenture repayment. The increase in equity is partially offset by the difference between the amount paid ($211,000,000) for the repurchase of RQ's shares in QIO and the balance of NCI ($97,000,000) at the transaction date (August 16, 2019).

(Expressed in Canadian dollars, except where otherwise indicated)

11. Financial Risk Factors

The Company's risk exposure and impact on the Company's financial instruments are summarized in note 14 of the audited consolidated financial statements for the year ended March 31, 2019 available on the Company's website at www.championiron.com.

12. Commitments

The Company has various obligations related to take-or-pay features of its logistics contracts. The Company has also other commitments with the Innu community related to its IBA with the First Nations. Future minimum payments under these agreements are as follows:

	As at September 30, 2019
Less than a year	**105,328**
1 to 5 years	**76,340**
More than 5 years	**181,913**
Total	**363,581**

13. Critical Accounting Estimates and Judgments

The Company's significant accounting judgments, estimates and assumptions are summarized in note 2 of the consolidated financial statements for the year ended March 31, 2019.

14. New Accounting Standards Issued and Adopted by the Company

The new accounting standards issued and adopted by the Company are disclosed in note 2 to the condensed interim consolidated financial statements for the three-month period ended September 30, 2019.

15. Non-IFRS Financial Performance Measures

The Company has included certain non-IFRS measures in this document. The Company believes that these measures, in addition to conventional measures prepared in accordance with IFRS, provide investors an improved ability to evaluate the underlying performance of the Company. The non-IFRS measures are intended to provide additional information and should not be considered in isolation or as a substitute for measures of performance prepared in accordance with IFRS. These measures do not have any standardized meaning prescribed under IFRS, and therefore may not be comparable to other issuers.

A. Total Cash Cost

Total cash costs or C1 cost is a common financial performance measure in the iron ore mining industry but with no standard meaning under IFRS. Champion reports total cash costs on a sales basis. The Company believes that, in addition to conventional measures prepared in accordance with IFRS, such as sales, certain investors use this information to evaluate the Company's performance and ability to generate operating earnings and cash flow from its mining operations. This measure also enables investors to better understand the performance of the Company's iron ore operations in comparison to other iron ore producers who present results on a similar basis. Management uses this metric as an important tool to monitor operating cost performance. Total cash costs include production costs such as mining, processing, and site administration, and exclude depreciation to arrive at total cash costs per dmt sold. Other companies may calculate this measure differently.

15. Non-IFRS Financial Performance Measures (continued)

A. Total Cash Cost (continued)

	Three Months Ended September 30,		Six Months Ended September 30,	
	2019	2018	**2019**	2018
Per tonne sold				
Iron ore concentrate sold (dmt)	**1,860,400**	1,931,700	**3,767,100**	3,672,100
(in thousands of dollars except per tonne)				
Cost of sales	**89,921**	87,265	**193,528**	183,033
Total cash cost (per dmt sold)	**48.3**	45.2	**51.4**	49.8

B. All-In Sustaining Cost ("AISC")

The Company believes that AISC defines the total costs associated with producing iron ore concentrate more accurately as this measure reflects all the sustaining expenditures incurred in order to produce high-grade iron ore concentrate. The Company calculates AISC as the sum of total cash costs (as described above), general and administrative expense and sustaining capital, including deferred stripping, divided by the iron ore concentrate dmt sold to arrive at a per dmt figure. Other companies may calculate this measure differently as a result of differences in underlying principles and policies applied. Differences may also arise due to a different definition of sustaining versus non-sustaining capital. The sustaining capital included in the AISC calculation excludes development capital expenditures such as capacity increase projects and studies for future expansion projects.

As this measure intends to represent the cost of selling iron ore concentrate from current operations, it does not include capital expenditures attributable to development projects or mine expansions including economic evaluations for such projects, non-cash share-based payments, exploration expenses that are not sustainable in nature, income tax expense, working capital defined as current assets less current liabilities (except for inventory adjustments) or interest costs.

The table below shows a reconciliation of AISC per tonne to costs as extracted from the consolidated financial statements:

	Three Months Ended September 30,		Six Months Ended September 30,	
	2019	2018	**2019**	2018
Per tonne sold				
Iron ore concentrate sold (dmt)	**1,860,400**	1,931,700	**3,767,100**	3,672,100
(in thousands of dollars except per tonne)				
Cost of sales	**89,921**	87,265	**193,528**	183,033
Sustaining capital expenditure	**29,448**	12,875	**41,398**	18,794
General and administrative expenses	**3,713**	1,926	**7,899**	4,506
	123,082	102,066	**242,825**	206,333
AISC (per dmt sold)	**66.2**	52.9	**64.5**	56.1

The works related to the dikes project being mainly of a civil nature, a large part of the works is done during the summer months resulting in a higher sustaining capital expense during the current quarter.

15. Non-IFRS Financial Performance Measures (continued)

C. Average Realized Selling Price and Cash Operating Margin

Average realized price and cash operating margin per dmt sold are used by management to better understand the iron ore concentrate price and margin realized throughout a period. Average realized price is calculated as metal sales per the statement of comprehensive earnings. Cash operating margin represents average realized price per iron ore concentrate dmt sold less AISC per dmt sold.

	Three Months Ended September 30,		Six Months Ended September 30,	
	2019	2018	**2019**	2018
Per tonne sold				
Iron ore concentrate sold (dmt)	**1,860,400**	1,931,700	**3,767,100**	3,672,100
(in thousands of dollars except per tonne)				
Revenues	**160,370**	174,678	**438,284**	325,419
Average realized selling price (per dmt sold)	**86.2**	90.4	**116.3**	88.6
AISC (per dmt sold)	**66.2**	52.9	**64.5**	56.1
Cash operating margin (per dmt sold)	**20.0**	37.5	**51.8**	32.5

D. EBITDA

The following table sets forth the calculation of EBITDA, a non-IFRS measure which the Company believes to be relevant to assess the Company's ability to generate liquidity by producing operating cash flow to fund working capital needs, service debt obligation and fund capital expenditures.

EBITDA is intended to provide additional information to investors and does not have any standardized definition under IFRS. The measure excludes the impact of cash costs of financing activities, taxes and the change in non-cash working capital and is not necessarily indicative of operating profit or cash flow from operations as determined under IFRS. Other companies may calculate EBITDA differently.

	Three Months Ended September 30,		Six Months Ended September 30,	
	2019	2018	**2019**	2018
(in thousands of dollars)				
Income before income and mining taxes	**11,449**	70,131	**145,719**	96,409
Net finance costs	**46,433**	7,106	**75,485**	21,345
Depreciation	**4,693**	4,084	**8,307**	8,509
EBITDA	**62,575**	81,321	**229,511**	126,263
EBITDA margin	**39%**	47%	**52%**	39%

(Expressed in Canadian dollars, except where otherwise indicated)

15. Non-IFRS Financial Performance Measures (continued)

E. Adjusted Net Income and Adjusted EPS

The refinancing of the Sprott and CDPI credit facilities resulted in non-cash financing costs associated with derivative instruments that were embedded in the original facilities. The Management believe that by excluding the non-recurring non-cash transactions, it provides a better information to appreciate the quarterly results related to recurring business. By excluding these items, the Company would have generated an adjusted net income of $49,915,000 of an adjusted EPS of $0.11 for the second quarter. Similarly, the net income for the six-month period that ended September 30, 2019 that is at S72,515,000 would have been at $124,156,000. Accordingly, the EPS would have been adjusted to $0.20.

	Three Months Ended September 30, 2019		Six Months Ended September 30, 2019	
	Net Income	**Earnings per share**	**Net Income**	**Earnings per share**
Unadjusted	**(1,726)**	—	**72,515**	0.09
Non-cash items				
Write-off - book value of Debenture	**18,837**	0.04	**18,837**	0.04
Write-off - book value of CDPI debt facility	**15,976**	0.04	**15,976**	0.04
Write-off - book value of Sprott debt facility	**5,966**	0.01	**5,966**	0.01
Write-off - Glencore derivative asset	**1,336**	—	**1,336**	—
Write-off - CDPI derivative asset	**5,603**	0.01	**5,603**	0.01
Write-off - Sprott derivative asset	**5,768**	0.01	**5,768**	0.01
	53,486	0.11	**53,486**	0.11
Cash items				
Debt prepayment penalty fees	**3,788**	0.01	**3,788**	0.01
	3,788	0.01	**3,788**	0.01
Taxes impact of adjustments above	**(5,633)**	(0.01)	**(5,633)**	(0.01)
Adjusted	**49,915**	0.11	**124,156**	0.20

16. Share Capital Information

The Company's authorized share capital is unlimited ordinary shares without par value. As of October 29, 2019, there are 435,179,122 ordinary shares outstanding. In addition, there are 28,410,829 ordinary shares issuable on the exercise of options, restricted share units and performance share units. In addition, 49,023,958 shares are issuable from derivative instruments with dilutive impact.

17. Summary of Quarterly Results

The following information is derived from and should be read in conjunction with the unaudited condensed interim consolidated financial statements for each of the past eight quarters. The Company's fiscal year ends on March 31. All amounts are stated in millions of dollars except for the earnings (loss) per share.

	Q2 2020	Q1 2020	Q4 2019	Q3 2019	Q2 2019	Q1 2019	Q4 2018	Q3 2018
Financial Results ($ millions)								
Revenue	160.4	277.9	182.2	147.5	174.7	150.7	—	—
Operating profit (loss)	57.9	163.3	83.1	62.8	77.2	40.5	(21.8)	(39.5)
EBITDA[1]	62.6	166.9	86.5	65.4	81.3	45.0	(20.9)	(38.4)
Net profit (loss)	(1.7)	74.2	28.2	31.2	67.5	20.7	(30.9)	(54.1)
Adjusted Net profit (loss)[1]	49.9	74.2	28.2	31.2	67.5	20.7	(30.9)	(54.1)
Net profit (loss) attributable to shareholders	2.1	38.8	8.8	21.7	41.5	11.0	(21.9)	(37.3)
Earnings (loss) per share - basic	0.00	0.09	0.02	0.05	0.10	0.03	(0.05)	(0.09)
Earnings (loss) per share - diluted	0.00	0.08	0.02	0.05	0.09	0.02	(0.05)	(0.09)
Adjusted Earnings (loss) per share - basic	0.11	0.09	0.02	0.05	0.10	0.03	(0.05)	(0.09)
Cash flow from operations	104.9	91.9	38.0	89.1	2.9	46.7	(42.8)	(72.6)
Operating Data								
Waste mined (thousands of wmt)	3,572	3,581	3,482	3,847	2,978	3,373	2,281	1,973
Ore mined (thousands of wmt)	5,394	5,105	4,976	4,883	5,205	4,648	2,159	575
Strip ratio	0.7	0.7	0.7	0.8	0.6	0.7	1.1	3.4
Ore milled (thousands of wmt)	5,451	4,780	4,754	4,531	4,964	4,244	1,754	—
Head grade (%)	32.3	32.5	30.6	32.1	32.0	31.1	29.0	—
Recovery (%)	83.9	82.1	80.4	80.7	79.6	77.1	76.3	—
% Fe	66.3	66.2	66.3	66.4	66.6	66.5	66.5	—
Iron ore concentrate produced (thousand wmt)	2,190	1,989	1,802	1,791	1,858	1,543	623	—
Iron ore concentrate sold (thousands of dmt)	1,860	1,907	1,744	1,712	1,932	1,740	—	—
Financial results per unit								
Average realized selling price[1]	86.2	145.7	104.4	86.2	90.4	86.6	—	—
Total cash cost[1]	48.3	54.3	48.4	49.4	45.2	55.0	—	—
All-in sustaining cost[1]	66.2	62.8	55.4	55.5	52.9	59.9	—	—
Cash operating margin[1]	20.0	82.9	49.0	30.7	37.5	26.7	—	—

[1] EBITDA, average realized selling price, total cash cost or CI cash cost, AISC, cash operating margin, adjusted net income and adjusted earnings per share are non-IFRS financial performance measures with no standard definition under IFRS. See the "Non-IFRS Financial Performance Measures" section of this Director's Report included in note 15. Adjusted net income and adjusted earnings per share attributable to shareholders excluding the financial costs related to refinancing closed on August 16, 2019.

18. Risk Factors

Champion is subject to several risks and uncertainties which could have a material adverse impact on its operations, its financial condition and the trading price of its shares. This section presents information about the Company's exposure to each of the described risks, the Company's objectives, policies and processes for measuring and managing risk, and the Company's management of capital.

The Board of Directors oversees management's establishment and execution of the Company's risk management framework. Management has implemented and monitors compliance with risk management policies. The Company's risk management policies are established to identify and analyze the risks faced by the Company, to set appropriate risk limits and controls, and to monitor risks and adherence to market conditions and the Company's activities.

Please refer to the 2019 annual information form available on SEDAR at www.sedar.com and on its website at www.championiron.com to see the principal risk factors that apply to the Company and that may have a material adverse effect on its financial condition and results of operations, or the trading price of the Company's Common Shares.

19. Management Responsibility for Financial Statements

Disclosure Controls and Procedures

The Chief Executive Officer ("CEO") and Chief Financial Officer ("CFO") have designed disclosure controls and procedures ("DC&P"), or caused to be designed under their supervision to provide reasonable assurance that:

i) Material information relating to the Company is made known to Management by others, particularly during the period in which the annual filings are being prepared; and

ii) Information required to be disclosed by the Company in our annual filings, interim filings or other reports filed or submitted by the Company under securities legislation is recorded, processed, summarized and reported within the time periods specified in securities legislation.

Internal Control over Financial Reporting

The CEO and CFO are also responsible for establishing and maintaining adequate internal controls over financial reporting ("ICFR") to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with IFRS.

There have been no changes in our ICFR that occurred during the period beginning on July 1, 2019 and ended on September 30, 2019 which have materially affected or are reasonably likely to materially affect the Company's ICFR.

Limitations of DC&P and ICFR

All internal control systems have inherent limitations and may become ineffective because of changes in conditions. Therefore, even those systems determined to be effective can provide only reasonable assurance with respect to the financial statement preparation and presentation.

20. Approval

The Board of Directors oversees management's responsibility for financial reporting and internal control systems through an Audit Committee. This Committee meets quarterly with management and quarterly with the Company's independent auditors to review the scope and results of the annual audit and quarterly reviews, respectively, and to review the financial statements and related financial reporting and internal control matters before the financial statements are approved by the Board of Directors and submitted to the shareholders. The Board of Directors has approved the Financial Statements and the disclosure contained in this Director's Report as of October 29, 2019. A copy of this Director's Report will be provided to anyone who requests it.

21. Nature of Securities

The purchase of the Company's securities involves a high degree of risk and should be undertaken only by investors whose financial resources are sufficient to enable them to assume such risks. The Company's securities should not be purchased by persons who cannot afford the possibility of the loss of their entire investment. Furthermore, an investment in the Company's securities should not constitute a major portion of an investor's portfolio.

22. Additional Information

Additional information related to the Company is available for viewing under the Company's filings on SEDAR at www.sedar.com and at the Company's website at www.championiron.com.

23. Cautionary Note Regarding Forward-Looking Statements

This Director's Report contains certain information and statements, which may be deemed "forward-looking statements" within the meaning of applicable securities laws (collectively referred to herein as "forward-looking statements"). All statements in this Director's Report, other than statements of historical fact, that address future events, developments or performance that Champion expects to occur including management's expectations regarding (i) the recovery rates; (ii) the Company's growth; (iii) the closing of the transactions announced in the May 29, 2019 Press Release; (iv) the potential expansion of the operations at Champion's flagship asset the Bloom Lake mine; (v) the estimated future operation capacity of the Bloom Lake mine; (vi) the completion of the construction for a potential expansion of the Bloom Lake mine; (vii) the potential job creation related to the Bloom Lake mine; (viii) the estimated date of publication of the feasibility study for the expansion; (ix) the fluctuations of the ocean freight costs in connection with the fluctuations of the iron ore price; (x) the impact of exchange rate fluctuations; and (xi) the impact of iron ore concentrate price fluctuation are forward-looking statements. Forward-looking statements are statements that are not historical facts and are generally, but not always, identified by the use of words such as "plans", "expects", "is expected", "budget", "scheduled", "estimates", "continues", "forecasts", "projects", "predicts", "intends", "anticipates", "aims" "targets", or "believes", or variations of, or the negatives of, such words and phrases or state that certain actions, events or results "may", "could", "would", "should", "might" or "will" be taken, occur or be achieved including, without limitation, the results of the feasibility study with regards to the potential expansion of the Bloom Lake mine. Although Champion Iron believes the expectations expected in such forward-looking statements are based on reasonable assumptions, such forward-looking statements involve known and unknown risks, uncertainties and other factors, most of which are beyond the control of the Company, which may cause the Company's actual results, performance or achievements to differ materially from those expressed or implied by such forward-looking statements. Factors that could cause the actual results to differ materially from those in forward-looking statements include, without limitation: the results of feasibility studies; project delays; continued availability of capital and financing and general economic, market or business conditions; general economic, competitive, political and social uncertainties; future prices of Iron Ore; failure of plant, equipment or processes to operate as anticipated; delays in obtaining governmental approvals, necessary permitting or in the completion of development or construction activities, as well as those factors discussed in the section entitled "Risk Factors" of the Company's 2019 Annual Information Form and the risks and uncertainties discussed in the Company's Half-Year Report for the year ended March 31, 2019, both available on SEDAR at www.sedar.com.

The forward-looking statements in this Director's Report are based on assumptions management believes to be reasonable and speak only as of the date of this Director's Report or as of the date or dates specified in such statements. Champion cautions that the foregoing list of risks and uncertainties is not exhaustive. Investors and others should carefully consider the above factors as well as the uncertainties they represent and the risk they entail. Inherent in forward-looking statements are risks, uncertainties and other factors beyond the Company's ability to predict or control.

The forward-looking statements contained herein are made as of the date hereof, or such other date or dates specified in such statements. Champion Iron undertakes no obligation to update publicly or otherwise revise any forward-looking statements contained herein whether as a result of new information or future events or otherwise, except as may be required by law. If the Company does update one or more forward-looking statements, no inference should be drawn that it will make additional updates with respect to those or other forward-looking statements.

PRESENTATION OF HALF-YEARLY FINANCIAL REPORT

The Board of Directors of Champion Iron Limited present herewith the consolidated financial report of the entity for the half year ended September 30, 2019. In order to comply with the provisions of the Corporations Act 2001, the Directors report as follows:

Directors

The Directors of the Company at any time during or since the end of the half year are:

Director	Position	Note
Michael O'Keeffe	Executive Chairman and Former Chief Executive Officer	
Gary Lawler	Non-executive Director	Independent director
Andrew Love	Non-executive Director	Independent director
Michelle Cormier	Non-executive Director	Independent director
Wayne Wouters	Non-executive Director	Independent director
Jyothish George	Non-executive Director	Independent director
David Cataford	Chief Executive Officer	

Company Secretaries

Pradip Devalia Company Secretary-Australia
Steve Boucratie Company Secretary-Canada

Principal Activity

The Company's principal activity is the exploration, development and production of iron ore properties in Québec, Canada.

Results of Operation

The Company generated a net income of $72,515,000 and an adjusted net income of $124,156,000 for the half year ended September 30, 2019 (2018: net income and adjusted net income of $88,246,000).

Consolidation

The Company has prepared the financial report as a consolidated entity.

Auditor's Independence Declaration

Ernst & Young are the auditors of the Company. A copy of their auditor's independence declaration for the half year ended September 30, 2019 as required under section 307C of the Corporations Act 2001 is set out on page 9 and forms part of this Directors' Report.

Signed in accordance with a resolution of the Directors made pursuant to section 306(3) of the Corporations Act 2001.

Executive Chairman
Sydney, New South Wales
October 30, 2019

DIRECTORS' DECLARATION

In accordance with a resolution of the directors of Champion Iron Limited, I state that:

In the Opinion of the Directors:

a) the financial statements and notes of the Company are in accordance with the *Corporations Act 2001*, including:

   (i) giving a true and fair view of the financial position as at September 30, 2019 and the performance for the half year ended on that date, and

   (ii) complying with Accounting Standard AASB 134: "*Interim Financial Reporting*".

b) there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.

Signed in accordance with a resolution of the Directors

s/ Michael O'Keeffe, Executive Chairman

s/ Andrew Love, Non-Executive Director

Sydney, New South Wales

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Independent Auditor's Review Report to the Members of Champion Iron Limited.

Report on the Half-Year Financial Report

Conclusion

We have reviewed the accompanying half-year financial report of Champion Iron Limited (the Company), which comprises the consolidated statement of financial position as at September 30, 2019, the consolidated statement of comprehensive income, consolidated statement of equity and consolidated statement of cash flows for the half-year ended on that date, notes comprising a summary of significant accounting policies and other explanatory information, and the directors' declaration.

Based on our review, which is not an audit, nothing has come to our attention that causes us to believe that the half-year financial report of the Group is not in accordance with the *Corporations Act 2001*, including:

a) giving a true and fair view of the consolidated financial position of the Group as at September 30, 2019 and of its consolidated financial performance for the half-year ended on that date; and

b) complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*.

Directors' Responsibility for the Half-Year Financial Report

The directors of the Company are responsible for the preparation of the half-year financial report that gives a true and fair view in accordance with Australian Accounting Standards and the *Corporations Act 2001* and for such internal control as the directors determine is necessary to enable the preparation of the half-year financial report that is free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express a conclusion on the half-year financial report based on our review. We conducted our review in accordance with Auditing Standard on Review Engagements ASRE 2410 *Review of a Financial Report Performed by the Independent Auditor of the Entity*, in order to state whether, on the basis of the procedures described, anything has come to our attention that causes us to believe that the half-year financial report is not in accordance with the *Corporations Act 2001* including: giving a true and fair view of the Group's consolidated financial position as at September 30, 2019 and its consolidated financial performance for the half-year ended on that date; and complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*. As the auditor of the Group, ASRE 2410 requires that we comply with the ethical requirements relevant to the audit of the annual financial report.

A review of a half-year financial report consists of making enquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Australian Auditing Standards and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Independence

In conducting our review, we have complied with the independence requirements of the *Corporations Act 2001*.

Ernst & Young

Ryan Fisk
Partner

Sydney, Australia
29 October 2019

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Auditor's Independence Declaration to the Directors of Champion Iron Limited

As lead auditor for the review of the half-year financial report of Champion Iron Limited for the half-year ended 30 September 2019, I declare to the best of my knowledge and belief, there have been:

a) no contraventions of the auditor independence requirements of the *Corporations Act 2001* in relation to the review; and

b) no contraventions of any applicable code of professional conduct in relation to the review.

This declaration is in respect of Champion Iron Limited and the entities it controlled during the financial period.

Ernst & Young

Ryan Fisk
Partner
29 October 2019

Champion Iron Limited

(ACN: 119 770 142)

Condensed Interim Consolidated Financial Statements
For the Three and Six-Month Periods Ended September 30, 2019 and 2018

(Expressed in thousands of Canadian dollars - unaudited)

Champion Iron Limited

Half-Year Report - Interim Consolidated Statements of Financial Position

(Expressed in thousands of Canadian dollars - unaudited)

	Notes	As at September 30, 2019	As at March 31, 2019
Assets			
Current			
Cash and cash equivalents		**193,753**	135,424
Short-term investments		**17,291**	17,907
Receivables	**3**	**71,634**	93,012
Prepaid expenses and advances		**16,459**	24,186
Inventories	**4**	**61,385**	44,154
		360,522	314,683
Non-current			
Investments		**2,224**	2,653
Advance payments		**30,384**	38,250
Property, plant and equipment	**5**	**304,168**	224,123
Exploration and evaluation assets		**75,859**	81,508
Derivative assets	**8**	**—**	10,800
Total assets		**773,157**	672,017
Liabilities			
Current			
Accounts payable and accrued liabilities		**76,011**	44,697
Income and mining taxes payable	**15**	**53,524**	34,059
Current portion of long-term debt	**6**	**—**	35,852
		129,535	114,608
Non-current			
Property taxes payable		**14,252**	13,940
Long-term debt	**6**	**230,299**	193,038
Convertible debenture	**7**	**—**	12,067
Derivative liability	**7**	**—**	43,819
Rehabilitation obligation	**9**	**41,983**	36,565
Other long-term liability		**4,533**	4,798
Deferred tax liabilities	**15**	**42,677**	37,460
Total liabilities		**463,279**	456,295
Shareholders' equity			
Share capital	**10**	**403,260**	237,969
Contributed surplus		**22,915**	21,404
Warrants	**10**	**83,592**	17,730
Foreign currency translation reserve		**397**	420
Non-controlling interest	**11**	**—**	65,376
Accumulated deficit		**(200,286)**	(127,177)
Total equity		**309,878**	215,722
Total liabilities and equity		**773,157**	672,017
Commitments	**18**		

Should be read in conjunction with the notes to the condensed interim consolidated financial statements

Approved on October 29, 2019 on behalf of the directors

/s/ Michael O'Keeffe
Director

/s/ Andrew Love
Director

Champion Iron Limited

Half-Year Report - Interim Consolidated Statements of Income

(Expressed in thousands of Canadian dollars, except per share amounts - unaudited)

		Three Months Ended September 30,		Six Months Ended September 30,	
	Notes	**2019**	2018	**2019**	2018
Revenues	**12**	**160,370**	174,678	**438,284**	325,419
Cost of sales	**13**	**(89,921)**	(87,265)	**(193,528)**	(183,033)
Depreciation		**(4,693)**	(4,084)	**(8,307)**	(8,509)
Gross profit		**65,756**	83,329	**236,449**	133,877
Other expenses					
Share-based payments	**10**	**(642)**	(744)	**(1,751)**	(1,067)
General and administrative expenses		**(3,713)**	(1,926)	**(7,899)**	(4,506)
Restart costs		**—**	—	**—**	(4,497)
Sustainability and other community expenses		**(3,519)**	(3,422)	**(5,595)**	(6,053)
Operating income		**57,882**	77,237	**221,204**	117,754
Net finance costs	**14**	**(46,433)**	(7,106)	**(75,485)**	(21,345)
Income before income and mining taxes		**11,449**	70,131	**145,719**	96,409
Current income and mining taxes	**15**	**(14,624)**	(11,974)	**(67,986)**	(17,504)
Deferred income and mining taxes	**15**	**1,449**	9,340	**(5,218)**	9,340
Net income (loss)		**(1,726)**	67,497	**72,515**	88,245
Attributable to:					
Champion shareholders		**2,140**	41,536	**40,891**	52,554
Non-controlling interest		**(3,866)**	25,961	**31,624**	35,691
Earnings per share	**16**				
Basic		**0.00**	0.10	**0.09**	0.13
Diluted		**0.00**	0.09	**0.08**	0.12
Weighted average number of common shares outstanding					
Basic		**434,409,000**	417,620,000	**433,339,000**	416,298,000
Diluted		**483,685,000**	457,535,000	**483,292,000**	455,438,000

Should be read in conjunction with the notes to the condensed interim consolidated financial statements

Champion Iron Limited

Half-Year Report - Interim Consolidated Statements of Comprehensive Income

(Expressed in thousands of Canadian dollars - unaudited)

	Three Months Ended September 30,		Six Months Ended September 30,	
	2019	2018	**2019**	2018
Net income (loss)	**(1,726)**	67,497	**72,515**	88,245
Item that may be reclassified subsequently to the consolidated statement of income				
Net movement in foreign currency translation reserve	**(26)**	555	**(23)**	(124)
Comprehensive income (loss)	**(1,752)**	68,052	**72,492**	88,121
Attributable to:				
Champion shareholders	**2,114**	42,091	**40,868**	52,430
Non-controlling interest	**(3,866)**	25,961	**31,624**	35,691

Should be read in conjunction with the notes to the condensed interim consolidated financial statements

(Expressed in thousands of Canadian dollars, except where otherwise indicated)

		Ordinary Shares		Preferred Shares							
	Notes	Shares[1]	$	Shares	$	Contributed Surplus	Warrants	Foreign Currency Translation	Non-Controlling Interest	Accumulated Deficit	Total
Balance - March 31, 2019		**430,470,000**	**237,969**	**—**	**—**	**21,404**	**17,730**	**420**	**65,376**	**(127,177)**	**215,722**
Net income		**—**	**—**	**—**	**—**	**—**	**—**	**—**	**31,624**	**40,891**	**72,515**
Other comprehensive loss		**—**	**—**	**—**	**—**	**—**	**—**	**(23)**	**—**	**—**	**(23)**
Total comprehensive income (loss)		**—**	**—**	**—**	**—**	**—**	**—**	**(23)**	**31,624**	**40,891**	**72,492**
Repurchase of RQ investment	**11**	**—**	**—**	**—**	**—**	**—**	**—**	**—**	**(97,000)**	**(114,000)**	**(211,000)**
Issuance of preferred shares	**10**	**—**	**—**	**185,000,000**	**159,715**	**—**	**—**	**—**	**—**	**—**	**159,715**
Fair value of warrants issued - Glencore	**7,10**	**—**	**—**	**—**	**—**	**—**	**45,362**	**—**	**—**	**—**	**45,362**
Fair value of warrants issued - CDPI	**10**	**—**	**—**	**—**	**—**	**—**	**22,288**	**—**	**—**	**—**	**22,288**
Exercise of warrants	**6,10**	**2,709,000**	**4,836**	**—**	**—**	**—**	**(1,788)**	**—**	**—**	**—**	**3,048**
Exercise of compensation options	**10**	**2,000,000**	**740**	**—**	**—**	**(240)**	**—**	**—**	**—**	**—**	**500**
Share-based payments	**10**	**—**	**—**	**—**	**—**	**1,751**	**—**	**—**	**—**	**—**	**1,751**
Balance - September 30, 2019		**435,179,000**	**243,545**	**185,000,000**	**159,715**	**22,915**	**83,592**	**397**	**—**	**(200,286)**	**309,878**
Balance - March 31, 2018		414,618,000	224,336	—	—	21,204	17,730	578	823	(210,223)	54,448
Net income		—	—	—	—	—	—	—	35,691	52,554	88,245
Other comprehensive loss		—	—	—	—	—	—	(124)	—	—	(124)
Total comprehensive income (loss)		—	—	—	—	—	—	(124)	35,691	52,554	88,121
Exercise of stock options	**10**	3,950,000	1,943	—	—	(493)	—	—	—	—	1,450
Fair value of share rights exercised	**10**	752,000	1,000	—	—	(1,000)	—	—	—	—	—
Share-based payments	**10**	—	—	—	—	1,067	—	—	—	—	1,067
Balance - September 30, 2018		419,320,000	227,279	—	—	20,778	17,730	454	36,514	(157,669)	145,086

Should be read in conjunction with the notes to the condensed interim consolidated financial statements

[1] All issued ordinary shares are fully paid and have no par value.

Champion Iron Limited

Half-Year Report - Interim Consolidated Statements of Cash Flow

(Expressed in thousands of Canadian dollars - unaudited)

		Three Months Ended September 30,		Six Months Ended September 30,	
	Notes	**2019**	2018	**2019**	2018
Cash provided by (used in)					
Operating Activities					
Net income (loss)		**(1,726)**	67,497	**72,515**	88,245
Items not affecting cash					
Depreciation	**5,19**	**4,693**	4,084	**8,307**	8,509
Share-based payments	**10**	**642**	744	**1,751**	1,067
Loss on debt repayment	**14**	**57,274**	—	**57,274**	—
Accretion of borrowing costs and debt discount	**14**	**898**	3,179	**2,219**	4,389
Change in fair value of derivative liability	**14**	**(19,534)**	(2,496)	**1,543**	554
Accretion of the rehabilitation obligation	**14**	**442**	48	**685**	96
Unrealized loss on investments	**14**	**404**	1,209	**429**	1,654
Unrealized foreign exchange (gain) loss		**(490)**	(3,221)	**(1,508)**	123
Change in fair value of derivative assets	**8,14**	**—**	—	**(1,907)**	—
Deferred income and mining taxes	**15**	**(1,449)**	(9,340)	**5,218**	(9,340)
Interest		**(15,530)**	6,112	**(19,517)**	13,502
		25,624	67,816	**127,009**	108,799
Changes in non-cash operating working capital	**19**	**79,299**	(64,935)	**69,835**	(59,193)
Net cash flows from operating activities		**104,923**	2,881	**196,844**	49,606
Financing Activities					
Proceeds of long-term debt	**6**	**239,148**	46,147	**239,148**	74,195
Repayment of long-term debt	**6**	**(226,972)**	—	**(234,464)**	—
Repurchase of common shares - RQ	**11**	**(211,000)**	—	**(211,000)**	—
Issuance of preferred shares	**10**	**182,003**	—	**182,003**	—
Repayment of convertible debenture	**7**	**(31,980)**	—	**(31,980)**	—
Transaction costs on credit facilities	**6**	**(6,633)**	(1,618)	**(6,633)**	(1,618)
Exercise of warrants	**10**	**210**	—	**3,048**	—
Exercise of compensation options	**10**	**500**	—	**500**	—
Termination of production payment agreement ("PPA")		**—**	(4,564)	**—**	(4,564)
Exercise of stock options		**—**	1,450	**—**	1,450
Net cash flows from financing activities		**(54,724)**	41,415	**(59,378)**	69,463
Investing Activities					
Investment in short-term investments		**413**	(468)	**616**	(468)
Purchase of property, plant and equipment	**5,19**	**(52,248)**	(16,619)	**(78,725)**	(26,487)
Exploration and evaluation		**(233)**	(1,463)	**(427)**	(1,852)
Net cash flows from investing activities		**(52,068)**	(18,550)	**(78,536)**	(28,807)
Net increase (decrease) in cash and cash equivalents		**(1,869)**	25,746	**58,930**	90,262
Cash and cash equivalents, beginning of period		**192,976**	71,679	**135,424**	7,895
Effects of exchange rate changes on cash and cash		**2,646**	441	**(601)**	(291)
Cash and cash equivalents, end of period		**193,753**	97,866	**193,753**	97,866
Interest paid		**20,738**	361	**35,296**	1,101
Income and mining taxes paid		**14,462**	—	**48,521**	—

Should be read in conjunction with the notes to the condensed interim consolidated financial statements

1. Nature of Operations

Champion Iron Limited ("Champion" or the "Company") was incorporated under the laws of Australia in 2006 and is listed on the Toronto Stock Exchange (TSX: CIA) and Australian Securities Exchange (ASX: CIA). Champion is an iron ore mining company with its key asset, the Bloom Lake Mine, a long-life, large-scale open pit operation located in northern Quebec, approximately 300 km north of Sept-Iles and 13 km from the town of Fermont, Quebec, Canada. The Company declared commercial production at the Bloom Lake Mine as of June 30, 2018.

The Bloom Lake Mine assets are held through Quebec Iron Ore Inc. ("QIO"), a wholly owned subsidiary of Champion. Ressources Québec ("RQ"), a subsidiary of governmental agency Investissement Québec, was the owner of a 36.8% interest in QIO until August 16, 2019 when the Company acquired RQ's 36.8% equity interest in QIO. Refer to note 11 - Non-Controlling Interest.

2. Summary of Significant Accounting Policies

A. Basis of preparation

These condensed interim consolidated financial statements have been prepared on the historical cost basis, except for the revaluation of certain financial assets and financial liabilities to fair value.

The financial report is a general purpose financial report which has been prepared for a for-profit enterprise in accordance with the requirements of the Corporations Act 2001, Australian Accounting Standards and other authoritative pronouncements of the Australian Accounting Standards Board. The financial report has also been prepared on a historical cost basis, except for investments and derivative financial instruments which have been measured at fair value.

B. Statement of compliance

These condensed interim consolidated financial statements have been prepared in accordance with IAS 34, Interim Financial Reporting, as issued by the International Accounting Standards Board.

These condensed interim consolidated financial statements do not include certain information and disclosures normally included in annual consolidated financial statements prepared in accordance with International Financial Reporting Standards ("IFRS") and should be read in conjunction with the Company's annual consolidated financial statements for the year ended March 31, 2019.

These condensed interim consolidated financial statements were approved and authorized for issue by the Board of Directors on October 29, 2019.

The accounting policies used in these condensed interim consolidated financial statements are consistent with those disclosed in the Company's audited consolidated financial statements for the year ended March 31, 2019 except for the new accounting standards issued and adopted by the Company described below.

C. Accounting policy for share-based compensation

For equity settled awards, share-based compensation costs are measured at fair value and the awards expected to vest are accrued on a straight-line basis over the vesting period with a corresponding increase in contributed surplus. The grant date fair value of performance share unit ("PSU") awards, restricted share unit ("RSU") awards and deferred share unit ("DSU") awards is determined using the stock price of the Company on the Toronto Stock Exchange at the grant date. The grant date fair value of stock option awards is determined using the Black-Scholes option pricing model. Any consideration by the plan participants on the exercise of the stock options is credited to share capital.

D. Accounting policy for share capital and issuance costs

Proceeds from issuance of share capital are allocated between shares capital and ordinary share purchase warrants by calculating the fair value of the warrants using the Black-Scholes option pricing model and recording the share capital portion using the residual method as the difference between the fair value of the warrants and the proceeds received. Issuance costs are allocated pro rata between the share capital and warrants and netted against each component.

2. Summary of Significant Accounting Policies (continued)

E. New accounting standards issued and adopted by the Company

New standards became applicable for the current reporting period and the Company had to change its accounting policies as a result of adopting the following standards.

IFRS 16, Leases ("IFRS 16")
In January 2016, the IASB released IFRS 16, Leases, to replace the previous leases Standard, IAS 17, Leases, and related Interpretations. IFRS 16 sets out the principles for the recognition, measurement, presentation and disclosure of leases for both parties to a contract, the customer (lessee) and the supplier (lessor). IFRS 16 eliminates the classification of leases as either operating leases or finance leases and introduces a single lessee accounting model. IFRS 16 also substantially carries forward the lessor accounting requirements.

IFRS 16 was adopted for the Company's fiscal year beginning on April 1, 2019, and the Company elected to use the modified retrospective approach. Under this method, the standard is applied retrospectively with the cumulative effect of initially applying the standard recognized at the date of initial application.

The Company applied the standard to contracts that were previously identified as leases applying IAS 17 and IFRIC 4 at the date of initial application and did not reassess contracts that were not previously identified as containing a lease applying IAS 17 and IFRIC 4. In addition, the Company elected to use the exemptions proposed by the standard on lease contracts for which the lease terms end within 12 months as of the date of initial application or lease commencement date, and lease contracts for which the underlying asset is of low value.

Where the Company is a lessee, IFRS 16 results in the on-balance sheet recognition of its leases that are considered operating leases under IAS 17. This results in the gross-up of the balance sheet through the recognition of a right-of-use asset and a liability for the present value of the future lease payments. Depreciation expense on the right-of-use asset and interest expense on the lease liability replace the operating lease expense.

This change in policy did not result in the recognition of a right-of-use asset and lease liability on April 1, 2019. The undiscounted commitments of the Company as of March 31, 2019 amounted to $398,352,000, as presented in the annual consolidated financial statements and notes thereto included for the fiscal year ended March 31, 2019. The difference is due to the commitments of the Company being composed of take-or-pay logistic contracts or the commitment related to the Impact and Benefit Agreement, which do not qualify as a lease under IFRS 16.

IFRIC 23, Income taxes ("IFRIC 23")
In June 2017, the IASB released IFRIC 23, Uncertainty over income tax treatments. IFRIC 23 clarifies the application of recognition and measurement requirements in IAS 12, Income Taxes, when there is uncertainty over income tax treatments. It specifically addresses whether an entity considers each tax treatment independently or collectively, the assumptions an entity makes about the examination of tax treatments by taxation authorities, how an entity determines taxable profit (tax loss), tax bases, unused tax losses, unused tax credits and tax rates and how an entity considers changes in facts and circumstances. IFRIC 23 was adopted effective April 1, 2019 and did not result in any adjustment.

(Expressed in thousands of Canadian dollars, except where otherwise indicated)

3. Receivables

	As at September 30, 2019	As at March 31, 2019
Trade receivables	**47,804**	79,464
Sales tax	**22,808**	12,705
Other receivables	**1,022**	843
	71,634	93,012

For the six-month period ended September 30, 2019, no specific provision was recorded on any of the Company's receivables (March 31, 2019: nil). Receivables are generally settled within six months and are therefore, collectable. As at September 30, 2019, the trade receivables, subject to provisional pricing, amounts to $41,521,000 (March 31, 2019: $29,475,000).

4. Inventories

	As at September 30, 2019	As at March 31, 2019
Stockpiled ore	**12,542**	14,572
Concentrate inventories	**25,072**	10,196
Supplies and spare parts	**23,771**	19,386
	61,385	44,154

The amount of inventories recognized as an expense totalled $94,614,000 and $201,835,000 for the three and six-month periods ended September 30, 2019, respectively ($91,349,000 and $191,542,000 for the three and six-month periods ended September 30, 2018, respectively).

(Expressed in thousands of Canadian dollars, except where otherwise indicated)

5. Property, Plant and Equipment

	Mining and Processing Equipment	Locomotives, Railcars and Rails	Tailings Dykes	Assets under Construction	Stripping Activity Asset	Asset Rehabilitation Obligation and Other	Total
Cost							
March 31, 2019	**116,573**	**47,766**	**18,005**	**24,700**	**19,864**	**16,640**	**243,548**
Additions	**808**	**—**	**—**	**78,254**	**6,263**	**4,895**	**90,220**
Transfers, disposals and others	**(4,016)**	**—**	**20,296**	**(16,280)**	**—**	**—**	**—**
Foreign exchange	**—**	**(361)**	**—**	**—**	**—**	**—**	**(361)**
September 30, 2019	**113,365**	**47,405**	**38,301**	**86,674**	**26,127**	**21,535**	**333,407**
Accumulated depreciation							
March 31, 2019	**12,912**	**3,818**	**498**	**—**	**447**	**1,750**	**19,425**
Depreciation	**6,833**	**1,056**	**1,052**	**—**	**176**	**729**	**9,846**
Transfers, disposals and others	**—**	**—**	**—**	**—**	**—**	**—**	**—**
Foreign exchange	**—**	**(32)**	**—**	**—**	**—**	**—**	**(32)**
September 30, 2019	**19,745**	**4,842**	**1,550**	**—**	**623**	**2,479**	**29,239**
Net book value - September 30, 2019	**93,620**	**42,563**	**36,751**	**86,674**	**25,504**	**19,056**	**304,168**

	Mining and Processing Equipment	Locomotives, Railcars and Rails	Tailings Dykes	Assets under Construction	Stripping Activity Asset	Asset Rehabilitation Obligation and Other	Total
Cost							
March 31, 2018	23,766	39,532	3,000	107,894	—	5,412	179,604
Additions	6,552	6,823	14,941	21,795	11,740	1,291	63,142
Transfers, disposals and others	86,255	—	64	(104,989)	8,124	9,942	(604)
Foreign exchange	—	1,411	—	—	—	(5)	1,406
March 31, 2019	116,573	47,766	18,005	24,700	19,864	16,640	243,548
Accumulated depreciation							
March 31, 2018	4,576	1,818	13	—	—	478	6,885
Depreciation	8,837	2,194	485	—	447	1,380	13,343
Transfers, disposals and others	(501)	—	—	—	—	(101)	(602)
Foreign exchange	—	(194)	—	—	—	(7)	(201)
March 31, 2019	12,912	3,818	498	—	447	1,750	19,425
Net book value - March 31, 2019	103,661	43,948	17,507	24,700	19,417	14,890	224,123

(Expressed in thousands of Canadian dollars, except where otherwise indicated)

6. Long-Term Debt

	Sprott	CDPI	Term Facility	As at September 30, 2019	As at March 31, 2019
Opening balance	**97,986**	**130,904**	**—**	**228,890**	141,225
Advances	**—**	**—**	**239,148**	**239,148**	74,195
Capital repayment	**(98,596)**	**(132,860)**	**—**	**(231,456)**	(7,636)
Capitalized interest	**—**	**—**	**—**	**—**	15,147
Payment of capitalized interest	**(5,574)**	**(13,943)**	**—**	**(19,517)**	(432)
Transaction costs	**—**	**—**	**(8,296)**	**(8,296)**	(1,618)
Accretion	**927**	**775**	**221**	**1,923**	(619)
Unrealized foreign exchange	**(709)**	**(852)**	**(774)**	**(2,335)**	8,628
Non-cash loss on repayment of debt[1]	**5,966**	**15,976**	**—**	**21,942**	—
	—	**—**	**230,299**	**230,299**	228,890
Less current portion	**—**	**—**	**—**	**—**	(35,852)
Ending balance	**—**	**—**	**230,299**	**230,299**	193,038

On August 16, 2019, QIO entered into a US$200,000,000 lending arrangement with Bank of Nova Scotia and Société Générale as joint-lead arrangers as well as various lenders. Transaction costs of $8,296,000 were incurred for this transaction for which $1,663,000 were paid during previous periods, resulting in a net payment of $6,633,000 for the three-month period ended September 30, 2019.

The proceeds of the financing activities were used to fully repay previously issued debt facilities held by QIO for an amount of $239,148,000. Prepayment penalty fees of $3,008,000 were also paid for the repayment of the Sprott facility, resulting in a total repayment of $234,464,000. Refer to note 14 - Net Finance Costs.

The terms of the lending arrangement are as follows:

Amount:	US$ 180,000,000 single draw non-revolving credit facility (the "Term Facility") US$ 20,000,000 revolving credit facility (the "Revolving Facility") (collectively the "Credit Facilities")
Maturity:	Term Facility: March 31, 2024 Revolving Facility: August 16, 2021
Interest:	The Credit Facilities are subject to interest based on LIBOR and a financial margin that fluctuates from 2.85% to 3.75% depending on whether the net debt to EBIDTA ratio is below 1.0 or greater than 2.5.
Repayment:	Term Facility - commencing on June 30, 2021, and quarterly thereafter, 1/12th of the principal balance outstanding.
Covenants:	The Credit Facilities are subject to operational and financial covenants, all of which have been met as at September 30, 2019.
Collateral:	All of the present and future undertaking, properties and assets of QIO and Lac Bloom Railcars Corporation Inc. The Company guaranteed all the obligations of QIO and Lac Bloom Railcars Corporation Inc. and pledged all of the shares it holds in QIO and Lac Bloom Railcars Corporation Inc.

As at September 30, 2019, the Company had no borrowings under the Revolving Credit Facility.

[1] The non-cash loss on repayment of debt represents a non-cash expense to eliminate the unamortized borrowing costs and debt discount. Refer to note 14 - Net Finance Costs.

(Expressed in thousands of Canadian dollars, except where otherwise indicated)

6. Long-Term Debt (continued)

Derivatives

A prepayment option derivative asset existed in respect with the option to prepay the debt with Sprott Private Resource Lending (Collector), LP ("Sprott"). The fair value of the prepayment option derivative asset was calculated to be nil (March 31, 2019: $5,879,000). In addition, a variable interest derivative asset existed on the debt with CDP Investissements Inc. ("CDPI") in respect of variable interest based on price of iron ore and the fair value was calculated to be nil (March 31, 2019: $3,904,000). Refer to note 8 - Derivative Assets.

These derivatives were extinguished due to the repayment of previously issued debt facilities on August 16, 2019.

Warrants

In connection with the debt with Sprott and CDPI, the Company issued: (a) 3,000,000 ordinary share purchase warrants to Sprott, entitling the holder to purchase 3,000,000 ordinary shares of the Company for $1.125 until October 16, 2022 and (b) 21,000,000 ordinary share purchase warrants to CDPI, entitling the holder to purchase 21,000,000 ordinary shares of the Company for $1.125 after October 16, 2018 until October 16, 2024. During the six-month period ended September 30, 2019, Sprott exercised their right to purchase 2,709,000 ordinary shares at $1.125 per share for total proceeds of $3,048,000. As at September 30, 2019, Sprott and CDPI still own 291,000 and 21,000,000 ordinary share purchase warrants respectively.

The fair value of the ordinary share purchase warrants was initially calculated using the Black-Scholes option pricing model. The fair values initially attributed to Sprott and CDPI warrants were respectively $1,980,000 and $15,750,000 at issuance. As at September 30, 2019, the fair value attributed to the remaining 291,000 Sprott warrants was $192,000. The ordinary share warrants were accounted for as warrants in the consolidated statements of equity.

7. Convertible Debenture

	As at September 30, 2019		As at March 31, 2019	
	Convertible Debenture	**Conversion Option**	**Convertible Debenture**	**Conversion Option**
Opening balance	**12,067**	**43,819**	14,016	24,683
Capital repayment	**(31,200)**	**—**	—	—
Change in fair value	**—**	**1,543**	—	19,136
Accretion of debt discount	**296**	**—**	(215)	—
Capitalized interest	**—**	**—**	2,695	—
Payment of capitalized interest	**—**	**—**	(4,429)	—
Non-cash loss on repayment of debt[1]	**18,837**	**—**	—	—
Write-off of conversion option	**—**	**(45,362)**		
Ending balance	**—**	**—**	12,067	43,819

On August 16, 2019, the Company fully repaid the $31,200,000 unsecured subordinated convertible debenture ("Debenture") with Glencore International AG ("Glencore") and the conversion option granting Glencore the right to convert into the ordinary shares of the Company was extinguished. Prepayment penalty fees of $780,000 were also paid for the repayment of the Debenture, resulting in a total repayment of $31,980,000. Refer to note 14 - Net Finance Costs.

The repayment did not affect the off-take agreement with Glencore.

[1] The non-cash loss on repayment of debt represents a non-cash expense to eliminate the unamortized borrowing costs and debt discount. Refer to note 14 - Net Finance Costs.

(Expressed in thousands of Canadian dollars, except where otherwise indicated)

7. Convertible Debenture (continued)

Derivative

In connection with the Debenture, a prepayment option derivative asset existed in respect with the option to prepay the debt with Glencore. The fair value of the prepayment option derivative asset was calculated to be nil (March 31, 2019: nil).

In addition, a variable interest derivative asset existed in respect of variable interest based on price of iron ore and the fair value was calculated to be nil (March 31, 2019: $1,017,000). Refer to note 8 - Derivative Assets.

Finally, a conversion option derivative liability existed in respect to the option of Glencore to convert and the option of Sprott and CDPI to require Glencore to convert the convertible debenture into ordinary shares of the Company. The equity conversion feature was accounted for as a derivative liability on the consolidated statements of financial position. The fair value of the conversion option derivative liability was calculated using the Black-Scholes option pricing model.

These derivatives were extinguished due to the repayment of the Debenture on August 16, 2019.

Warrants

Because the Company elected to prepay the Debenture and the Debenture was not converted into ordinary shares of the Company by Glencore prior to repayment on August 16, 2019, the Company granted 27,733,000 ordinary share purchase warrants to Glencore, entitling the holder to purchase 27,733,000 ordinary shares of the Company for $1.125 until October 13, 2025.

The ordinary share warrants were accounted for as warrants in the consolidated statements of equity.

The fair value of the ordinary share purchase warrants estimated at $45,362,000 was calculated using the Black-Scholes option pricing model with the following assumptions:

	As at September 30, 2019
Purchase warrants granted	**27,733,000**
Exercise price	**1.125**
Share price	**$2.06**
Risk-free interest rate	**1.16%**
Expected volatility based on historical volatility	**84%**
Valuation date	**August 16, 2019**
Expected life of purchase warrants	**6.2 years**
Expected dividend yield	**0%**
Forfeiture rate	**0%**
Fair value	**$45,362,000**

(Expressed in thousands of Canadian dollars, except where otherwise indicated)

8. Derivative Assets

	Notes	As at September 30, 2019	As at March 31, 2019
Prepayment option - Sprott	6	—	5,879
Variable interest - CDPI	6	—	3,904
Variable interest - Glencore	7	—	1,017
		—	10,800

These derivatives were extinguished due to the repayments of the previously issued debt facilities and the Debenture on August 16, 2019. As a result, a write-off of $12,707,000 has been recognized in the six-month period ended September 30, 2019 following a change in the fair value of the derivative assets by $1,907,000 for the same period. Refer to note 14 - Net Finance Costs. As at June 30, 2019, the value of the Sprott, CDPI and Glencore derivative assets were $5,768,000, $5,603,000 and $1,336,000, respectively, for a total balance of $12,707,000.

9. Rehabilitation Obligation

	As at September 30, 2019	As at March 31, 2019
Opening balance	**36,565**	35,893
Increase due to reassessment of the rehabilitation obligation	**4,733**	—
Accretion of rehabilitation obligation	**685**	672
Ending balance	**41,983**	36,565

The accretion of rehabilitation obligation was evaluated as the amount of the expenditure required to settle the present obligation at the end of the reporting period, discounted by the number of years between the reporting date and the rehabilitation date using a discount rate of 0.28% (0.46% for the year ended on March 31, 2019) representing a risk-free rate. The future rehabilitation obligation was reassessed during the quarter ended September 30, 2019 based on the reclamation plan approved by the government in July 2019. The undiscounted amount related to the rehabilitation obligation is estimated at $44,200,000.

10. Share Capital and Reserves

a) Ordinary share issuances

	Six Months Ended September 30,	
	2019	2018
	(in thousands)	(in thousands)
Shares		
Opening balance	**430,470**	414,618
Shares issued for exercise of warrants	**2,709**	—
Shares issued for exercise of compensation options	**2,000**	—
Shares issued for exercise of options - incentive plan	**—**	3,950
Shares issued for exercise of share rights	**—**	752
Ending balance	**435,179**	419,320

During the six-month period ended September 30, 2019, the Company issued 4,709,000 ordinary shares. 2,709,000 ordinary shares were issued further to the exercise of purchase warrants associated with the Sprott facility (Refer to note 6 - Long-Term Debt) and 2,000,000 ordinary shares were issued further to the exercise of compensation options.

b) Preferred share issuances

	Six Months Ended September 30,	
	2019	2018
	(in thousands)	(in thousands)
Shares		
Opening balance	**—**	—
Issuance of preferred shares	**185,000**	—
Ending balance	**185,000**	—

On August 16, 2019, QIO issued preferred shares for consideration of $185,000,000 to CDPI (the "Preferred Shares"). Transaction costs of $2,997,000 were incurred for this transaction, resulting in net proceeds of $182,003,000. The Preferred Shares accumulate dividends, if and when declared by QIO. The dividend rate associated with the Preferred Shares will be based on the gross realized iron price and will fluctuate from 9.25% when the gross realized iron price for Bloom Lake 66.2% iron ore is greater than US$85/t to 13.25% should the gross realized iron ore price decrease below US$65/t.

The Preferred Shares are retractable at the option of CDPI upon i) liquidation, dissolution or windup of QIO or the Company, ii) change of control of QIO or the Company, iii) sale of substantially all of the assets of QIO or iv) completion of an initial public offering by QIO. The Preferred Shares and accrued dividends can be repaid at parity after its second anniversary with no penalty.

At any time after the tenth (10th) anniversary, and provided that the Preferred Shares are not redeemed in full, CDPI shall have the right to notify QIO of its desire that QIO commence a sale transaction of QIO. The Preferred Shares were accounted for as equity in the consolidated statements of equity.

In connection with the preferred share offering with CDPI, the Company issued 15,000,000 ordinary share purchase warrants to CDPI, entitling the holder to purchase 15,000,000 ordinary shares of the Company for $2.45 until August 16, 2026. The ordinary share warrants were accounted for as warrants in the consolidated statements of equity.

The fair value of the ordinary share purchase warrants estimated at $22,288,000, which reduced the value attributed to the Preferred Shares recognized in equity, was calculated using the Black-Scholes option pricing model with the following assumptions:

(Expressed in thousands of Canadian dollars, except where otherwise indicated)

10. Share Capital and Reserves (continued)

b) Preferred share issuances (continued)

	As at September 30, 2019
Purchase warrants granted	**15,000,000**
Exercise price	**$2.45**
Share price	**$2.06**
Risk-free interest rate	**1.16%**
Expected volatility based on historical volatility	**84%**
Valuation date	**August 16, 2019**
Expected life of purchase warrants	**7 years**
Expected dividend yield	**0%**
Forfeiture rate	**0%**
Fair value	**$22,288,000**

c) Share-based payments

The Company has various share-based compensation plans for eligible employees. The objective of the Omnibus Incentive Plan is to enhance the Company's ability to attract and retain talented employees and to provide alignment of interests between such employees and the shareholders of the Company. Under the Omnibus Incentive Plan, the Company grants stock option awards, DSU awards, RSU awards and PSU awards.

Stock option awards and RSU awards vest annually in three equal tranches from the date of grant. DSU awards vest at the date of the grant. PSU awards vest at the end of three years from the date of grant and vesting is subject to key performance indicators established by the Board of Directors.

A summary of the share-based expenses is detailed as follows:

	Three Months Ended September 30,		Six Months Ended September 30,	
	2019	2018	**2019**	2018
Stock option costs	**196**	744	**663**	1,067
DSU costs	**118**	—	**118**	—
RSU costs	**210**	—	**734**	—
PSU costs	**118**	—	**236**	—
Total share-based payments expense	**642**	744	**1,751**	1,067

10. Share Capital and Reserves (continued)

d) Stock options

The Company is authorized to issue 43,518,000 stock options and share rights (March 31, 2019: 43,047,000) equal to 10% (March 31, 2019: 10%) of the issued and outstanding ordinary shares for issuance under the Omnibus incentive plan.

The following table details the stock options activities of the share incentive plan:

	Six Months Ended September 30,		Six Months Ended September 30,	
		2019		2018
	Number of Stock Options (in thousands)	**Weighted-Average Exercise Price**	**Number of Stock Options** (in thousands)	**Weighted-Average Exercise Price**
Opening balance	**8,780**	**0.56**	12,800	0.44
Granted	**534**	**2.43**	1,200	1.28
Exercised	**—**	**—**	(2,950)	0.34
Ending balance	**9,314**	**0.66**	11,050	0.56
Options exercisable - end of period	**8,160**	**0.50**	10,533	0.49

A total of 534,000 new stock options were issued to new employees of the Company during the six-month period ended September 30, 2019. The fair market value of the outstanding stock options granted during the six-month period ended September 30, 2019 totalled $753,000. The stock options granted will vest over a three-year period.

The exercise price of outstanding stock options ranges from $0.20 to $2.53 and the weighted-average remaining contractual life of outstanding stock options is 0.85 years.

The share-based payment cost was calculated according to the fair value of stock options issued based on the Black-Scholes stock option pricing model using the following weighted average:

	Six Months Ended September 30,	
	2019	2018
Risk-free interest rate	**1.80%**	2.5%
Expected volatility based on historical volatility	**86%**	80%
Expected life of stock options	**3 years**	3 years
Expected dividend yield	**0%**	0%
Forfeiture rate	**0%**	0%
Fair value per stock option - weighted average of options issued	**$1.41**	$0.69

10. Share Capital and Reserves (continued)

e) Restricted Share Units ("RSU")

The following table details the RSU activities of the share incentive plan:

	Six Months Ended September 30,		Six Months Ended September 30,	
		2019		2018
	Number of RSU (in thousands)	Weighted-Average Exercise	Number of RSU (in thousands)	Weighted-Average Exercise
Opening balance	**—**	**—**	—	—
Granted	**598**	**2.18**	—	—
Ending balance	**598**	**2.18**	—	—
Vested - end of period	**199**	**2.18**	—	—

During the six-month period ended September 30, 2019, 598,000 RSUs were granted to key management personnel. They will vest annually in three equal tranches from the date of grant.

f) Performance Share Units ("PSU")

The following table details the PSU activities of the share incentive plan:

	Six Months Ended September 30,		Six Months Ended September 30,	
		2019		2018
	Number of PSU (in thousands)	Weighted-Average Exercise	Number of PSU (in thousands)	Weighted-Average Exercise
Opening balance	**—**	**—**	—	—
Granted	**653**	**2.17**	—	—
Ending balance	**653**	**2.17**	—	—
Vested - end of period	**—**	**—**	—	—

During the six-month period ended September 30, 2019, 653,000 PSUs were granted to key management personnel. The PSU awards vest at the end of three years from the date of grant according to performance indicators established by the board of directors.

g) Compensation options

		Outstanding and exercisable	
Exercise Price	**Expiry Date**	**As at September 30,**	As at March 31,
		2019	2019
$0.250	February 1, 2020	**19,000,000**	21,000,000
		19,000,000	21,000,000

During the six-month period ended September 30, 2019, the Company issued 2,000,000 shares pursuant to the exercise of 2,000,000 compensation options with an exercise price of $0.25 per share, for total net proceeds of $500,000. At the time the options were exercised the shares were trading at a price of $2.54.

(Expressed in thousands of Canadian dollars, except where otherwise indicated)

10. Share Capital and Reserves (continued)

h) Warrants

Exercise Price	Holder	Notes	Expiry Date	Outstanding and Exercisable As at September 30, 2019	As at March 31, 2019
$1.125	Sprott	**6**	October 16, 2022	**291,000**	3,000,000
$1.125	CDPI	**6**	October 16, 2024	**21,000,000**	21,000,000
$1.125	Glencore	**7**	October 13, 2025	**27,733,000**	—
$2.45	CDPI	**10 b)**	August 16, 2026	**15,000,000**	—
				64,024,000	24,000,000

11. Non-Controlling Interest

	As at September 30, 2019	As at March 31, 2019
Opening balance	**65,376**	823
Income attributable to non-controlling interest	**31,624**	64,553
Repurchase of RQ investment	**(97,000)**	—
Ending balance	**—**	65,376

RQ was the owner of a 36.8% interest in QIO until August 16, 2019 when the Company acquired RQ's 36.8% equity interest in QIO for $211,000,000. As a result, the net income was attributed between the Company's shareholders and RQ until that date and the non-controlling interest has been eliminated in the Company's Balance Sheet as of that date.

12. Sales

	Three Months Ended September 30,		Six Months Ended September 30,	
	2019	2018	**2019**	2018
Iron ore revenue	**195,081**	169,227	**448,622**	319,968
Provisional pricing adjustments	**(34,711)**	5,451	**(10,338)**	5,451
Total iron ore revenue	**160,370**	174,678	**438,284**	325,419

Provisional pricing adjustments represent any difference between the revenue recognized at the end of the previous period and the final settlement price. As at September 30, 2019, Champion had 0.9 million tonnes of iron ore sales that remained subject to provisional pricing, with the final price to be determined in the following reporting periods.

(Expressed in thousands of Canadian dollars, except where otherwise indicated)

13. Cost of Sales

	Three Months Ended September 30,		Six Months Ended September 30,	
	2019	2018	**2019**	2018
Land transportation	**39,956**	33,837	**80,110**	63,747
Operating supplies and parts	**23,202**	19,355	**49,202**	37,351
Salaries, benefits and other employee expenses	**22,127**	13,683	**39,833**	27,074
Sub-contractors	**16,900**	12,519	**38,929**	30,946
Other production costs	**1,289**	2,269	**3,183**	3,990
Change in inventories	**(13,553)**	5,602	**(17,729)**	19,925
	89,921	87,265	**193,528**	183,033

14. Net Finance Costs

		Three Months Ended September 30,		Six Months Ended September 30,	
		2019	2018	**2019**	2018
Loss on debt repayment	**a)**	**57,274**	—	**57,274**	—
Interest on long-term debt and Debenture		**5,209**	6,914	**12,216**	13,752
Accretion of borrowing costs and debt discount		**898**	3,179	**2,219**	4,389
Change in fair value of derivative liability		**(19,534)**	(2,496)	**1,543**	554
Accretion of the rehabilitation obligation		**442**	48	**685**	96
Unrealized loss on investments		**404**	1,209	**429**	1,654
Realized and unrealized foreign exchange gain		**(488)**	(1,526)	**(253)**	(41)
Change in fair value of derivative assets		**—**	—	**(1,907)**	—
Other interest and finance costs		**2,228**	(222)	**3,279**	941
		46,433	7,106	**75,485**	21,345

a) Loss on debt repayment

		Three Months Ended September 30,		Six Months Ended September 30,	
	Notes	**2019**	2018	**2019**	2018
Non-cash items					
Write-off - book value of Debenture	**7**	**18,837**	—	**18,837**	—
Write-off - book value of CDPI debt facility	**6**	**15,976**	—	**15,976**	—
Write-off - book value of Sprott debt facility	**6**	**5,966**	—	**5,966**	—
Write-off - Glencore derivative asset	**7,8**	**1,336**	—	**1,336**	—
Write-off - CDPI derivative asset	**6,8**	**5,603**	—	**5,603**	—
Write-off - Sprott derivative asset	**6,8**	**5,768**	—	**5,768**	—
		53,486	—	**53,486**	—
Cash items					
Debt prepayment penalty fees		**3,788**	—	**3,788**	—
		3,788	—	**3,788**	—
Loss on debt repayment		**57,274**	—	**57,274**	—

(Expressed in thousands of Canadian dollars, except where otherwise indicated)

15. Income and Mining Taxes

a) Tax expense:

The tax expense is applicable as follows:

	Three Months Ended September 30,		Six Months Ended September 30,	
	2019	2018	**2019**	2018
Current income and mining taxes				
Current income tax on profits for the period	**7,831**	—	**36,076**	—
Current mining tax on profits for the period	**6,793**	11,974	**31,910**	17,504
Total current income and mining taxes	**14,624**	11,974	**67,986**	17,504
Deferred income and mining taxes				
Deferred income tax for the period	**(1,743)**	(10,460)	**2,542**	(10,460)
Deferred mining tax for the period	**294**	1,120	**2,676**	1,120
Total deferred income and mining taxes	**(1,449)**	(9,340)	**5,218**	(9,340)
Income and mining taxes expense	**13,175**	2,634	**73,204**	8,164

b) Deferred tax assets and liabilities as represented on the Consolidated Statement of Financial Position:

	As at September 30, 2019	As at March 31, 2019
Deferred tax asset	**19,052**	15,549
Deferred income tax liabilities	**(46,163)**	(40,224)
Deferred mining tax liability	**(15,566)**	(12,785)
	(61,729)	(53,009)
Net deferred tax liabilities	**(42,677)**	(37,460)

16. Earnings per Share

Earnings per share amounts are calculated by dividing the net income attributable to shareholders for the three and six-month periods ended September 30, 2019 by the weighted-average number of shares outstanding during the periods.

	Three Months Ended September 30,		Six Months Ended September 30,	
	2019	2018	**2019**	2018
Net income attributable to Champion shareholders	**2,140**	41,536	**40,891**	52,554
Weighted-average number of common shares outstanding	**434,409,00**	417,620,000	**433,339,000**	416,298,000
Dilutive share options and convertible financial liabilities	**49,276,000**	39,915,000	**49,953,000**	39,140,000
Weighted average number of outstanding shares for diluted earnings per share	**483,685,00**	457,535,000	**483,292,000**	455,438,000
Basic earnings per share	**0.00**	0.10	**0.09**	0.13
Diluted earnings per share	**0.00**	0.09	**0.08**	0.12

(Expressed in thousands of Canadian dollars, except where otherwise indicated)

17. Financial Instruments

Measurement Categories

Financial assets and financial liabilities have been classified into categories that determine their basis of measurement and, for items measured at fair value, whether changes in fair value are recognized in the profit or loss or in other comprehensive income. These categories are financial assets at fair value through profit and loss, financial assets at amortized cost, and financial liabilities at amortized cost. The following table shows the carrying values of assets and liabilities for each of these categories as at September 30, 2019 and March 31, 2019.

As at September 30, 2019	Fair Value Through Profit and Loss	Financial Assets at Amortized Cost	Financial Liabilities at Amortized Cost	Total Carrying Amount and Fair Value
Assets				
Current				
Cash and cash equivalents	—	**193,753**	—	**193,753**
Short-term investments	—	**17,291**	—	**17,291**
Receivables (excluding sales tax)	**48,826**	—	—	**48,826**
Non-current				
Investments	**2,224**	—	—	**2,224**
	51,050	**211,044**	—	**262,094**
Liabilities				
Current				
Accounts payable and accrued liabilities	—	—	**76,011**	**76,011**
	—	—	**76,011**	**76,011**
Non-current				
Property taxes payable	—	—	**14,252**	**14,252**
Long-term debt	—	—	**230,299**	**230,299**
	—	—	**320,562**	**320,562**

(Expressed in thousands of Canadian dollars, except where otherwise indicated)

17. Financial Instruments (continued)

As at March 31, 2019	Fair Value Through Profit and Loss	Financial Assets at Amortized	Financial Liabilities at Amortized	Total Carrying Amount and Fair Value
Assets				
Current				
Cash and cash equivalents	—	135,424	—	135,424
Short-term investments	—	17,907	—	17,907
Receivables (excluding sales tax)	80,307	—	—	80,307
Non-current				
Investments	2,653	—	—	2,653
Derivative assets	10,800	—	—	10,800
	93,760	153,331	—	247,091
Liabilities				
Current				
Accounts payable and accrued liabilities	—	—	44,697	44,697
Current portion of long-term debt	—	—	35,852	35,852
	—	—	80,549	80,549
Non-current				
Property taxes payable	—	—	13,940	13,940
Long-term debt	—	—	193,038	193,038
Convertible debenture	—	—	12,067	12,067
Derivative liability	43,819	—	—	43,819
	43,819	—	299,594	343,413

Fair value measurements recognized in the consolidated statement of income and comprehensive income

Subsequent to initial recognition, the Company measures financial instruments at fair value grouped into the following levels based on the degree to which the fair value is observable.

Level 1 fair value measurements are those derived from quoted prices (unadjusted) in active markets for identical assets;

Level 2 fair value measurements are those derived from inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices); and

Level 3 fair value measurements are those derived from valuation techniques that include inputs for the asset or liability that are not based on observable market data (unobservable inputs).

There are no transfers between Level 1, Level 2 and Level 3 during the six-month period ended September 30, 2019.

(Expressed in thousands of Canadian dollars, except where otherwise indicated)

18. Commitments and Contingencies

The Company has various obligations related to take-or-pay features of its logistics contracts. The Company has also other commitments with the Innu community related to its Impact and Benefits Agreement with the First Nations. Future minimum payments under these agreements are as follows:

	As at September 30, 2019
Less than a year	**105,328**
1 to 5 years	**76,340**
More than 5 years	**181,913**
	363,581

19. Financial Information Included in the Consolidated Statement of Cash Flows

a) Changes in non-cash operating working capital

	Three Months Ended September 30,		Six Months Ended September 30,	
	2019	2018	**2019**	2018
Receivables	**77,429**	(64,462)	**21,457**	(81,775)
Prepaid expenses and advances	**(7,091)**	5,603	**6,064**	1,245
Inventories	**(12,908)**	2,354	**(16,378)**	16,904
Advance payments	**6,788**	48	**7,866**	2,495
Accounts payable and accrued liabilities	**14,203**	(22,258)	**31,314**	(19,178)
Income and mining taxes payable	**162**	11,974	**19,465**	17,504
Property taxes not paid	**775**	1,806	**312**	3,612
Other long-term liability	**(59)**	—	**(265)**	—
	79,299	(64,935)	**69,835**	(59,193)

b) Supplementary cash flow information

	Three Months Ended September 30,		Six Months Ended September 30,	
	2019	2018	**2019**	2018
Depreciation of property, plant and equipment allocated to stripping activity asset	**(258)**	—	**(686)**	—
Net effect of depreciation of property, plant and equipment allocated to inventory	**(439)**	552	**(853)**	1,920
Increase due to reassessment of the rehabilitation obligation	**(4,733)**	—	**(4,733)**	—
Asset transferred from exploration and evaluation assets to property, plant and equipment	**—**	—	**(6,076)**	—

(Expressed in thousands of Canadian dollars, except where otherwise indicated)

20. Segmented Information

The Company is conducting exploration and evaluation and mining operations activities in Canada. The business segments presented reflect the management structure of the Company and the way in which the Company's chief operating decision maker reviews business performance. The Company evaluates the performance of its operating segments primarily based on segment operating income, as defined below. Since the Company has started production at the mine site which represents all the mining operation, it was identified as a segment. Exploration and corporate were identified as separate segments due to their specific nature.

Three-Month Period Ended September 30, 2019	Mine Site	Exploration and Evaluation	Corporate	Total
Revenues	160,370	—	—	160,370
Cost of sales	(89,921)	—	—	(89,921)
Depreciation	(4,684)	—	(9)	(4,693)
Gross profit (loss)	65,765	—	(9)	65,756
Share-based payments	—	—	(642)	(642)
General and administrative expenses	(1,445)	—	(2,268)	(3,713)
Sustainability and other community expenses	(3,519)	—	—	(3,519)
Operating income (loss)	60,801	—	(2,919)	57,882
Non-operating expenses	(55,973)	—	(3,635)	(59,608)
Net income (loss)	4,828	—	(6,554)	(1,726)
Segmented total assets	682,313	75,859	14,985	773,157
Segmented total liabilities	(456,020)	—	(7,259)	(463,279)
Segmented capital expenditures	303,828	—	340	304,168

Six-Month Period Ended September 30, 2019	Mine Site	Exploration and Evaluation	Corporate	Total
Revenues	438,284	—	—	438,284
Cost of sales	(193,528)	—	—	(193,528)
Depreciation	(8,289)	—	(18)	(8,307)
Gross profit (loss)	236,467	—	(18)	236,449
Share-based payments	—	—	(1,751)	(1,751)
General and administrative expenses	(3,236)	—	(4,663)	(7,899)
Sustainability and other community expenses	(5,577)	—	(18)	(5,595)
Operating income (loss)	227,654	—	(6,450)	221,204
Non-operating expenses	(123,205)	—	(25,484)	(148,689)
Net income (loss)	104,449	—	(31,934)	72,515
Segmented total assets	682,313	75,859	14,985	773,157
Segmented total liabilities	(456,020)	—	(7,259)	(463,279)
Segmented capital expenditures	303,828	—	340	304,168

(Expressed in thousands of Canadian dollars, except where otherwise indicated)

20. Segmented Information (continued)

Three-Month Period Ended September 30, 2018	Mine Site	Exploration and Evaluation	Corporate	Total
Revenues	174,678	—	—	174,678
Cost of sales	(87,265)	—	—	(87,265)
Depreciation	(4,074)	—	(10)	(4,084)
Gross profit (loss)	83,339	—	(10)	83,329
Share-based payments	—	—	(744)	(744)
General and administrative expenses	(2,738)	—	812	(1,926)
Restart costs	—	—	—	—
Sustainability and other community expenses	(3,422)	—	—	(3,422)
Operating income	77,179	—	58	77,237
Non-operating expenses	(7,530)	—	(2,210)	(9,740)
Net income (loss)	69,649	—	(2,152)	67,497
Segmented total assets	491,841	73,989	16,807	582,637
Segmented total liabilities	(383,212)	—	(54,338)	(437,550)
Segmented capital expenditures	192,131	—	340	192,471

Six-Month Period Ended September 30, 2018	Mine Site	Exploration and Evaluation	Corporate	Total
Revenues	325,419	—	—	325,419
Cost of sales	(183,033)	—	—	(183,033)
Depreciation	(8,489)	—	(20)	(8,509)
Gross profit (loss)	133,897	—	(20)	133,877
Share-based payments	—	—	(1,067)	(1,067)
General and administrative expenses	(3,816)	—	(690)	(4,506)
Restart costs	(4,497)	—	—	(4,497)
Sustainability and other community expenses	(6,053)	—	—	(6,053)
Operating income (loss)	119,531	—	(1,777)	117,754
Non-operating expenses	(22,571)	—	(6,938)	(29,509)
Net income (loss)	96,960	—	(8,715)	88,245
Segmented total assets	491,841	73,989	16,807	582,637
Segmented total liabilities	(383,212)	—	(54,338)	(437,550)
Segmented capital expenditures	192,131	—	340	192,471

21. Comparative Figures

Certain of the prior quarter's comparative figures have been reclassified to conform to the current quarter's presentation.