



*Condensed Consolidated Interim Financial Statements of
Cornerstone Capital Resources Inc.*

*For the three and nine months ended
September 30, 2016 and 2015*

(Unaudited)



NOTICE OF NO AUDITOR REVIEW OF INTERIM FINANCIAL STATEMENTS

The accompanying unaudited condensed consolidated interim financial statements of Cornerstone Capital Resources Inc. for the three and nine months ended September 30, 2016 and 2015 have been prepared by and are the responsibility of the Company's management.

The Company's independent auditors have not performed a review of these financial statements in accordance with the standards established by the Canadian Institute of Chartered Accountants for a review of interim financial statements by an entity's auditor.

CORNERSTONE CAPITAL RESOURCES INC.

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CORNERSTONE CAPITAL RESOURCES INC.

Condensed Consolidated Interim Statements of Financial Position

(Expressed in Canadian Dollars)

| | As at September 30, 2016 | As at December 31, 2015 |
|--|--------------------------------|-------------------------------|
| | \$ | \$ |
| ASSETS | | |
| CURRENT | | |
| Cash and cash equivalents | 3,085,708 | 175,029 |
| Marketable securities (Note 7) | 827 | 27,284 |
| Receivables | 114,723 | 148,540 |
| Prepaid expenses | 35,284 | 28,248 |
| | 3,236,542 | 379,101 |
| EXPLORATION AND EVALUATION ASSETS (Note 9) | - | - |
| LONG TERM INVESTMENTS (Note 8) | 42,857 | 42,857 |
| PROPERTY AND EQUIPMENT | 33,887 | 51,204 |
| | 3,313,286 | 473,162 |
| LIABILITIES | | |
| CURRENT | | |
| Trade payables and accrued liabilities | 122,505 | 199,629 |
| Loans payable (Note 10) | - | 50,209 |
| | 122,505 | 249,838 |
| EQUITY (Note 11) | | |
| Shareholders' equity | 3,190,781 | 223,324 |
| | 3,313,286 | 473,162 |

BASIS OF PRESENTATION (Note 2)

CONTINGENCIES (Note 15)

COMMITMENTS (Note 16)

APPROVED BY THE BOARD OF DIRECTORS ON NOVEMBER 22, 2016:

"Brooke Macdonald" Director

"Colin McKenzie" Director

See accompanying notes to the condensed consolidated interim financial statements

CORNERSTONE CAPITAL RESOURCES INC.

Condensed Consolidated Interim Statements of Operations and Comprehensive Loss

(Expressed in Canadian Dollars)

| | Three months ended September 30, 2016 | Three months ended September 30, 2015 | Nine months ended September 30, 2016 | Nine months ended September 30, 2015 |
|--|---|---|--|--|
| | \$ | (Restated - Note 18) \$ | \$ | (Restated - Note 18) \$ |
| REVENUE | | | | |
| Project revenue | - | - | - | 8,720 |
| Gain on disposal of property and equipment | - | 50,339 | 28,987 | 50,339 |
| Investment income | 370 | 5,257 | 23,436 | 16,887 |
| Foreign exchange (loss) gain | 49,313 | 15,472 | (45,395) | 49,440 |
| | 49,683 | 71,068 | 7,028 | 125,386 |
| EXPENSES | | | | |
| General and administrative | 314,775 | 449,866 | 596,739 | 1,145,255 |
| Share-based payments (Note 11) | 115,380 | 54,977 | 193,832 | 253,948 |
| Consulting fees | 90,238 | 79,398 | 293,497 | 248,997 |
| Accounting, audit and legal | 71,152 | 142,947 | 200,454 | 345,362 |
| Loss on sale of marketable securities (Note 7) | - | 48,604 | 4,698 | 115,039 |
| Depreciation | 2,108 | 8,980 | 7,155 | 27,888 |
| Public relations | - | 2,544 | - | 7,752 |
| Interest and bank charges | 1,266 | 927 | 11,462 | 3,985 |
| Exploration and evaluation expenditures (Note 9) | 2,846 | 126,883 | 386,799 | 748,002 |
| Unrealized loss (gain) on value of marketable securities | - | (31,866) | - | 65,917 |
| | 597,765 | 883,260 | 1,694,636 | 2,962,145 |
| NET LOSS AND COMPREHENSIVE LOSS FOR THE PERIOD | (548,082) | (812,192) | (1,687,608) | (2,836,759) |
| LOSS PER SHARE - BASIC AND DILUTED | (0.00) | (0.00) | (0.01) | (0.01) |
| WEIGHTED-AVERAGE NUMBER OF SHARES OUTSTANDING - BASIC AND DILUTED | 241,289,177 | 190,415,330 | 215,852,253 | 190,109,835 |

See accompanying notes to the condensed consolidated interim financial statements

CORNERSTONE CAPITAL RESOURCES INC.

Condensed Consolidated Interim Statements of Changes in Shareholders' Equity

(Expressed in Canadian Dollars)

| | Number of shares | Share capital \$ | Warrants \$ | Contributed Surplus \$ | Deficit \$ | Total Shareholders' Equity \$ | Total equity \$ |
|--|---------------------|---------------------|----------------|------------------------------|---------------|--|--------------------|
| Balance, December 31, 2014 | 189,815,330 | 37,098,324 | 1,911,322 | 8,442,220 | (42,368,563) | 5,083,303 | 5,083,303 |
| Total comprehensive loss to September 30, 2015 | | | | | (2,836,759) | (2,836,759) | (2,836,759) |
| Shares issued for property agreements | 600,000 | 30,000 | - | - | - | 30,000 | 30,000 |
| Share-based payments | - | - | - | 253,948 | - | 253,948 | 253,948 |
| Share issuance costs | - | (17,290) | - | - | - | (17,290) | (17,290) |
| Balance, September 30, 2015 | 190,415,330 | 37,111,034 | 1,911,322 | 8,696,168 | (45,205,322) | 2,513,202 | 2,513,202 |
| Total comprehensive loss to December 31, 2015 | | | | | (2,304,584) | (2,304,584) | (2,304,584) |
| Share-based payments | - | - | - | 17,087 | - | 17,087 | 17,087 |
| Share issuance costs | - | (2,382) | - | - | - | (2,382) | (2,382) |
| Balance, December 31, 2015 | 190,415,330 | 37,108,652 | 1,911,322 | 8,713,255 | (47,509,906) | 223,324 | 223,324 |
| Total comprehensive loss to September 30, 2016 | | | | | (1,687,608) | (1,687,608) | (1,687,608) |
| Shares issued in private placements | 90,000,000 | 4,500,000 | - | - | - | 4,500,000 | 4,500,000 |
| Shares issued for property agreements | 1,200,000 | 60,000 | - | - | - | 60,000 | 60,000 |
| Warrants issued in private placements | - | (1,789,000) | 1,789,000 | - | - | - | - |
| Expired warrants | - | - | (566,900) | 566,900 | - | - | - |
| Share-based payments | - | - | - | 193,832 | - | 193,832 | 193,832 |
| Share issuance costs | 3,280,000 | (225,767) | 127,000 | - | - | (98,767) | (98,767) |
| Balance, September 30, 2016 | 284,895,330 | 39,653,885 | 3,260,422 | 9,473,987 | (49,197,514) | 3,190,781 | 3,190,781 |

See accompanying notes to the condensed consolidated interim financial statements

CORNERSTONE CAPITAL RESOURCES INC.
Condensed Consolidated Interim Statements of Cash Flows
(Expressed in Canadian Dollars)

| | Nine months ended September 30, 2016 | Nine months ended September 30, 2015 (Restated - Note 18) |
|--|--|--|
| | \$ | \$ |
| OPERATING ACTIVITIES | | |
| Net loss | (1,687,608) | (2,836,759) |
| Items not affecting cash: | | |
| Depreciation | 7,155 | 27,888 |
| Interest and bank charges recognized in net loss | 11,462 | 2,985 |
| Interest income recognized in net loss | (1,957) | (16,887) |
| Write-down of exploration and evaluation assets | 386,799 | 748,002 |
| Unrealized loss on value of marketable securities | - | 65,917 |
| Loss on sale of marketable securities | 4,698 | 115,039 |
| Gain on disposal of property and equipment | (28,987) | (50,339) |
| Share-based payments | 193,832 | 253,948 |
| Changes in non-cash operating working capital (Note 13) | (98,533) | 348,905 |
| | (1,213,139) | (1,341,301) |
| INVESTING ACTIVITIES | | |
| Exploration and evaluation expenditures - net (Note 9) | (326,799) | (717,001) |
| Interest and bank charges paid | (10,196) | (3,794) |
| Interest income received | 370 | 16,880 |
| Proceeds on sale of investments | 21,760 | 153,761 |
| Proceeds from loan | 419,000 | - |
| Repayment of loan | (419,000) | - |
| Proceeds from disposal (purchase of) of property and equipment - net | 34,766 | 59,627 |
| | (280,099) | (490,527) |
| FINANCING ACTIVITIES | | |
| Proceeds from issuance of share capital and warrants - net | 4,403,917 | (17,290) |
| | 4,403,917 | (17,290) |
| (DECREASE) INCREASE IN CASH | 2,910,679 | (1,849,118) |
| CASH, BEGINNING OF THE PERIOD | 175,029 | 2,393,197 |
| CASH, END OF THE PERIOD | 3,085,708 | 544,079 |

See accompanying notes to the condensed consolidated interim financial statements

CORNERSTONE CAPITAL RESOURCES INC.
Notes to the Condensed Consolidated Interim Financial Statements
For the nine months ended September 30, 2016 and 2015
(Expressed in Canadian Dollars)

1. DESCRIPTION OF BUSINESS

Cornerstone Capital Resources Inc. (“Cornerstone” or the “Company”), is incorporated under the laws of Alberta, Canada and has its principal office in Ottawa, Ontario, Canada. The Company, through its wholly-owned subsidiaries, Cornerstone Resources Inc., Cornerstone Ecuador S.A. (“CESA”), La Plata Minerales S.A., and Minera Cornerstone Chile Limitada, and its 15% holdings in Exploraciones Novomining S.A. (“ENSA”), is engaged in the evaluation, acquisition and exploration of mineral properties in Ecuador and Chile. The Company plans to ultimately develop the properties, bring them into production, option or lease the properties to third parties, or sell the properties outright. The Company has not determined whether these properties contain ore reserves that are economically recoverable and the Company is considered to be in the exploration stage.

These condensed consolidated interim financial statements (“financial statements”) for the nine months ended September 30, 2016, were authorized for issuance by the Board of Directors of the Company on November 22, 2016.

2. BASIS OF CONSOLIDATION AND PRESENTATION

Statement of Compliance

These financial statements are unaudited and have been prepared in accordance with IAS 34, Interim Financial Reporting, (“IAS 34”), using accounting policies consistent with the International Financial Reporting Standards (“IFRS”) issued by the International Accounting Standards Board (“IASB”) and Interpretations of the IFRS Interpretations Committee (“IFRIC”).

The preparation of the financial statements in compliance with IFRS requires management to make certain critical accounting estimates. It also requires management to exercise judgment in applying the Company’s accounting policies. The areas involving a higher degree of judgment or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in note 3.

Basis of Consolidation and Presentation

The financial statements reflect the financial position, results of operations and cash flows of the Company and its 100% owned subsidiaries, Cornerstone Resources Inc., Cornerstone Ecuador S.A., La Plata Minerales S.A., and Minera Cornerstone Chile Limitada. All inter-company transactions and balances have been eliminated upon consolidation. The Company’s 15% interest in ENSA is being accounted for as an available-for-sale asset.

The financial statements of the Company have been prepared in accordance with IFRS on a going concern basis, which contemplates the realization of assets and the settlement of liabilities and commitments in the normal course of business. Several significant adverse conditions, however, cast substantial doubt on the validity of this assumption. The Company does not have any proven economically recoverable reserves, has continuous losses, and at September 30, 2016, the Company had an accumulated deficit of \$49,197,514 (December 31, 2015 - \$47,509,906) and has recorded a net loss of \$1,687,608 for the nine months ended September 30, 2016 (year ended December 31, 2015 - \$5,141,343). The success of the Company is dependent upon the existence of economically recoverable reserves, the ability of the Company to obtain financing to find and complete the development of such reserves, the ability of the Company to satisfy obligations as they come due and upon future profitable production from the properties or proceeds from disposition. The Company as at September 30, 2016, had cash balances of \$3,085,708 (December 31, 2015 - \$175,029) and current liabilities of \$122,505 (December 31, 2015 - \$249,838). The Company currently does not require additional financing to continue to pursue its exploration activities, and to meet its general and administrative costs for at least the next 24 months from the reporting period.

CORNERSTONE CAPITAL RESOURCES INC.
Notes to the Condensed Consolidated Interim Financial Statements
For the nine months ended September 30, 2016 and 2015
(Expressed in Canadian Dollars)

2. BASIS OF CONSOLIDATION AND PRESENTATION (Continued)

The Company believes it has properties which will continue to attract equity investors and exploration partners. The proceeds from the current financing of \$4.5 million announced April 7, 2016 will be used to maintain these current properties until partners can be found to advance them further (including drilling the 3 drill-ready Ecuador properties), acquire new concessions in Ecuador that will be open for application in a bidding process during the remainder of 2016, and to do initial prospecting and early stage exploration work on those new properties and on any areas eventually included in the ENAMI-CESA Strategic Alliance.

Although the Company has taken steps to verify title to mineral properties in which it has an interest, in accordance with industry standards for the current stage of exploration of such properties, these procedures do not guarantee the Company's title. Property title may be subject to unregistered prior agreements or transfers and may be affected by undetected defects. If the going concern assumption was not appropriate for these financial statements, adjustments would be necessary to the carrying value of assets and liabilities, the reported net loss and the balance sheet classifications used.

Basis of measurement

These financial statements have been prepared on a historical cost basis, except for long-term investments classified as available-for-sale and marketable securities classified as fair value through profit and loss, which are measured at fair value.

Functional currency and currency of presentation

The financial statements are presented in Canadian dollars which is also the functional currency of the Company and its subsidiaries.

3. SIGNIFICANT ACCOUNTING POLICIES

These financial statements should be read in conjunction with the Company's annual consolidated financial statements and accompanying notes for the year ended December 31, 2015. These financial statements have been prepared using the same accounting policies and judgments and estimates as described in the Company's December 31, 2015 annual audited consolidated financial statements.

During the nine months ended September 30, 2016, the Company changed its accounting policy to expense mineral property acquisition costs as well as exploration and evaluation expenses incurred prior to an economic resource being determined. Refer to note 18.

Significant accounting judgments, estimates and assumptions

The preparation of financial statements in conformity with IFRS requires management to make judgments, estimates and assumptions that affect the reported amounts of the assets, liabilities and the disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Estimates and assumptions are continuously evaluated and are based on management's experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. However, actual outcomes can differ from these estimates. The Company has identified the following critical accounting policies under which significant judgments, estimates and assumptions are made and where actual results may differ from these estimates under different assumptions and conditions and may materially affect financial results or the financial position reported in future periods.

CORNERSTONE CAPITAL RESOURCES INC.
Notes to the Condensed Consolidated Interim Financial Statements
For the nine months ended September 30, 2016 and 2015
(Expressed in Canadian Dollars)

3. SIGNIFICANT ACCOUNTING POLICIES (Continued)

Significant accounting judgments, estimates and assumptions (continued)

In particular, the Company has identified the following areas where significant judgments, estimates, and assumptions are required. Further information on each of these areas and how they impact the various accounting policies are described below and also in the relevant notes to the financial statements.

Significant management judgments

The following are significant management judgments in applying the accounting policies of the Company and have the most significant effect on the financial statements.

- *Recognition of deferred income tax assets and measurement of income tax expense*

Management continually evaluates the likelihood that its deferred tax assets could be realized. This requires management to assess whether it is probable that sufficient taxable income will exist in the future to utilize these losses within the carry-forward period. By its nature, this assessment requires significant judgments.

- *Going concern*

The assessment of the Company's ability to continue as a going concern and to raise sufficient funds to pay for its ongoing operating expenditures, meet its liabilities for the ensuing year, and to fund planned and contractual exploration programs, involves significant judgments based on historical experience and other factors including expectation of future events that are believed to be reasonable under the circumstances.

The Company's business of exploring for minerals involves a high degree of risk and there can be no assurance that current exploration programs will ultimately result in profitable mining operations. The recoverability of the carrying value of mineral property interests and the Company's continued existence is dependent upon the preservation of its interests in the underlying properties it acquires, the discovery of economically recoverable reserves, the achievement of profitable operations, or the ability of the Company to raise additional financing, if necessary, or alternatively, upon the Company's ability to dispose of its interests on an advantageous basis. Changes in future conditions could require material write-downs to the carrying values of the Company's assets, in particular its mineral property interests. The Company's assets may also be subject to increases in taxes and royalties, renegotiation of contracts, currency exchange fluctuations and restrictions, and political uncertainty.

- *Contingencies*

By their nature, contingencies will be resolved only when one or more uncertain future events occur or fail to occur. The assessment of the existence and potential quantum of contingencies inherently involves the exercise of significant judgments and the use of estimates regarding the outcome of future events.

- *Exploration and evaluation assets*

The application of the Company's accounting policy for exploration and evaluation expenditure requires judgments to determine whether future economic benefits are likely, from either future exploitation or sale, or whether activities have not reached a stage that permits a reasonable assessment of the existence of reserves. These assumptions are changed when conditions exist that indicate that the carrying value may be impaired, at which time an impairment loss is recorded.

CORNERSTONE CAPITAL RESOURCES INC.
Notes to the Condensed Consolidated Interim Financial Statements
For the nine months ended September 30, 2016 and 2015
(Expressed in Canadian Dollars)

3. SIGNIFICANT ACCOUNTING POLICIES (Continued)

Significant accounting judgments, estimates and assumptions (continued)

- *Functional currency*

The functional currency for the parent entity, and each of its subsidiaries, is the currency of the primary economic environment in which the entity operates. The parent entity has determined the functional currency of each entity is the Canadian dollar. Determination of functional currency may involve certain judgments to determine the primary economic environment and the parent entity reconsiders the functional currency of its entities if there is a change in events and conditions which determined the primary economic environment.

Estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Company based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market change or circumstances arising beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

- *Impairment of exploration and evaluation assets*

Management determines at each reporting period whether there are any indicators of impairment. If there are indicators, the carrying value of the investment in mining property is compared to the recoverable amount to calculate the amount of impairment. If no indicators of impairment are identified, no impairment test is performed.

Determining if there are any facts and circumstances indicating impairment loss or reversal of impairment losses is a subjective process involving judgments and a number of estimates and interpretations in many cases.

When an indication of impairment loss or a reversal of an impairment loss exists, the recoverable amount of the individual asset or the cash-generating units must be estimated.

In assessing impairment, the Company must make estimates and assumptions regarding future circumstances, in particular, whether an economically viable extraction operation can be established, the probability that the expense will be recovered from either future exploration or sale when the activities have not reached a stage that permits a reasonable assessment of the existence of reserves, the Company's capacity to obtain financial resources necessary to complete the evaluation and development and to renew permits. Estimates and assumptions may change if new information becomes available. If, after expenditures are capitalized, information becomes available suggesting that the recovery of expenditures is unlikely, the amount capitalized is written off in profit or loss in the period when the new information becomes available.

- *Property and equipment*

The Company reviews the estimated useful lives of property and equipment at the end of each reporting period to ensure assumptions are still valid as well as for indicators of impairment and makes judgments about the recoverable amounts.

CORNERSTONE CAPITAL RESOURCES INC.
Notes to the Condensed Consolidated Interim Financial Statements
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(Expressed in Canadian Dollars)

3. SIGNIFICANT ACCOUNTING POLICIES (Continued)

Significant accounting judgments, estimates and assumptions (continued)

- *Receivables*

The company reviews its receivables on a regular basis and makes estimates of any amounts which are not expected to be collected. If such doubt exists, an allowance for doubtful accounts will be recorded.

- *Share-based payments*

The Company makes certain estimates and assumptions when calculating the fair values of stock options and warrants granted. The significant assumptions used include estimates of expected volatility, expected life and expected risk-free rate of return. Changes in these assumptions may result in a material change to the amount recorded for the issuance of stock options and warrants.

4. FUTURE ACCOUNTING CHANGES

The following standards are effective for annual periods beginning after January 1, 2016, with earlier adoption permitted. The Company has not early adopted these standards and is currently assessing the impact they will have on the financial statements.

IFRS 9 - *Financial Instruments* - A finalized version of IFRS 9 which contains accounting requirements for financial instruments, replacing IAS 39 *Financial Instruments: Recognition and Measurement* has been issued and is effective for annual periods beginning on or after January 1, 2018. The standard contains requirements in the following areas: classification and measurement, impairment, hedge accounting and de-recognition. IFRS 9 (2014) supersedes IFRS 9 (2009), IFRS 9 (2010) and IFRS 9 (2013), but these standards remain available for application if the relevant date of initial application is before February 1, 2015.

IFRS 15 – *Revenue from Contracts with Customers* – The new standard replaces IAS 11 – *Construction Contracts*, IAS 18 – *Revenue* and IFRIC 13 – *Customer Loyalty Programs*, as well as various other interpretations regarding revenue. IFRS 15 outlines a single comprehensive model to account for revenue arising from contracts with customers, except for contracts that are within the scope of the standards on leases, insurance contracts and financial instruments. IFRS 15 also includes enhanced disclosure requirements. It will be applied retrospectively for annual periods beginning on or after January 1, 2018. Early adoption is permitted.

IFRS 16 – *Leases* – The new standard replaces IAS 17 – *Leases* and related interpretations. IFRS 16 provides a single lessee accounting model, requiring the recognition of assets and liabilities for all leases, unless the lease term is twelve months or less or the underlying asset has low value. It will be applied retrospectively for annual periods beginning on or after January 1, 2019. Early adoption is permitted if IFRS 15 has also been applied.

5. CAPITAL MANAGEMENT

The capital structure of the Company consists of debt and equity comprised of share capital, warrants, reserves and deficit. The Company manages its capital structure and makes adjustments to it, based on the funds available to the Company, in order to support the acquisition, exploration and development of mineral assets. The Board of Directors does not establish quantitative return on capital criteria for management, but rather relies on the expertise of the Company's management to sustain future development of the business.

CORNERSTONE CAPITAL RESOURCES INC.
Notes to the Condensed Consolidated Interim Financial Statements
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(Expressed in Canadian Dollars)

5. CAPITAL MANAGEMENT (Continued)

The properties in which the Company has or is earning an interest are in the exploration stage; as such the Company has historically relied on the equity markets to fund its activities. Subject to availability of funding, the Company will continue to assess new properties and seek to acquire an interest in additional properties if it feels there is sufficient geologic or economic potential and if it has adequate financial resources to do so. Management reviews its capital management approach on an ongoing basis. The Company is not subject to externally imposed capital requirements.

6. FINANCIAL INSTRUMENTS

Financial instruments recorded at fair value on the balance sheet are classified using a fair value hierarchy that reflects the significance of the inputs used in making the measurements. The fair value hierarchy has the following levels:

Level 1 – valuation based on quoted prices (unadjusted) observed in active markets for identical assets or liabilities

Level 2 – valuation techniques based on inputs that are quoted prices or similar instruments in active markets; inputs other than quoted prices used in a valuation model that are observable for that instrument; and inputs that are derived principally from or corroborated by observable market data by correlation or other means

Level 3 – valuation techniques with significant unobservable market inputs

Upon the deconsolidation of ENSA, the value of the Company's 15% interest in ENSA is classified as an available-for-sale asset. The Company has a long term investment in ENSA, which is a private company with no quoted price in active markets and has therefore been classified as a level 3 fair value measurement. The investment in ENSA was measured against the exploration assets on the Cascabel concession, considering the most recent exploration results, and geological assessments as at September 30, 2016, and December 31, 2015.

The Company has no liabilities recorded at fair value. The carrying value of the Company's liabilities approximates its fair value due to the short term nature.

The Company does not have any level 2 fair value measurements, and there have been no transfers between levels.

| As at September 30, 2016 | Level 1 | Level 2 | Level 3 | Total financial assets at fair value |
|---------------------------------------|----------------|----------------|----------------|---|
| | \$ | \$ | \$ | \$ |
| Financial assets | | | | |
| Marketable securities (Note 7) | 827 | - | - | 827 |
| Long-term investment | - | - | 42,857 | 42,857 |
| | 827 | - | 42,857 | 43,684 |

CORNERSTONE CAPITAL RESOURCES INC.
Notes to the Condensed Consolidated Interim Financial Statements
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(Expressed in Canadian Dollars)

6. FINANCIAL INSTRUMENTS (Continued)

| As at December 31, 2015 | Level 1 | Level 2 | Level 3 | Total financial assets at fair value |
|--------------------------------|---------|---------|---------|--------------------------------------|
| Financial assets | \$ | \$ | \$ | \$ |
| Marketable securities (Note 7) | 27,284 | - | - | 27,284 |
| Long-term investment | - | - | 42,857 | 42,857 |
| | 27,284 | - | 42,857 | 70,141 |

Financial Risk Factors

The Company has exposure to credit risk, liquidity risk and market risk. The Company's Board of Directors has the overall responsibility for the oversight of these risks and reviews the Company's policies on an ongoing basis to ensure that these risks, which are summarized below, are appropriately managed:

Credit risk

Credit risk refers to the potential loss arising from any failure by counterparties to fulfill their obligations, as and when they fall due. It is inherent to the business as potential losses may arise due to the failure of its customers and counterparties to fulfill their obligations on maturity periods or due to adverse market conditions. The Company's financial assets exposed to credit risk are primarily composed of cash, and accounts receivable (trade and other). Maximum exposure is equal to the carrying values of these assets. The Company's cash is held at several large financial institutions. Funds are kept in Canadian banks and transferred as needed to Ecuador and Chile, which have experienced political and economic stability for many years, and whose banking systems and standards for professional services are comparable to those in North America.

The Company's high grade receivables are with the Canadian government and other recognized, creditworthy third parties. As at September 30, 2016 management had assessed that exploration partner receivable, from prior years, of \$28,874 (December 31, 2015 - \$28,874) remained uncollectable. Subsequent to the end of the quarter, the exploration partner paid the outstanding balance in full.

| As at September 30, 2016 | Neither past due nor impaired High grade | Standard grade | Past due or individually impaired | Total |
|-----------------------------------|---|-------------------|---|-----------|
| Cash and receivables: | | | | |
| Cash and cash equivalents | 3,085,708 | - | - | 3,085,708 |
| Others receivables ⁽¹⁾ | 104,335 | - | 28,874 | 133,209 |
| | 3,190,043 | - | 28,874 | 3,218,917 |

(1) Other receivables excludes sales tax receivable of \$11,388.

| As at December 31, 2015 | Neither past due nor impaired High grade | Standard grade | Past due or individually impaired | Total |
|-----------------------------------|---|-------------------|---|---------|
| Cash and receivables: | | | | |
| Cash and cash equivalents | 175,029 | - | - | 175,029 |
| Others receivables ⁽¹⁾ | 119,666 | - | 28,874 | 148,540 |
| | 323,569 | - | 28,874 | 323,569 |

(1) Other receivables excludes sales tax receivable of \$14,347.

CORNERSTONE CAPITAL RESOURCES INC.
Notes to the Condensed Consolidated Interim Financial Statements
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(Expressed in Canadian Dollars)

6. FINANCIAL INSTRUMENTS (Continued)

Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. As at September 30, 2016, the Company had a cash balance of \$3,085,708 (December 31, 2015 - \$175,029) to settle current liabilities of \$122,505 (December 31, 2015 - \$249,838). To the extent that the Company does not believe it has sufficient liquidity to meet its current obligations, the Board of Directors considers securing additional funds through equity or partnering transactions. All of the Company's financial liabilities are normally paid within 30 days and are subject to normal trade terms. The Company has no source of operating cash flow to fund its exploration and development projects. Funding for projects requires equity or debt financing. The Company has limited financial resources and there is no assurance that funding will always be available to allow the Company to fulfill its obligations on existing or future exploration projects.

Market risk

Market risk is the risk that changes in market prices, such as interest rates, foreign exchange rates, and equity prices will affect the Company's income or the value of its financial instruments.

Interest rate risk – As at September 30, 2016, and December 31, 2015, the Company does not have any cash balances subject to interest rate risk. The Company's current policy is to invest excess cash in interest bearing deposit accounts or guaranteed investment securities with its financial institutions. The Company had loans payable at a variable rate. As at September 30, 2016, the loans have been fully repaid (Note 10).

Price risk – The Company is exposed to price risk with respect to commodity and equity prices. Equity price risk is defined as the potential adverse impact on the Company's earnings due to movements in individual equity prices or general movements in the level of the stock market. Commodity price risk is defined as the potential adverse impact on earnings and economic value due to commodity price movements and volatilities. The Company monitors commodity prices of gold, copper and other metals, individual equity movements, and the stock market to determine the appropriate course of action to be taken by the Company. The Company believes that both commodity and equity price movements can have a substantial effect on the market value of the Company's investments. Such price movements are monitored by the Company.

Foreign exchange risk - The Company transacts business in U.S. dollars, the currency of Ecuador, and therefore is subject to foreign exchange risk on U.S. dollar receivables, trade payables and cash balances. The Company attempts to mitigate these risks by managing its U.S. dollar inflows and outflows. No hedging instruments have been used by the Company, however, depending upon the nature and level of future foreign exchange transactions, consideration may be given to the use of hedging instruments. The Company believes that it adequately manages its foreign exchange risk, and the risk is minimal. The following table shows the net exposures in US dollars.

| | September 30, 2016 | December 31, 2015 |
|--|-----------------------|----------------------|
| Cash | 3,012,021 | 122,259 |
| Receivables | 104,411 | 213,714 |
| Trade payables and accrued liabilities | (84,444) | (76,632) |
| Net US dollar exposure | 3,031,988 | 259,341 |

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6. FINANCIAL INSTRUMENTS (Continued)

Based upon the above net exposures to US dollars, as at September 30, 2016, a 10% change in the value of the US dollar to the Canadian dollar exchange rate would impact the Company's net loss by approximately \$303,199 (December 31, 2015 - \$25,934).

Sensitivity analysis

As at September 30, 2016, the Company has an equity investment in Rambler Metals and Mining which is listed on a Canadian Securities Exchange. Equity investments are classified by the Company as "F.V.T.P.L." and are measured at fair value.

A 20% change in the September 30, 2016, value of these investments would result in an increase or decrease in net loss and the carrying value of the investments of \$165 (December 31, 2015 - \$5,457).

The carrying amount of cash, receivables, trade payables and accrued liabilities approximate fair value due to their short-term nature.

7. MARKETABLE SECURITIES

The Company has equity investments in the following companies. All are listed on either the Toronto Stock Exchange, the TSX Venture Exchange or the London AIM Exchange. Market values of the investments are as follows:

| | September 30, | December 31, |
|--|----------------------|---------------|
| | 2016 | 2015 |
| | \$ | \$ |
| Rambler Metals and Mining ⁽¹⁾ | 827 | 675 |
| Mountain Lake Minerals Inc. | - | 150 |
| Benton Resources Inc. | - | 4,375 |
| SolGold Plc | - | 22,084 |
| | 827 | 27,284 |

(1) On January 12, 2016, Rambler Metals and Mining acquired 100% of Thundermin Resources Inc. As a result of the acquisition, Cornerstone received 8,270 shares of Rambler in exchange for its 135,000 shares of Thundermin.

During the nine months ended September 30, 2016, the Company sold 125,000 common shares of Benton Resources for gross proceeds of \$5,000 and recorded a gain on sale of marketable securities of \$615 in the statement of loss and comprehensive loss.

During the nine months ended September 30, 2016, the Company sold 488,560 common shares of SolGold Plc. for gross proceeds of \$16,780 and recorded a loss on sale of marketable securities of \$5,313 in the statement of operations and comprehensive loss.

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8. LONG TERM INVESTMENTS

Deconsolidation of Subsidiary

On February 25, 2014, the Company announced it had been notified by SolGold of that company's election to increase its ownership in ENSA to 85%. The President and Legal Representative of ENSA was changed to a SolGold nominee who is now responsible for the day to day activities of ENSA. Changes were also made to the ENSA Board of Directors, resulting in Cornerstone no longer holding the majority of board seats. In the Company's opinion, these changes have resulted in a loss of control by the Company, and consequently, ENSA was deconsolidated from the Company's consolidated financial statements. The resulting investment in ENSA of \$42,857 is classified as an available-for-sale asset.

As at September 30, 2016, the value of the long-term investment in ENSA was \$42,857 (December 31, 2015 - \$42,857).

9. EXPLORATION AND EVALUATION ASSETS

As at September 30, 2016, the Company had no active licenses with the Government of Newfoundland and Labrador (December 31, 2015 -2 active licenses, consisting of 64 mineral exploration claims covering various areas of Newfoundland and Labrador). The Company also holds 3 (December 31, 2015-3) mineral concessions in Ecuador (excluding the 4 concessions held by ENSA) and 44 (December 31, 2015-44) in Chile. A summary of exploration and evaluation assets is as follows:

As at September 30, 2016

| Geographical Area | Number of Claims | Balance, Beginning of Period | Additions | Exploration and Evaluation costs Expensed | Balance, End of Period |
|--------------------------|-------------------------|-------------------------------------|------------------|--|-------------------------------|
| | | \$ | \$ | \$ | \$ |
| Chile | 44 | - | 197,766 | (197,766) | - |
| Ecuador | 3 | - | 189,033 | (189,033) | - |
| | 47 | - | 386,799 | (386,799) | - |

As at December 31, 2015

| Geographical Area | Number of Claims | Balance, Beginning of Year | Additions | Payments From Partners | Properties Written off | Balance, End of Year |
|--------------------------|-------------------------|-----------------------------------|------------------|-------------------------------|-------------------------------|-----------------------------|
| | | \$ | \$ | \$ | \$ | \$ |
| Canada | 64 | - | - | - | - | - |
| Chile | 44 | 896,841 | 218,885 | - | (1,115,726) | - |
| Ecuador | 3 | 1,122,960 | 595,323 | (40,917) | (1,677,367) | - |
| | 111 | 2,019,801 | 814,208 | (40,917) | (2,793,093) | - |

On May 12, 2016, the Company completed a financing of \$4,500,000 which will be used to maintain the current properties, acquire new concessions in Ecuador, and to complete initial prospecting and early stage exploration work on those new properties and on any areas of interest on the current concessions.

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9. EXPLORATION AND EVALUATION ASSETS (Continued)

During the period ended September 30, 2016, the Company changed its accounting policy to expense exploration and evaluation costs in the period that they are incurred (Note 18).

10. LOANS PAYABLE

On December 15, 2015, the Company entered into a short-term bridge loan agreement with a private company. Under the terms of the loan agreement, the Company was able to draw down a maximum of \$100,000. The loan carries an annual interest rate of LIBOR plus 3% compounded monthly and initially matured on March 15, 2016.

On March 31, 2016, the maturity date was extended to June 15, 2016, and the maximum drawdown was increased to \$500,000. As at September 30, 2016, the Company drew down \$414,000 (December 31, 2015 - \$50,000) and accrued interest and finance charges of \$7,828 (December 31, 2015 - \$209). In May 2016, the Company made payments of principal and interest of \$421,828. As at September 30, 2016, the outstanding balance on the loan including accrued interest was \$Nil (December 31, 2015 - \$50,209).

On March 14, 2016, the Company borrowed \$5,000 from one of its directors. The loan carries an annual interest rate of LIBOR plus 3% compounded monthly and had no set maturity date. As at September 30, 2016, the outstanding balance on the loan including accrued interest was \$Nil (December 31, 2015 - \$Nil). The loan had accrued interest of \$72 (December 31, 2015 - \$Nil).

Both of the above loans and accrued interest were repaid following closing of the Company's financing on May 12, 2016.

11. SHAREHOLDERS' EQUITY

A) Share Capital

Authorized

An unlimited number of common shares with no par value.

Issued and outstanding

| | September 30, 2016 | | December 31, 2015 | |
|----------------------|---------------------|-------------------|---------------------|------------|
| | Number of Shares | \$ | Number of Shares | \$ |
| <i>Common shares</i> | 284,895,330 | 39,653,885 | 190,415,330 | 37,108,652 |

2016 issuances

On May 12, 2016, the Company completed a financing consisting of the issuance of 90,000,000 units at \$0.05 per unit for proceeds of \$4,500,000. Each unit consisted of one common share of the Company and one non-transferable share purchase warrant. Each warrant entitles the holder to acquire one common share of the Company at a price of \$0.10 until May 12, 2021.

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11. SHAREHOLDERS' EQUITY (Continued)

The 90,000,000 warrants issued in connection with the private placements listed above have been recorded at a value of \$1,789,000 based on the proportional method based on the Black Scholes option pricing model, using the following assumptions: share price of \$0.05, an average exercise price of \$0.10, risk free interest rate of 0.79%, expected life of warrants of 5 years, annualized volatility rate of 102.18% (based on the Company's historical volatility for 5 years up to the issuance date) and dividend rate of 0%.

The Company paid cash finders fees of \$58,742 and issued 3,280,000 units as well as 4,454,842 finders' warrants. Each finders' warrant entitling the holder to purchase one common share of the Company at a price of \$0.05 until May 12, 2018.

The finders' warrants have been recorded at a value of \$62,000 based on the proportional method using the following assumptions: share price of \$0.05, an average exercise price of \$0.05, risk free interest rate of 0.63%, expected life of warrants of 2 years, annualized volatility rate of 114.8% (based on the Company's historical volatility for 2 years up to the issuance date) and dividend rate of 0%.

The finders' units have been recorded at a value of \$164,000 based on the proportional method using the following assumptions: share price of \$0.05, an average exercise price of \$0.10, risk free interest rate of 0.79%, expected life of warrants of 5 years, annualized volatility rate of 102.18% (based on the Company's historical volatility for 5 years up to the issuance date) and dividend rate of 0%. \$65,000 has been allocated to the warrants included in the finders units.

On May 12, 2016, the Company issued 1,200,000 common shares, with a value of \$60,000, and made a cash payment of \$60,000 in regards to the Miocene gold-silver-copper project in Chile.

2015 issuances

On May 20, 2015, the Company issued 600,000 common shares with a value of \$30,000 as part of the agreement for the Miocene property in Chile.

Preferred shares

The first and second preferred shares which have been authorized may be issued in one or more series and the directors are authorized to fix the number of shares in each series and to determine the designation, rights, privileges, restrictions and conditions attached to the shares of each series. No first or second preferred shares have been issued.

B) Stock options

The Company has an equity settled stock option plan under which options to purchase common shares in the Company may be granted to directors, officers, key employees and consultants of the Company. Details of the activity of the stock option plan are as follows:

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11. SHAREHOLDERS' EQUITY (Continued)

| Stock Options | For the nine months ended September 30, 2016 | | For the year ended December 31, 2015 | |
|--|--|---|---|---|
| | Number | Weighted- Average Exercise Price | Number | Weighted- Average Exercise Price |
| Balance, beginning of the period | 11,595,000 | 0.22 | 12,431,998 | 0.29 |
| Granted during the period | | | | |
| To employees, officers, directors and consultants | 6,075,000 | 0.08 | 2,460,000 | 0.10 |
| Forfeited or cancelled during the period | (2,670,000) | 0.37 | (3,296,998) | 0.41 |
| Balance, end of period | 15,000,000 | 0.12 | 11,595,000 | 0.22 |
| Exercisable, end of period | 10,950,000 | 0.13 | 10,775,000 | 0.23 |

2016 Stock option grants

On June 14, 2016, the Company issued 3,200,000 stock options to directors, officers and consultants of the company and are exercisable at \$0.05 until June 14, 2021. The stock options vest in three tranches with 1,066,666 options vesting on grant, 1,066,666 vesting nine months after grant and 1,066,667 vesting eighteen months after grant. The stock options have a Black-Scholes option pricing value of \$113,500. Only options vested during the year have been realized and as a result an expense of \$44,139 has been recorded in the consolidated statement of loss and comprehensive loss.

On August 9, 2016, the Company issued 2,875,000 stock options to directors, officers and consultants of the company and are exercisable at \$0.05 until August 8, 2021. The stock options vest in three tranches with 958,333 options vesting on grant, 958,333 vesting nine months after grant and 958,334 vesting eighteen months after grant. The stock options have a Black-Scholes option pricing value of \$218,000. Only options vested during the year have been realized and as a result an expense of \$96,467 has been recorded in the consolidated statement of loss and comprehensive loss.

Previously granted options vesting during the nine months ended September 30, 2016, have been realized and as a result an expense of \$34,313 has been recorded in the consolidated statement of loss and comprehensive loss.

As at September 30, 2016 the Company incurred share based payment expense of \$193,832 (\$253,948 - September 2015).

2015 Stock option grants

On January 29, 2015, the Company issued 2,410,000 stock options to directors, officers and consultants of the company and are exercisable at \$0.10 until January 29, 2020. The stock options vest in three tranches with 803,333 options vesting on grant, 803,333 vesting nine months after grant and 803,334 vesting eighteen months after grant. The stock options have a Black-Scholes option pricing value of \$169,905. Only options vested during the year have been realized and as a result an expense of \$113,270 has been recorded in the consolidated statement of loss and comprehensive loss.

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11. SHAREHOLDERS' EQUITY (Continued)

On June 4, 2015, the Company issued 50,000 stock options to consultants of the company and are exercisable at \$0.10 until June 4, 2020. The stock options vest in three tranches with 16,667 options vesting on grant, 16,667 vesting on nine months after grant and 16,667 vesting eighteen months after grant. The stock options have a Black-Scholes option pricing value of \$850. Only options vested during the year have been realized and as a result an expense of \$567 has been recorded in the consolidated statement of loss and comprehensive loss.

During the year the Company recorded a share based payment expense of \$157,198 for stock options that were issued in prior years that vested in 2015.

The fair values of options granted during the nine months ended September 30, 2016 were estimated using the Black-Scholes option pricing model with the following weighted average assumption:

| | <u>August 2016</u> | <u>June 2016</u> |
|---|--------------------|------------------|
| Average share price at date of grant | \$0.10 | \$0.05 |
| Expected dividend yield | 0.00% | 0.00% |
| Expected share price volatility | 106% | 94% |
| Risk-free interest rate | 0.66% | 0.62% |
| Forfeiture rate | 0% | 0% |
| Expected life of options | 5 years | 5 years |
| Average exercise price at date of grant | \$0.11 | \$0.05 |
| Stock options granted | 2,875,000 | 3,200,000 |
| Black-Scholes fair value | \$0.0758 | \$0.035 |

The fair values of options granted during the year ended December 31, 2015 were estimated using the Black-Scholes option pricing model with the following weighted average assumption:

| | <u>January 2015</u> | <u>June 2015</u> |
|---|---------------------|------------------|
| Average share price at date of grant | \$0.09 | \$0.03 |
| Expected dividend yield | 0.00% | 0.00% |
| Expected share price volatility | 178% | 159% |
| Risk-free interest rate | 1.00% | 0.64% |
| Forfeiture rate | 2% | 2% |
| Expected life of options | 5 years | 5 years |
| Average exercise price at date of grant | \$0.10 | \$0.10 |
| Stock options granted | 2,410,000 | 50,000 |
| Black-Scholes fair value | \$0.07 | \$0.02 |

The following table summarizes information about stock options outstanding and exercisable at September 30, 2016.

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11. SHAREHOLDERS' EQUITY (Continued)

| Expiry date | Grant date | Exercise price | Options outstanding | Contractual Life (years) | Options vested | Options unvested | Years remaining to maturity | Weighted average exercise price | Weighted average exercise price of vested options |
|-------------|------------|----------------|---------------------|--------------------------|-------------------|------------------|-----------------------------|---------------------------------|---|
| 13-Jan-17 | 13-Jan-12 | \$0.14 | 1,475,000 | 5 | 1,475,000 | - | 0.29 | \$ 0.01 | \$ 0.02 |
| 8-May-18 | 8-May-13 | \$0.10 | 990,000 | 5 | 990,000 | - | 1.60 | \$ 0.01 | \$ 0.01 |
| 11-Jun-18 | 11-Jun-13 | \$0.10 | 125,000 | 5 | 125,000 | - | 1.70 | \$ - | \$ - |
| 5-Mar-19 | 5-Mar-14 | \$0.19 | 3,875,000 | 5 | 3,875,000 | - | 2.43 | \$ 0.05 | \$ 0.07 |
| 29-Jan-20 | 29-Jan-15 | \$0.10 | 2,410,000 | 5 | 2,410,000 | - | 3.33 | \$ 0.02 | \$ 0.02 |
| 4-Jun-20 | 4-Jun-15 | \$0.10 | 50,000 | 5 | 50,000 | - | 3.68 | \$ - | \$ - |
| 14-Jun-21 | 14-Jun-16 | \$0.05 | 3,200,000 | 5 | 1,066,667 | 2,133,333 | 4.71 | \$ 0.01 | \$ - |
| 8-Aug-21 | 9-Aug-16 | \$0.11 | 2,875,000 | 5 | 958,333 | 1,916,667 | 4.86 | \$ 0.02 | \$ 0.01 |
| | | | 15,000,000 | | 10,950,000 | 4,050,000 | | \$ 0.12 | \$ 0.13 |

Subsequent to the reporting period 66,666 options with an exercise price of \$0.05 and an expiry date of June 14, 2021, were exercised for gross proceeds of \$3,333.

C) Warrants

Warrants have been issued by the Company in the course of issuing shares. Warrants are valued using the Black Scholes option-pricing model.

**For the nine months ended
September 30, 2016**

| | Number | Fair Value \$ | Weighted-Average Price \$ |
|---|--------------------|------------------|---------------------------------|
| Balance, beginning of the period | 42,647,617 | 1,911,322 | 0.33 |
| Issued as part of the private placement | 90,000,000 | 1,789,000 | 0.06 |
| Issued as finders warrants | 4,454,842 | 62,000 | - |
| Issued as part of finders units | 3,280,000 | 65,000 | - |
| Expired | (14,172,500) | (566,900) | (0.30) |
| Balance, end of the period | 126,209,959 | 3,260,422 | 0.15 |

**For the year ended
December 31, 2015**

| | Number | Fair Value \$ | Weighted-Average Price \$ |
|--|-------------------|------------------|---------------------------------|
| Balance, beginning and end of the year | 42,647,617 | 1,911,322 | 0.33 |

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11. SHAREHOLDERS' EQUITY (Continued)

| Number of warrants | Carrying Value | Exercise price | Expiry date |
|-----------------------|------------------|----------------|--------------|
| | \$ | \$ | |
| 26,666,667 | 1,224,466 | 0.35 | April 2019 |
| 1,808,450 | 119,956 | 0.20 | April 2019 |
| 90,000,000 | 1,789,000 | 0.10 | May 12, 2021 |
| 3,280,000 | 65,000 | 0.10 | May 12, 2021 |
| 4,454,842 | 62,000 | 0.05 | May 12, 2018 |
| 126,209,959 | 3,260,422 | 0.15 | |

On September 29, 2016, 14,172,500 common share purchase warrants expired unexercised with an exercise price of \$0.30. As a result of the expiry \$566,900 was reclassified from warrants reserve to contributed surplus on the condensed consolidated statement of changes in shareholders' equity.

Subsequent to the end of the reporting period, 1,516,000 warrants were exercised for gross proceeds of \$151,600. The warrants had an exercise price of \$0.10 and would have expired on May 12, 2021.

D) Loss per share

Diluted loss per share is equivalent to basic loss per share as the inclusion of outstanding options and warrants is anti-dilutive.

12. RELATED PARTY TRANSACTIONS

The following represents a summary of transactions with parties under common control and shareholders for the three and nine months ended September 30, 2016 and 2015. The amounts, which are all expensed as professional and administrative charges, are recorded at the exchange amounts:

Sabino Di Paola, effective January 1, 2016, was the CFO and Corporate Secretary for the Company, following the resignation of the previous CFO who was based in Newfoundland, on December 31, 2015, due to the closure of the Company's Newfoundland operations. During the three and nine months ended September 30, 2016, Mr. Di Paola billed a total of \$17,500 and \$52,000 (\$Nil and \$Nil for the three and nine months ended September 30, 2015) respectively, while Mr. Loveys billed \$Nil and \$Nil (\$33,000 and \$99,000 for the three and nine months ended September 30, 2015) respectively for the three and nine months ended September 30, 2016, for accounting and management consulting services.

Director Brooke Macdonald, who serves as the Company's President and CEO, provided the Company with management consulting services. During the three and nine months ended September 30, 2016, Mr. Macdonald billed a total of \$51,777 and \$125,579 (\$46,398 and \$149,997 for the three and nine months ended September 30, 2015) respectively. These transactions are considered to be in the normal course of business.

During the three and nine months ended September 30, 2016, non-management directors of the Company received stipends for of \$Nil and \$21,000 (\$3,500 each) (\$Nil and \$15,000 (\$3,000 each) for the three and nine months ended September 30, 2015) respectively.

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12. RELATED PARTY TRANSACTIONS (Continued)

Compensation for the three and nine months ended September 30, 2016, for key management personnel, not included above, is \$135,803 and \$271,353 (\$99,419 and \$447,038 for the three and nine months ended September 30, 2015) respectively, which includes salary and other short-term benefits of \$63,768 and \$137,934 (\$52,824 and \$205,353 for the three and nine months ended September 30, 2015) respectively, and share-based payments of \$72,035 and \$133,419 (\$46,595 and \$216,011 for the three and nine months ended September 30, 2015) respectively. These amounts include salary and benefits for the Company's Vice President, Exploration, group insurances for all management and share based payments for all management and directors.

On March 11, 2016, a director of the Company loaned \$5,000 to the Company. The loan carried an annual interest rate of LIBOR plus 3% compounded monthly and had no set maturity date (Note 10). This loan was repaid following closing of the Company's financing on May 12, 2016.

13. SUPPLEMENTAL CASH FLOW INFORMATION

| | September 30, 2016 | September 30, 2015 |
|---|-------------------------------|-----------------------|
| | \$ | \$ |
| Changes in non-cash operating working capital | | |
| (Increase) decrease in accounts receivable | 33,817 | 173,546 |
| Increase in prepaids | (7,036) | (3,803) |
| Decrease in trade payables and accruals | (125,314) | 179,162 |
| | (98,533) | 348,905 |

During the nine months ended September 30, 2016, the Company incurred \$60,000 (2015 - \$30,000) of non-cash exploration expenditures in common shares issued for property under the Miocene option agreement (Note 16).

During the nine months ended September 30, 2016, the Company made interest payments of \$7,900 (2015 - \$Nil).

14. SEGMENT REPORTING

The Company has one reportable operating segment being that of acquisition and exploration and evaluation activities. The Company has the following non-current assets located in the Ecuador and Chile:

| | September 30, 2016 | December 31, 2015 |
|-------------------------------|---------------------------|-------------------|
| | \$ | \$ |
| Ecuador | | |
| Property, plant and equipment | 9,326 | 22,200 |
| Chile | | |
| Property, plant and equipment | 24,561 | 29,004 |
| | 33,887 | 51,204 |

All Chile and Ecuador exploration mineral claims are held by the Company's Chile and Ecuador subsidiaries with all costs incurred in the subsidiaries expensed to exploration and evaluation expenditures on the statement of operations and comprehensive loss.

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15. CONTINGENCIES

In 2015 the Company received two claims instituted by individuals, the first with respect to an exploration contract with a prospector in Newfoundland and Labrador (which ended up in arbitration), and the second an employment matter (a claim in Cuenca, Ecuador for severance by a consultant claiming he was an employee). On December 16, 2015 a decision in favour of the Company was rendered in the arbitration in Newfoundland and Labrador. In the Ecuador employment claim, the plaintiff received a US\$36,000 trial judgment that the Company appealed. The Company received notice November 19, 2015 that our appeal was granted and the Company has no liability. The plaintiff filed a further and final appeal to the Supreme Court in Quito.

In April 2016, the Supreme Court in Quito rendered a definitive decision in favor of Cornerstone.

There are three claims for alleged non-payment of annual mineral concession fees in Ecuador (relating to the relinquished Shyri SE, Shyri NE, and Rodeo concessions), payment of which CESA contends would have become due only after it formally relinquished the concessions and turned them back to the government following the 2008 Mining Moratorium in Ecuador when CESA was prohibited by law from working on the concessions. Shyri SE and Rodeo are in the 1st District Administrative Court in Quito, and Shyri NE case is in the Supreme Court. Shyri SE, Rodeo and Shyri NE do not in the aggregate amount to a material sum even if found due and owing in a final unappealable hearing or judgment, and our lawyers in Quito at Tobar ZVS are monitoring the cases and hope to eventually resolve all of them to the satisfaction of CESA.

There is one administrative claim by the Ministry of Environment (ME) for the cost of remediating some moderate environmental disturbance caused by illegal miners trespassing on CESA's La Rinconada concession. CESA contends that it formally notified the ME immediately upon becoming aware of the presence of the illegal miners and that the damages were done following the giving such notice and occurred as a result of the ME failing to timely act to bring in Police to evict the miners. At the present time, the Company's Ecuadorean legal counsel believe that our claim has enough merit to be successful in the Court, although according to the Ecuadorian law he cannot guarantee any result. Should any amounts be found payable, the Company expects to recover them from the partner previously funding work on the La Rinconada concession.

Management currently considers the Company's exposure to the Ecuador employment litigation to be minimal, except for increased legal fees to defend the matter. As such, no provision has been recorded in these financial statements.

16. COMMITMENTS

On February 22, 2011 the Company signed an agreement to explore the Miocene gold-silver-copper project located in the Regions of Atacama and Antofagasta of northern Chile. This project covers a large area of 14,770 km². The Company had entered into an agreement to acquire exclusive rights to a proprietary database covering the Miocene project area, and had already utilized the information to apply for mineral concessions to explore several prospective areas. The agreement gave the Company the right to acquire an undivided 100% interest in any concessions acquired using the database within the Miocene project by incurring exploration expenditures of \$5,000,000 and making cash payments of \$250,000 and issuing shares of the Company valued at \$250,000 over a five-year period ending in 2019. The acquisition is subject to a 2.0% royalty, one-half (1.0%) of which can be purchased by the Company at any time for \$1,000,000.

On July 3rd, 2014, the Company announced that it had amended the Miocene Property Agreement, to reduce the \$5 million in required exploration expenditures to \$2.5 million. Under the amended Agreement dated June 27, 2014, Cornerstone now has the right to acquire an undivided 100% interest in any concessions acquired using a proprietary database within the Miocene Project area in return for option payments totaling \$250,000 and \$250,000 in common shares of Cornerstone by April 28, 2017 both in annual increments, and \$2,500,000 in exploration expenditures in annual increments by April 28, 2019.

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16. COMMITMENTS (Continued)

| On or before | Cash | Securities | Exploration or Other Work Commitments |
|-----------------------|-----------------|-----------------------------------|---------------------------------------|
| April 28, 2012 (Paid) | \$20,000 | Common Shares valued at \$20,000 | Nil |
| April 28, 2013 | Nil (deferred) | Nil (deferred) | Nil |
| April 28, 2014 (Paid) | \$20,000 (Paid) | Common Shares valued at \$20,000 | Nil |
| April 28, 2015 | \$30,000 | Common Shares valued at \$30,000 | \$250,000 |
| April 28, 2016 | \$60,000 | Common Shares valued at \$60,000 | \$250,000 |
| April 28, 2017 | \$120,000 | Common Shares valued at \$120,000 | \$500,000 |
| April 28, 2018 | Nil | Nil | \$750,000 |
| April 28, 2019 | Nil | Nil | \$750,000 |

In May 2016, the Company issued 1,200,000 common shares and made a cash payment of \$60,000.

As at September 30, 2016, the Company issued an aggregate of 1,966,667 common shares with a value of \$130,000 at the dates of issuance. The Company also made cash payments of \$130,000 and incurred exploration expenditures of \$1,321,059. The Company is required to incur further exploration expenditures of \$1,178,941 by April 28, 2019 (all amounts are CAD\$). The Company has incurred exploration expenditures to date of \$1,321,059, and is required to incur further exploration expenditures of \$1,178,941 by April 28, 2019 (but not required to incur any further work expenditures until 2018).

17. EVENTS AFTER THE REPORTING PERIOD

Subsequent to the end of the reporting period, 1,516,000 warrants were exercised for gross proceeds of \$151,600. The warrants had an exercise price of \$0.10 and would have expired on May 12, 2021.

Subsequent to the reporting period 66,666 options with an exercise price of \$0.05 and an expiry date of June 14, 2021, were exercised for gross proceeds of \$3,333.

Subsequent to the reporting period the Company issued 4,900,000 stock options to directors, officers, and consultants of the Company. The options have an exercise price of \$0.15 and expire on November 15, 2021.

18. CHANGE IN ACCOUNTING POLICY

Effective January 1, 2016, the Company changed its accounting policy with respect to acquisition of mineral exploration properties and exploration and evaluation expenditures. The Company now expenses all costs associated with the acquisition of mineral properties as well as exploration and evaluation expenditures incurred. Prior to this change in policy, the Company capitalized all mineral property acquisition costs as well as exploration and evaluation expenditures. Under both policies capitalization of costs would only begin once an economic resource is discovered.

The Company believes the new policy is preferable as it more closely aligns the accounting for these transactions with the current economic conditions in the junior exploration industry.

CORNERSTONE CAPITAL RESOURCES INC.
Notes to the Condensed Consolidated Interim Financial Statements
For the nine months ended September 30, 2016 and 2015
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18. CHANGE IN ACCOUNTING POLICY (Continued)

The impact of this voluntary change in accounting policy on the financial statements is primarily to reduce exploration and evaluation intangible assets arising on such transactions. This change did not result in a material impact on the Statement of Financial Position for the current year or any years included within these consolidated financial statements as all prior exploration and evaluation expenses had been fully impaired.

The change in accounting policy had the following effect of the Statement of Operations and Comprehensive Loss for the three and nine months ended September 30, 2016:

The exploration and evaluation expenditures for the three and nine months ended September 30, 2015 would be \$126,883 and \$748,002 respectively compared to the write-down of exploration and evaluation assets of \$2,130,257 and \$2,176,723 respectively. The net loss and comprehensive loss for the three and nine months ended September 30, 2015 would be \$812,422 and \$2,151,451 respectively compared to \$2,815,796 and \$4,265,480 under the previous accounting policy.