

## INDEPENDENT AUDITOR'S REPORT

To the Shareholders of Cornerstone Capital Resources Inc.:

We have audited the accompanying consolidated financial statements of Cornerstone Capital Resources Inc. and its subsidiaries, which comprise the consolidated statements of financial position as at December 31, 2016 and the consolidated statement of operations and comprehensive income, consolidated statement of changes in shareholder's equity and consolidated statement of cash flows for the year then ended, and a summary of significant accounting policies and other explanatory information.

### Management's Responsibility for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of these consolidated financial statements in accordance with International Financial Reporting Standards and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

### Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. We conducted our audit in accordance with Canadian generally accepted auditing standards. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the consolidated financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

### Opinion

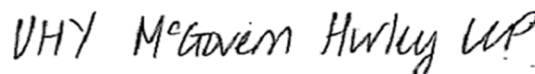
In our opinion, the consolidated financial statements present fairly, in all material respects, the financial position of Cornerstone Capital Resources Inc. and its subsidiaries as at December 31, 2016 and their financial performance and cash flows for the year then ended in accordance with International Financial Reporting Standards.

### Other Matters

The consolidated financial statements of Cornerstone Capital Resources Inc. as at December 31, 2015 and 2014 and for the year ended December 31, 2015 (prior to the effects of the change in policies described in Note 21 of the consolidated financial statements), were audited by other auditors who expressed an unmodified opinion on those statements on April 29, 2016.

As part of our audit of the consolidated financial statements of Cornerstone Capital Resources Inc. for the year ended December 31, 2016, we also audited the adjustments described in Note 21 that were applied to restate the consolidated financial statements as at December 31, 2015 and 2014 and for the year ended December 31, 2015 for the effects of a change in accounting policies. In our opinion, such adjustments are appropriate and have been properly applied. We were not engaged to audit, review or apply any procedures to the consolidated financial statements of Cornerstone Capital Resources Inc. as at December 31, 2015 and 2014 or for the year ended December 31, 2015 other than with respect to the adjustments, and accordingly, we do not express any opinion or any other form of assurance on the consolidated financial statements as at December 31, 2015 and 2014 and for the year ended December 31, 2015 taken as a whole.

UHY McGovern Hurley LLP



Chartered Professional Accountants  
Licensed Public Accountants

Toronto, Canada  
April 28, 2017

**CORNERSTONE CAPITAL RESOURCES INC.****Consolidated Statements of Financial Position****(Expressed in Canadian Dollars)**

	As at December 31, 2016	As at December 31, 2015 (Restated - Note 21)	As at December 31, 2014 (Restated - Note 21)
	\$	\$	\$
<b>ASSETS</b>			
<b>CURRENT</b>			
Cash and cash equivalents	2,627,882	175,029	2,393,197
Marketable securities (Note 7)	1,323	27,284	394,091
Receivables (Note 8)	121,783	148,540	325,150
Prepaid expenses	37,709	28,248	41,843
<b>TOTAL CURRENT ASSETS</b>	<b>2,788,697</b>	<b>379,101</b>	<b>3,154,281</b>
LONG TERM INVESTMENTS (Note 9)	82,000,000	42,857	42,857
PROPERTY AND EQUIPMENT (Note 11)	127,436	51,204	172,588
<b>TOTAL ASSETS</b>	<b>84,916,133</b>	<b>473,162</b>	<b>3,369,726</b>
<b>LIABILITIES</b>			
<b>CURRENT</b>			
Trade payables and accrued liabilities	91,567	199,629	306,224
Loans payable (Note 12)	-	50,209	-
<b>TOTAL CURRENT LIABILITIES</b>	<b>91,567</b>	<b>249,838</b>	<b>306,224</b>
DEFERRED TAX LIABILITY (Note 14)	18,040,000	-	-
<b>TOTAL LIABILITIES</b>	<b>18,131,567</b>	<b>249,838</b>	<b>306,224</b>
<b>EQUITY</b>			
Shareholders' equity (Note 13)	66,784,566	223,324	3,063,502
<b>TOTAL LIABILITIES AND EQUITY</b>	<b>84,916,133</b>	<b>473,162</b>	<b>3,369,726</b>

**BASIS OF PRESENTATION (Note 2)****CONTINGENCIES (Note 18)****COMMITMENTS (Note 19)****EVENTS AFTER THE REPORTING PERIOD (Note 20)**

APPROVED BY THE BOARD OF DIRECTORS ON APRIL 28, 2017:

"Brooke Macdonald" Director"Colin McKenzie" Director

See accompanying notes to the consolidated financial statements

**CORNERSTONE CAPITAL RESOURCES INC.**  
**Consolidated Statements of Operations and Comprehensive Income**  
(Expressed in Canadian Dollars)

	Year ended December 31, 2016	Year ended December 31, 2015
	\$	(Restated - Note 21) \$
<b>REVENUE AND OTHER INCOME</b>		
Project revenue	-	8,720
Gain on disposal of property and equipment (Note 11)	28,987	107,418
Investment income	21,688	15,847
Other	2,319	5,282
Foreign exchange gain	22,743	64,183
<b>TOTAL REVENUE AND OTHER INCOME</b>	<b>75,737</b>	<b>201,450</b>
<b>EXPENSES</b>		
General and administrative	811,720	1,258,480
Share-based payments (Note 13)	817,636	271,035
Consulting fees	284,187	315,810
Accounting, audit and legal	381,909	417,228
Bad debt (recovery) expense (Note 8)	(27,506)	28,874
Loss on sale of marketable securities (Note 7)	4,698	170,498
Depreciation (Note 11)	9,471	34,592
Public relations	-	8,640
Interest and bank charges	12,676	4,784
Write-down of property and equipment (Note 11)	-	32,947
Exploration and evaluation expenditures (Note 10)	614,538	773,291
Unrealized (gain) loss on value of marketable securities	(498)	6,812
<b>TOTAL EXPENSES</b>	<b>(2,908,831)</b>	<b>(3,322,991)</b>
<b>NET (LOSS) FOR THE YEAR</b>	<b>(2,833,094)</b>	<b>(3,121,541)</b>
<b>OTHER COMPREHENSIVE INCOME (LOSS)</b>		
<b>Items that will be reclassified subsequent to income (loss)</b>		
Unrealized gain on Investment (Note 9)	81,957,143	-
Deferred Income tax expense (Note 14)	(18,040,000)	-
<b>TOTAL OTHER COMPREHENSIVE INCOME (LOSS)</b>	<b>63,917,143</b>	<b>-</b>
<b>NET COMPREHENSIVE INCOME (LOSS)</b>	<b>61,084,049</b>	<b>(3,121,541)</b>
Income (Loss) per share		
Basic	(0.01)	(0.02)
Diluted	(0.01)	(0.02)
Weighted-average number of shares outstanding		
Basic	251,115,019	190,185,193
Diluted	251,115,019	190,185,193

See accompanying notes to the consolidated financial statements

**CORNERSTONE CAPITAL RESOURCES INC.**  
**Consolidated Statements of Changes in Shareholders' Equity**  
(Expressed in Canadian Dollars)

	Number of shares	Share capital \$	Warrants \$	Contributed Surplus \$	Accumulated other Comprehensive Income \$	Deficit \$	Total Shareholders' Equity \$
<b>Balance, December 31, 2014</b>	189,815,330	37,098,324	1,911,322	8,442,220	-	(44,388,364)	3,063,502
Total comprehensive loss for the year						(3,121,541)	(3,121,541)
Shares issued for property agreements	600,000	30,000	-	-	-	-	30,000
Share-based payments	-	-	-	271,035	-	-	271,035
Share issuance costs	-	(19,671)	-	-	-	-	(19,671)
<b>Balance, December 31, 2015</b>	190,415,330	37,108,653	1,911,322	8,713,255	-	(47,509,906)	223,324
Total comprehensive loss for the year	-		-	-	63,917,143	(2,833,094)	61,084,049
Shares issued in private placements	82,700,000	4,135,000	-	-	-	-	4,135,000
Shares issued in settlement of debt	7,300,000	365,000	-	-	-	-	365,000
Shares issued for property agreements	1,200,000	60,000	-	-	-	-	60,000
Shares issued on exercise of stock options	226,666	39,298	-	(13,565)	-	-	25,733
Shares issued on exercise of warrants	1,969,000	236,039	(39,139)	-	-	-	196,900
Warrants issued in private placements	-	(1,666,755)	1,666,755	-	-	-	-
Expired warrants	-	-	(566,900)	566,900	-	-	-
Share-based payments	-	-	-	802,959	-	-	802,959
Share issue cost - issued in units	3,280,000	99,000	-	-	-	-	99,000
Share issuance costs	-	(334,399)	127,000	-	-	-	(207,399)
<b>Balance, December 31, 2016</b>	287,090,996	40,041,836	3,099,038	10,069,549	63,917,143	(50,343,000)	66,784,566

See accompanying notes to the consolidated financial statements

# CORNERSTONE CAPITAL RESOURCES INC.

## Consolidated Statements of Cash Flows

(Expressed in Canadian Dollars)

	Year ended December 31, 2016	Year ended December 31, 2015 (Restated - Note 21)
	\$	\$
<b>OPERATING ACTIVITIES</b>		
Net loss	(2,833,094)	(3,121,541)
Items not affecting cash:		
Depreciation	9,471	34,592
Bad debt expense	-	28,874
Interest and bank charges recognized in net loss	12,676	4,784
Interest income recognized in net loss	(209)	(15,847)
Write-down of property and equipment	-	32,947
Unrealized loss on value of marketable securities	(498)	6,812
Loss on sale of marketable securities	4,698	170,498
Gain on disposal of property and equipment	(28,987)	(107,418)
Share-based payments	817,636	271,035
Exploration and expenditures	-	26,572
Changes in non-cash operating working capital (Note 16)	(90,766)	83,610
<b>CASHFLOWS FROM OPERATING ACTIVITIES</b>	<b>(2,109,073)</b>	<b>(2,585,082)</b>
<b>INVESTING ACTIVITIES</b>		
Interest income received	36	4,245
Proceeds on sale of investments	21,760	153,761
Purchase of property and equipment	(95,864)	-
Proceeds from disposal of property and equipment	40,761	163,692
<b>CASHFLOWS FROM INVESTING ACTIVITIES</b>	<b>(33,307)</b>	<b>321,698</b>
<b>FINANCING ACTIVITIES</b>		
Interest and bank charges paid	(12,676)	(4,784)
Proceeds from exercise of stock options	25,733	-
Proceeds from loan	369,000	50,000
Repayment of loan	(49,000)	-
Proceeds from exercise of warrants	196,900	-
Proceeds from issuance of share capital and warrants	3,955,656	-
Share issue costs	109,619	-
<b>CASHFLOWS FROM FINANCING ACTIVITIES</b>	<b>4,595,232</b>	<b>45,216</b>
<b>INCREASE (DECREASE) IN CASH</b>	<b>2,452,853</b>	<b>(2,218,168)</b>
<b>CASH, BEGINNING OF THE YEAR</b>	<b>175,029</b>	<b>2,393,197</b>
<b>CASH, END OF THE YEAR</b>	<b>2,627,882</b>	<b>175,029</b>

See accompanying notes to the consolidated financial statements

**CORNERSTONE CAPITAL RESOURCES INC.**  
**Notes to the Consolidated Financial Statements**  
**For the years ended December 31, 2016 and 2015**  
**(Expressed in Canadian Dollars)**

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**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 consolidated financial statements (“financial statements”) for the year ended December 31, 2016 and 2015 were authorized for issuance by the Board of Directors of the Company on April 28, 2017.

**2. BASIS OF CONSOLIDATION AND PRESENTATION**

**Statement of Compliance**

These financial statements of the Company have been prepared in accordance with International Financial Reporting Standards (“IFRS”). The accounting policies applied in these financial statements are presented in note 3 and have been applied consistently to all years presented. See note 21.

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

**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. The Company does not have any proven economically recoverable reserves, has a history of losses, and at December 31, 2016, the Company had an accumulated deficit of \$50,343,000 (2015 - \$47,509,906) and has recorded a net income and comprehensive income of \$61,084,049 for the year ended December 31, 2016 (December 31, 2015 – loss of \$3,121,541). 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 December 31, 2016, had cash balances of \$2,627,882 (December 31, 2015 - \$175,029) and current liabilities of \$91,567 (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 12 months from the reporting period.

**CORNERSTONE CAPITAL RESOURCES INC.**  
**Notes to the Consolidated Financial Statements**  
**For the years ended December 31, 2016 and 2015**  
**(Expressed in Canadian Dollars)**

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**2. BASIS OF CONSOLIDATION AND PRESENTATION (Continued)**

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, government licensing requirements or regulations, unregistered claims and non-compliance with regulatory, environmental and social licensing requirements, 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 and marketable, 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**

During the year ended December 31, 2016, the Company voluntarily changed its accounting policy for exploration and evaluation expenditures. Previously, the Company capitalized acquisition costs and deferred exploration and evaluation expenditures on mineral properties to the specific mineral properties, net of any recoveries received.

Under the new policy, all costs of exploration and evaluation properties are expensed prior to the establishment of a positive technical feasibility and commercial report on the viability of extracting mineral resources, and a decision to proceed with mine development.

In accordance with the requirements of IAS 8 – Accounting Policies, Changes in Accounting Estimates and Errors, the Company has retrospectively applied this change in accounting policy.

Management considers this accounting policy provides more reliable and relevant information and more clearly presents the Company's results and financial position.

In the opinion of management, all adjustments considered necessary for fair presentation have been included in these Financial Statements. Refer to note 21.

*A) Cash and cash equivalents*

Cash and cash equivalents consists of amounts on deposit with high credit quality financial institutions. Excess cash is kept in interest bearing deposit accounts and guaranteed investment certificates with these financial institutions. As at December 31, 2016 and 2015, the Company did not have any cash equivalents.

*B) Exploration and evaluation expenditures*

The Company is in the exploration stage and expenses all expenditures related to its exploration and evaluation assets until such time as the properties are put into commercial production. Under this method, all amounts shown as exploration and evaluation expenditures represent costs incurred during the year less amounts reimbursed from exploration partners.

**CORNERSTONE CAPITAL RESOURCES INC.**  
**Notes to the Consolidated Financial Statements**  
**For the years ended December 31, 2016 and 2015**  
**(Expressed in Canadian Dollars)**

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**3. SIGNIFICANT ACCOUNTING POLICIES (Continued)**

*C) Property and equipment*

Property and equipment are recorded at cost less accumulated amortization and accumulated impairment losses. The cost of an item of equipment consists of the purchase price, any costs directly attributable to bringing the asset to the location and condition necessary for its intended use and an initial estimate of the costs of dismantling and removing the item and restoring the site on which it is located.

Depreciation is calculated on a declining balance basis at rates which will reduce original cost to estimated residual value over the estimated useful lives of the assets. Property and equipment is reviewed for impairment annually or whenever events or changes in circumstances indicate that the carrying value may not be fully recoverable. If an asset's recoverable amount is less than the asset's carrying amount, an impairment loss is recognized.

The rates applicable to each category of property and equipment are as follows:

Class of property and equipment	Depreciation rate
Equipment	20%
Computers	45%
Vehicles	20%

An asset's residual value, useful life and amortization method are reviewed, and adjusted if appropriate, on an annual basis.

An item of property and equipment is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on disposal of the asset, determined as the difference between the net disposal proceeds and the carrying amount of the asset, is recognized in profit or loss.

*D) Share-based payments*

The Company uses the fair value method to measure compensation expense at the date of grant of stock options. The fair value of options is determined using the Black-Scholes option pricing model and is amortized to earnings over the vesting period with an offset to share-based payment reserve. When options are exercised, the corresponding share-based payment reserve and the proceeds received by the Company are credited to share capital. Forfeitures are estimated at the time of the grant and revised annually. Any changes in the forfeiture rate is recorded prospectively as a change in estimate.

*E) Income taxes*

Current income taxes

Current income tax assets and liabilities for the current and prior periods are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted at the reporting date in the countries where the Company operates and generates taxable income.

Current income tax relating to items recognized directly in other comprehensive income or equity is recognized in other comprehensive income or equity and not in profit or loss. Management periodically evaluates positions taken in the tax returns with respect to situations where applicable tax regulations are subject to interpretation and establishes provisions where appropriate.



**CORNERSTONE CAPITAL RESOURCES INC.**  
**Notes to the Consolidated Financial Statements**  
**For the years ended December 31, 2016 and 2015**  
**(Expressed in Canadian Dollars)**

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**3. SIGNIFICANT ACCOUNTING POLICIES (Continued)**

Deferred income taxes

Deferred tax is recognized using the balance sheet method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax assets and liabilities are recognized for all temporary differences except:

- Where the temporary difference arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination, and at the time of the transaction, that affects neither the accounting profit nor taxable profit (loss).
- In respect of temporary differences associated with investments in subsidiaries, associates, and interests in joint ventures, where the timing of the reversal of the temporary differences can be controlled by the parent, investor or venture and it is probable that the temporary differences will not be reversed in the foreseeable future.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilized. Unrecognized deferred tax assets are reassessed at the end of each reporting period and are recognized to the extent that it has become probable that future taxable profit will be available to allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the year when the asset is realized or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax relating to items recognized in other comprehensive income or equity is recognized in other comprehensive income (loss) or equity and not in profit or loss.

Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

*F) Loss per share*

Basic loss per share is computed by dividing the loss for the period by the weighted-average number of shares outstanding during the period. Diluted earnings per share is calculated giving effect to potential dilution that would occur if stock options, warrants or other dilutive instruments were exercised. The dilutive impact is determined by assuming that any proceeds upon exercise for which market price exceeds exercise price, would be used to purchase shares at the average market price for the period.

*G) Foreign currency translation*

Monetary assets and liabilities denominated in foreign currencies are translated to the spot rate of exchange ruling at the reporting date. All differences are taken to the profit or loss.

Non-monetary items that are measured at historical cost in a foreign currency are translated using the exchange rates at the date of the initial transaction. Non-monetary items measured at a revalued amount in a foreign currency are translated using the exchange rates at the date when the fair value was determined.

**CORNERSTONE CAPITAL RESOURCES INC.**  
**Notes to the Consolidated Financial Statements**  
**For the years ended December 31, 2016 and 2015**  
**(Expressed in Canadian Dollars)**

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**3. SIGNIFICANT ACCOUNTING POLICIES (Continued)**

Foreign currency transactions are translated into the functional currency, using the exchange rates prevailing at the dates of the transactions (spot exchange rate). Exchange differences resulting from the settlement of such transactions and from the re-measurement of monetary items at year-end exchange rates are recognized in profit or loss.

*H) Financial instruments*

Financial assets and financial liabilities are recognized when the Company becomes a party to the contractual provisions of the financial instrument.

Financial assets are derecognized when the contractual rights to the cash flows from the financial asset expire, or when the financial asset and all substantial risks and rewards are transferred.

A financial liability is derecognized when it is extinguished, discharged, cancelled or when it expires.

Financial assets and financial liabilities are measured initially at fair value plus transactions costs, except for financial assets and financial liabilities carried at fair value through profit or loss, which are measured initially at fair value.

Financial assets and financial liabilities are measured subsequently as described below.

Financial assets

For the purpose of subsequent measurement, financial assets other than those designated and effective as hedging instruments are classified into the following categories upon initial recognition:

- Loans and receivables;
- Financial assets at fair value through profit or loss;
- Available-for-sale financial assets

The category determines subsequent measurement and whether any resulting income and expense is recognized in profit or loss or in other comprehensive income (loss) (all income and expenses relating to financial assets that are recognized in profit or loss are presented within interest income or interest expenses).

Loans and receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. After initial recognition, these are measured at amortized cost using the effective interest method, less provision for impairment. Discounting is omitted where the effect of discounting is immaterial. The Company's cash and cash equivalents and receivables fall into this category of financial instruments.

Financial assets at fair value through profit or loss ("FVTPL")

Financial assets at fair value through profit or loss include financial assets that are either classified as held-for-trading or that meet certain conditions and are designated at fair value through profit or loss upon initial recognition. The Company's marketable securities fall into this category of financial instruments. Assets in this category are measured at fair value with gains or losses recognized in profit or loss.

**CORNERSTONE CAPITAL RESOURCES INC.**  
**Notes to the Consolidated Financial Statements**  
**For the years ended December 31, 2016 and 2015**  
**(Expressed in Canadian Dollars)**

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**3. SIGNIFICANT ACCOUNTING POLICIES (Continued)**

Available-for-sale financial assets

Available-for-sale financial assets are non-derivative financial assets that are either designated to this category or do not qualify for inclusion in any of the other categories of financial assets. The Company's long term investments fall into this category of financial instrument.

All available-for-sale financial assets are measured at fair value. Unrealized gains and losses are recognized in other comprehensive income (loss), except for impairment losses and foreign exchange differences on monetary assets, which are recognized in profit or loss. When the asset is disposed of or is determined to be impaired, the cumulative gain or loss recognized in other comprehensive income (loss) is reclassified to profit or loss and presented as a reclassification adjustment within other comprehensive income (loss). Interest calculated using the effective interest method and dividends are recognized in profit or loss within interest income.

Impairment of financial assets

All financial assets, except for those at fair value through profit or loss, are subject to review for impairment at least at each reporting date. Financial assets are impaired when there is any objective evidence that a financial asset or a group of financial assets is impaired. Objective evidence of impairment could include:

- significant financial difficulty of the issuer or counterparty;
- default or delinquency in interest or principal payments; or
- it becoming probable that the borrower will enter bankruptcy or financial reorganization.

For available-for-sale financial investments, the Company assesses at each reporting date whether there is objective evidence that an investment or a group of investments is impaired. In the case of marketable securities designated as available-for-sale, objective evidence would include a significant or prolonged decline in the fair value of the investment below its cost. The determination of what is 'significant' or 'prolonged' requires judgement. In making this judgement, the Company evaluates, among other factors, the duration or extent to which the fair value of an investment is less than its cost.

Financial liabilities

Trade payables and accrued liabilities, and loan payable are classified as "Other Financial Liabilities". After their initial fair value measurement, they are measured at amortized cost using the effective interest rate method.

For the Company, the measured amount generally corresponds to cost, due to the short-term nature of financial liabilities.

Transaction costs are included in the initial carrying amount of financial instruments, except for FVTPL items which are expensed as incurred.

The Company has determined that it does not have derivatives or embedded derivatives.

*1) Equity*

Warrants includes charges related to the issuance of warrants until such equity instruments are exercised or expire. On expiry, warrant values are recorded to contributed surplus.

Contributed surplus includes charges related to stock-based compensation until such equity instruments are exercised. It also includes all expired options and warrants previously issued.

**CORNERSTONE CAPITAL RESOURCES INC.**  
**Notes to the Consolidated Financial Statements**  
**For the years ended December 31, 2016 and 2015**  
**(Expressed in Canadian Dollars)**

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**3. SIGNIFICANT ACCOUNTING POLICIES (Continued)**

Accumulated deficit includes all current and prior period net income or losses.

*J) Segmented reporting*

The Company is organized into business units based on mineral properties and has one business segment, being the acquisition, exploration and evaluation of mineral properties. The Company considers its investment in ENSA to be part of this segment.

*K) 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.

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.

- *Income, value added, withholding and other taxes*

The Company is subject to income, value added, withholding and other taxes. Significant judgment is required in determining the Company's provisions for taxes. There are many transactions and calculations for which the ultimate tax determination is uncertain during the ordinary course of business. The Company recognizes liabilities for anticipated tax audit issues based on estimates of whether additional taxes will be due. The determination of the Company's income, value added, withholding and other tax liabilities requires interpretation of complex laws and regulations. The Company's interpretation of taxation law as applied to transactions and activities may not coincide with the interpretation of the tax authorities. All tax related filings are subject to government audit and potential reassessment subsequent to the financial statement reporting period. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the tax related accruals and deferred income tax provisions in the period in which such determination is made.

- *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.

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**3. SIGNIFICANT ACCOUNTING POLICIES (Continued)**

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 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. 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.

- *Functional currency*

The functional currency of 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.

- *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.

- *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

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**3. SIGNIFICANT ACCOUNTING POLICIES (Continued)**

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.

- *Fair value of investment in securities not quoted in an active market*

Where the fair values of financial assets and liabilities recorded on the statement of financial position cannot be derived from active markets, they are determined using a variety of valuation techniques. The inputs to these models are derived from observable market data where possible, but where observable market data are not available, judgement is required to establish fair values. Refer to notes 6 and 9 for further details.

**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 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.

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.

The Company's capital management objectives, policies and processes have remained unchanged during the years ended December 31, 2016 and 2015. The Company is not subject to any capital requirements imposed by a lending institution or regulatory body, other than of the TSX Venture Exchange ("TSXV") which requires adequate working capital or financial resources of the greater of (i) \$50,000 and (ii) an amount required in order to maintain operations and cover general and administrative expenses for a period of 6 months.

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**6. FINANCIAL INSTRUMENTS**

Financial instruments recorded at fair value on the statement of financial position 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.

Level 3 financial instruments

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 following table presents the change in fair value measurements of financial instruments classified as Level 3 for the years ended December 31, 2016, and December 31, 2015. These financial instruments are measured at fair value utilizing non-observable market inputs. The net realized losses and net realized gains are recognized in the consolidated statement of comprehensive income.

	Year ended December 31, 2016	Year ended December 31, 2015
Investments, fair value		
Balance, beginning of year	\$ 42,857	\$ 42,857
Changes in valuation	81,957,143	-
<b>Balance, end of year</b>	<b>\$ 82,000,000</b>	<b>\$ 42,857</b>

Within Level 3, the Company includes private company investments which are not quoted in an active market. The key assumptions used in the valuation of these instruments include (but are not limited to) the value at which a recent financing was done by the investee, company-specific information, trends in general market conditions and the share performance of comparable publicly-traded companies.

As the valuation of investments for which market quotations are not readily available are inherently uncertain, the values may fluctuate materially within short periods of time and are based on estimates, and determinations of fair value may differ materially from values that would have resulted if a ready market existed for the investments.

The valuation of ENSA was based on a modified market model using the trading price of the 85% owner of ENSA, SolGold Plc (“SolGold”). This was accomplished by taking the market capitalization of SolGold and subtracting out the estimated fair value of all other identifiable assets and liabilities, to result with the expected value of 85% of ENSA. This value was then used to determine the value of a 15% interest in ENSA subsequent to applying a marketability discount of 5%. The model is most sensitive to the value of the common shares of SolGold (which trade in active market) and the amount of the marketability discount.

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**6. FINANCIAL INSTRUMENTS (Continued)**

As at December 31, 2016, a 10% increase/decrease in the share price of SolGold would result in an increase/decrease in the fair value estimate of ENSA of approximately \$9.4 million, keeping all other variables constant.

As at December 31, 2016, a change in the marketability discount of 5% (decrease to 0% or increase to 10%) would result in an increase/decrease in the fair value estimate of ENSA of approximately \$4.3 million, keeping all other variables constant.

While this illustrates the overall effect of changing values of the unobservable inputs by a set percentage, the significance of the impact and the range of reasonable possible alternative assumptions may differ significantly. The sensitivity analysis is intended to reflect the significant uncertainty inherent in the valuation of private investments under current market conditions, and the results cannot be extrapolated due to non-linear effects that changes in valuation assumptions may have on the estimated fair value of these investments. Furthermore, the analysis does not indicate a probability of changes occurring and it does not necessarily represent the Company's view of expected future changes in the fair value of these investments. Any management actions that may be taken to mitigate the inherent risks are not reflected in this analysis.

The following table presents the fair value, categorized by key valuation techniques and unobservable inputs used within Level 3 as at December 31, 2016.

<b>Description</b>	<b>Year</b>	<b>Fair value</b>	<b>Valuation technique</b>	<b>Significant unobservable input(s)</b>	<b>Range of significant unobservable input(s)</b>
ENSA	<b>2016</b>	82,000,000	Modified market approach	Marketability of shares	5%-10% discount
	<b>2015</b>	42,857	Cost		

During the year ended December 31, 2016, the Company changed the valuation technique from a cost approach to a modified market approach. Previously the Company had used a cost approach as management believed the asset had nominal value pending the completion of exploration and evaluation work on the asset and no other evidence of a substantive change in value existed in the view of management.

As exploration and evaluation work on the underlying property interest was completed by SolGold and the results were released to the market during the year ended December 31, 2016, the share price of both the Company and SolGold began to rise. As a result, management of the Company determined that there were indicators that fair value has increased and that the cost approach was no longer a reasonable method to estimate the fair value the investment of ENSA and a new valuation method was required.

Management believes this new modified market approach is the most appropriate approach in consideration of various factors including the volatility and trading volume of SolGold shares.

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.



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**6. FINANCIAL INSTRUMENTS (Continued)**

As at December 31, 2016	Level 1	Level 2	Level 3	Total financial assets at fair value
Financial assets	\$	\$	\$	\$
Marketable securities (Note 7)	1,323	-	-	1,323
Long-term investment	-	-	82,000,000	82,000,000
	<u>1,323</u>	<u>-</u>	<u>82,000,000</u>	<u>82,001,323</u>

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
	<u>27,284</u>	<u>-</u>	<u>42,857</u>	<u>70,141</u>

**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 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. See note 8.

As at December 31, 2016	Neither past due nor impaired	Past due or Individually impaired	Total
	High grade	Standard grade	
Cash and receivables:			
Cash and cash equivalents	2,627,882	-	2,627,882
Others receivables <sup>(1)</sup>	105,835	-	105,835
	<u>2,733,717</u>	<u>-</u>	<u>2,733,717</u>

(1) Other receivables excludes sales tax receivable of \$15,948.

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**6. FINANCIAL INSTRUMENTS (Continued)**

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

(1) Other receivables excludes sales tax receivable of \$14,341.

***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 December 31, 2016, the Company had a cash balance of \$2,627,882 (December 31, 2015 - \$175,029) to settle current liabilities of \$91,567 (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 December 31, 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 December 31, 2016, the loans have been fully repaid (Note 12).

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

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**6. FINANCIAL INSTRUMENTS (Continued)**

adequately manages its foreign exchange risk, and the risk is minimal. The following table shows the net exposures in US dollars.

	<b>December 31, 2016 (USD)</b>	December 31, 2015 (USD)
Cash	<b>1,848,860</b>	88,594
Receivables	<b>79,600</b>	95,708
Trade payables and accrued liabilities	<b>(9,663)</b>	(55,530)
Net US dollar exposure	<b>1,918,797</b>	128,772

Based upon the above net exposures to US dollars, as at December 31, 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 \$194,000 (December 31, 2015 - \$26,000).

**Sensitivity analysis**

As at December 31, 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 December 31, 2016, value of these investments would result in an increase or decrease in net loss and the carrying value of the investments of \$265 (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**

All of the listed securities held by the Company were acquired through prior year's property option and sales transactions with the below listed companies. The Company does not purchase shares of publicly listed companies on the open market. 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:

	<b>December 31, 2016</b>	December 31, 2015
	\$	\$
Rambler Metals and Mining <sup>(1)</sup>	<b>1,323</b>	675
Mountain Lake Minerals Inc.	-	150
Benton Resources Inc.	-	4,375
SolGold Plc	-	22,084
	<b>1,323</b>	27,284

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**7. MARKETABLE SECURITIES (continued)**

(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 year ended December 31, 2016, the Company sold 125,000 common shares (250,000 common shares – December 31, 2015) of Benton Resources for gross proceeds of \$5,000 (\$10,000 – December 31, 2015) and recorded a gain on sale of marketable securities of \$615 (gain of \$1,240 – December 31, 2015) in the profit or loss.

During the year ended December 31, 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 profit or loss.

During the year ended December 31, 2015, the Company sold 887,614 common shares of Rambler Metals and Mining Plc for gross proceeds of \$179,746 and recorded a loss on sale of marketable securities of \$171,738 in the profit or loss.

**8. RECEIVABLES**

	<b>December 31, 2016</b>	December 31, 2015
	\$	\$
Exploration partners	-	53,152
Sales tax receivable	<b>15,948</b>	14,341
Other	<b>105,835</b>	134,199
	<b>121,783</b>	201,692
Less reserve for doubtful account	-	(53,152)
	<b>121,783</b>	148,540

During the year ended December 31, 2015, the Company increased its provision for doubtful accounts by \$28,874 and wrote-off receivables of \$75,722 which were had been included in the 2014 provision for doubtful accounts.

During the year ended December 31, 2016, the Company collected the \$28,874 of accounts receivable from its exploration partner which were provided for during the previous year, and recorded a recovery of bad debt of \$27,506 (2015 - \$Nil) and a foreign exchange loss of \$1,368 (2015 - \$Nil) in the consolidated statements of profit or loss.

**9. LONG TERM INVESTMENTS**

As at December 31, 2016, Solgold is the registered shareholder of an 85% interest in ENSA. Subject to the satisfaction of certain conditions, including SolGold's fully funding the project through to feasibility, SolGold Plc will own 85% of the equity of ENSA and Cornerstone will own the remaining 15% of ENSA. SolGold Plc is funding 100% of the exploration at the Cascabel property, which is held by ENSA, up to completion and delivery of a feasibility study, and is the operator of the project.

Upon completion and delivery of a feasibility study, Cornerstone and SolGold shall jointly fund the activities of ENSA based on their proportionate interest. To the extent that either Cornerstone or SolGold fail to fund their proportionate interest, that party will have its ownership in ENSA diluted.

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**9. LONG TERM INVESTMENTS (continued)**

As a result of SolGold funding 100% of the activities in ENSA up to completion and delivery of a feasibility study, SolGold shall receive 90% of any distribution of earnings or dividends from ENSA or the Cascabel property that would otherwise be due to Cornerstone until such time as the amount received by SolGold through such payments equals Cornerstone's proportionate share of the expenditures incurred by SolGold from the date it earned its 85% interest until the time of completion and delivery of the feasibility study plus annual interest of LIBOR +2%.

As at December 31, 2016, the estimated value of the long-term investment in ENSA was \$82,000,000 (December 31, 2015 - \$42,857) See note 6.

**10. EXPLORATION AND EVALUATION EXPENDITURES**

As at December 31, 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 several mineral concessions in Ecuador (excluding the concessions held by ENSA) and several in Chile. A summary of exploration and evaluation expenditures is as follows:

<b>Geographical Area</b>	<b>Exploration and Evaluation expenditures December 31, 2016</b>	<b>Exploration and Evaluation expenditures December 31, 2015</b>
	\$	\$
Chile	224,632	218,885
Ecuador	389,906	554,406
	<b>614,538</b>	<b>773,291</b>

During the year ended December 31, 2016, the Company changed its accounting policy to expense exploration and evaluation costs in the period that they are incurred. See note 21.

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**11. PROPERTY AND EQUIPMENT**

	<b>Equipment</b>	<b>Computers</b>	<b>Vehicles</b>	<b>Total</b>
	<b>\$</b>	<b>\$</b>	<b>\$</b>	<b>\$</b>
<b>Cost:</b>				
At December 31, 2015	70,741	112,061	89,859	272,661
Additions	-	-	95,864	95,864
Disposals	(24,658)	-	(33,593)	(58,251)
At December 31, 2016	46,083	112,061	152,130	310,274
<b>Depreciation:</b>				
At December 31, 2015	37,822	107,467	76,168	221,457
Additions	5,617	2,181	1,673	9,471
Disposals	(19,851)	-	(28,239)	(48,090)
At December 31, 2016	23,588	109,648	49,602	182,838
<b>Net book value</b>				
<b>At December 31, 2016</b>	<b>22,495</b>	<b>2,413</b>	<b>102,528</b>	<b>127,436</b>

	<b>Equipment</b>	<b>Computers</b>	<b>Vehicles</b>	<b>Total</b>
	<b>\$</b>	<b>\$</b>	<b>\$</b>	<b>\$</b>
<b>Cost:</b>				
At December 31, 2014	260,916	312,025	309,826	882,767
Additions	-	2,429	-	2,429
Write-off	(172,371)	(201,935)	-	(374,306)
Disposals	(17,804)	(458)	(219,967)	(238,229)
At December 31, 2015	70,741	112,061	89,859	272,661
<b>Depreciation:</b>				
At December 31, 2014	184,517	299,481	226,181	710,179
Additions	14,770	6,111	13,711	34,592
Write-off	(147,393)	(193,966)	-	(341,359)
Disposals	(14,072)	(4,159)	(163,724)	(181,955)
At December 31, 2015	37,822	107,467	76,168	221,457
<b>Net book value</b>				
<b>At December 31, 2015</b>	<b>32,919</b>	<b>4,594</b>	<b>13,691</b>	<b>51,204</b>

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**11. PROPERTY AND EQUIPMENT (continued)**

During the year ended December 31, 2016, the Company sold various office equipment, computers and vehicles for gross proceeds of \$40,760 (2015 - \$163,692). As a result of the sale of equipment the Company realized a gain of \$28,987 (2015 - \$107,418) in profit or loss.

In December 2015, Cornerstone Capital Resources Inc. and its wholly owned subsidiary Cornerstone Resources moved their offices from St Johns, Newfoundland and Labrador, to Ottawa, Ontario. As a result of the move all property, plant and equipment in Mont Pearl was abandoned and the company recorded a write-off of property, plant, and equipment of \$Nil (2015 - \$32,947) in profit or loss.

**12. 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. During the year ended December 31, 2016, the Company drew down \$364,000 (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 December 31, 2016, the outstanding balance of 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 December 31, 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 the closing of the Company's financing on May 12, 2016 (Note 13).

**13. SHAREHOLDERS' EQUITY**

*A) Share Capital*

**Authorized**

An unlimited number of common shares with no par value.

**Issued and outstanding**

	December 31, 2016		December 31, 2015	
	Number of Shares	\$	Number of Shares	\$
<i>Common shares</i>	287,090,996	40,041,836	190,415,330	37,108,652

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**13. SHAREHOLDERS' EQUITY (Continued)**

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.

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 exercise price of \$0.10, risk free interest rate of 0.79%, expected life of warrants of 5 years, expected volatility rate of 102% (based on the Company's historical volatility for 5 years up to the issuance date) and an expected 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 Black Scholes option pricing model using the following assumptions: share price of \$0.05, an exercise price of \$0.05, risk free interest rate of 0.63%, expected life of warrants of 2 years, expected volatility rate of 115% (based on the Company's historical volatility for 2 years up to the issuance date) and an expected dividend rate of 0%.

The finders' units have been recorded at a value of \$164,000 based on the Black Scholes option pricing model using the following assumptions: share price of \$0.05, an exercise price of \$0.10, risk free interest rate of 0.79%, expected life of warrants of 5 years, expected volatility rate of 102% (based on the Company's historical volatility for 5 years up to the issuance date) and an expected 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.

During the year ended December 31, 2016, 1,969,000 warrants were exercised for gross proceeds of \$196,900. The warrants had an exercise price of \$0.10 and would have expired on May 12, 2021. As a result of the exercise of the warrants a total of \$39,139 was transferred from warrants to share capital.

During the year ended December 31, 2016, 226,666 options with an exercise price of \$0.11 and expiry dates between January 13, 2017 and June 14, 2021, were exercised for gross proceeds of \$25,733. As a result of the exercise of the stock options a total of \$13,565 was transferred from contributed surplus to share capital.

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.



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**13. SHAREHOLDERS' EQUITY (Continued)**

*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:

**Stock Options**

	<b>For the year ended December 31, 2016</b>		For the year ended December 31, 2015	
	<b>Number</b>	<b>Weighted- Average Exercise Price</b>	Number	Weighted- Average Exercise Price
Balance, beginning of the year	<b>11,463,330</b>	<b>0.22</b>	12,431,998	0.29
Granted during the year				
To employees, officers, directors and consultants	<b>15,475,000</b>	<b>0.08</b>	2,460,000	0.10
Exercised during the year	<b>(226,666)</b>	<b>0.11</b>	-	-
Forfeited or cancelled during the year	<b>(2,670,000)</b>	<b>0.37</b>	(3,428,668)	0.41
Balance, end of year	<b>24,041,664</b>	<b>0.13</b>	11,463,330	0.22

2016 Stock option grants

On June 14, 2016, the Company issued 3,200,000 stock options to directors, officers and consultants of the company which 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 recorded as an expense in the profit or 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 in the profit or loss.

On November 15, 2016, the Company issued 9,400,000 stock options to directors, officers and consultants of the company and are exercisable at \$0.15 until November 15, 2021. The stock options vest in three tranches with 3,133,333 options vesting on grant, 3,133,333 vesting nine months after grant and 3,133,334 vesting eighteen months after grant. The options were granted in conjunction with a change in the Company's stock option plan and as a result any vested shares cannot be exercised until the amended plan is approved by the Company's shareholders at the next annual shareholders meeting, expected in the summer of 2017. As a result, these stock options are not exercisable as at December 31, 2016. The value of these stock options will be estimated at each reporting date and recorded as an adjustment to share-based payments until their final value is known on the date of shareholder approval. As at December 31, 2016, these stock options have an estimated total value of \$1,401,283. Only options vested in the current year have been realized in the profit or loss.

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**13. SHAREHOLDERS' EQUITY (Continued)**

Previously granted options vesting during the year ended December 31, 2016, have been realized and as a result an expense of \$34,313 (December 31, 2015 - \$157,198) has been recorded in the profit or loss.

As at December 31, 2016 the Company incurred share based payment expense of \$817,636 (\$271,035 – December 31, 2015).

During the year ended December 31, 2016, 226,666 stock options (December 31, 2015 – Nil) were exercised for gross proceeds of \$25,733 (December 31, 2015 - \$Nil). As a result of the exercise of the stock options a total of \$13,565 was reclassified from contributed surplus to share capital on the consolidated statements of changes in shareholders' equity.

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 in the profit or loss.

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 in the profit or loss.

The fair values of options granted during the years ended December 31, 2016 and 2015 were estimated using the Black-Scholes option pricing model with the following weighted average assumption:

	<u>November 2016</u>	<u>August 2016</u>	<u>June 2016</u>	<u>June 2015</u>	<u>January 2015</u>
Share price at date of grant	\$0.16	\$0.10	\$0.05	\$0.03	\$0.09
Expected dividend yield	0.00%	0.00%	0.00%	0.00%	0.00%
Expected share price volatility	161%	106%	94%	159%	178%
Risk-free interest rate	0.73%	0.66%	0.62%	0.64%	1.00%
Expected Forfeiture rate	0%	0%	0%	0%	2%
Expected life of options	5 years	5 years	5 years	5 years	5 years
Exercise price at date of grant	\$0.15	\$0.11	\$0.05	\$0.10	\$0.10
Stock options granted	9,400,000	2,875,000	3,200,000	50,000	2,410,000
Black-Scholes fair value	\$0.149	\$0.0758	\$0.035	\$0.02	\$0.07

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**13. SHAREHOLDERS' EQUITY (Continued)**

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

Expiry date	Grant date	Exercise price	Options outstanding	Contractual Life (years)	Options vested	Options unvested	Years remaining to maturity
13-Jan-17	13-Jan-12	\$0.14	1,183,330	5	1,183,330	-	0.04
08-May-18	08-May-13	\$0.10	990,000	5	990,000	-	1.35
11-Jun-18	11-Jun-13	\$0.10	125,000	5	125,000	-	1.44
05-Mar-19	05-Mar-14	\$0.19	3,875,000	5	3,875,000	-	2.18
29-Jan-20	29-Jan-15	\$0.10	2,410,000	5	2,410,000	-	3.08
04-Jun-20	04-Jun-15	\$0.10	50,000	5	50,000	-	3.43
14-Jun-21	14-Jun-16	\$0.05	3,133,334	5	1,000,000	2,133,334	4.45
08-Aug-21	09-Aug-16	\$0.11	2,875,000	5	1,677,083	1,197,917	4.61
15-Nov-21	15-Nov-16	\$0.15	*9,400,000	5	-	*9,400,000	4.88
			<b>24,041,664</b>		<b>11,310,413</b>	<b>12,731,251</b>	

\* These options are issued pending approval by the shareholders of the Company.

**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 year ended December 31, 2016		
	Number	Fair Value \$	Weighted-Average Price \$
Balance, beginning of the year	42,647,617	1,911,322	0.33
Issued as part of the private placement	90,000,000	1,666,755	0.06
Issued as finders warrants	4,454,842	62,000	0.05
Issued as part of finders units	3,280,000	65,000	0.10
Exercised	(1,969,000)	(39,139)	(0.10)
Expired	(14,172,500)	(566,900)	(0.30)
Balance, end of the year	<b>124,240,959</b>	<b>3,099,038</b>	<b>0.15</b>

	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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**13. 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
88,031,000	1,627,616	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
<b>124,240,959</b>	<b>3,099,038</b>	<b>0.15</b>	

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.

During the year ended December 31, 2016, 1,969,000 warrants (December 31, 2015 – Nil) were exercised for gross proceeds of \$196,900 (December 31, 2015 - \$Nil). The warrants had an exercise price of \$0.10 and would have expired on May 12, 2021. As a result of the exercise of the warrants a total of \$39,139 was reclassified from warrants to share capital on the consolidated statements of changes in shareholders' equity.

**D) Loss per share**

During the year ended December 31, 2016, 124,240,959 warrants (2015 – 42,647,617) and 24,041,664 options (2015 – 11,463,330) were excluded from the computation of diluted loss per share as they were anti-dilutive.

**14. INCOME TAXES**

*(a) Deferred income taxes*

Recognized deferred tax assets and liabilities:

	2016	2015
	\$	\$
Recognized deferred income tax asset and (liabilities):		
Investment	<b>(18,040,000)</b>	-
	<b>(18,040,000)</b>	-

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**14. INCOME TAXES (Continued)**

Tax-effected deductible temporary differences and unused tax losses for which no deferred tax assets have been recognized are attributable to the following:

	<u>2016</u>	<u>2015</u>
	\$	\$
Unrecognized deferred income tax asset:		
Tax loss carryforwards	14,970,000	13,612,000
Financing costs and other	280,000	82,000
Exploration and evaluation assets	2,782,000	2,782,000
	<u>18,032,000</u>	<u>16,476,000</u>

The realization of benefits related to these future potential tax deductions is uncertain and cannot be viewed as probable. Accordingly, no net deferred income tax asset has been recognized for accounting purposes.

To date, management has not recognized any deferred tax assets in excess of existing taxable temporary differences expected to reverse within the carry-forward period.

*(b) Income tax rate*

The Company's effective tax rate differs from the statutory rate of 26.5% (2015 – 26.5%) for income tax through other comprehensive income as follows

	<u>2016</u>	<u>2015</u>
	\$	\$
Income tax at statutory rate	21,730,000	-
Difference in tax rates	(3,690,000)	-
	<u>18,040,000</u>	<u>-</u>

The Company's effective tax rate differs from the statutory rate of 26.5% (2015 – 26.5%) for income tax expense as follows:

	<u>2016</u>	<u>2015</u>
	\$	\$
Income tax recovery at statutory rate	(751,000)	(880,000)
Stock-based compensation not deductible for tax purposes	217,000	97,000
Non-recognition of deferred tax assets due to unused tax losses and deductible temporary differences, expiration of losses and change in tax rates	534,000	783,000
Effective tax rate	<u>-</u>	<u>-</u>

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**14. INCOME TAXES (Continued)**

*(c) Canadian non-capital losses and other Canadian deductible temporary differences*

The Company has Canadian non-capital losses approximately amounting to \$14,970,000 which are available to reduce future taxable income. These non-capital losses expire as follows:

	\$
2026	<b>1,503,000</b>
2027	<b>1,847,000</b>
2028	<b>1,694,000</b>
2029	<b>1,307,000</b>
2030	<b>1,181,000</b>
2031	<b>1,757,000</b>
2032	<b>1,328,000</b>
2033	<b>947,000</b>
2034	<b>1,036,000</b>
2035	<b>1,285,000</b>
2036	<b>1,085,000</b>
	<b><u>14,970,000</u></b>

The Company has available net capital losses of approximately \$728,000 which do not expire and are available to reduce future capital gains.

The Company also has available an unclaimed investment tax credit carry forward of approximately \$397,000 in relation to pre-production exploration expenditures.

The Company also has available unclaimed Canadian exploration expenses and Canadian development expenses of approximately \$5,176,000 and \$1,105,000 respectively, which may be deducted in determining taxable income of future years.

The Company has not recognized the potential income tax benefits related to the losses, Canadian exploration expenses, Canadian development expenses, foreign exploration and development expenses, and other deductible temporary differences.

The Company also has available exploration and development expenses incurred in foreign jurisdictions which can be deducted from taxable income of future years in those jurisdictions.

**15. RELATED PARTY TRANSACTIONS**

The following represents a summary of transactions with parties under common control and shareholders for the years ended December 31, 2016 and 2015. The amounts, which are all expensed as professional and administrative charges, are recorded at the exchange amounts:

Brooke Macdonald, who serves as the Company's President and CEO, provided the Company with management consulting services. During the year ended December 31, 2016, Mr. Macdonald billed a total of \$194,420 (USD \$142,573) (\$186,810 (USD \$150,000) - December 31, 2015).

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 and Labrador, on December 31, 2015,

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**15. RELATED PARTY TRANSACTIONS (Continued)**

due to the closure of the Company's Newfoundland operations. During the year ended December 31, 2016, Mr. Di Paola billed a total of \$73,500 (\$Nil - December 31, 2015), while Mr. Loveys billed \$Nil (\$129,000 - December 31, 2015) for the year ended December 31, 2016, for accounting and management consulting services.

During the year ended December 31, 2016, non-management directors of the Company received stipends of \$21,000 (\$3,500 each) (December 31, 2015 - \$15,000 (\$3,000 each)).

Compensation for the year ended December 31, 2016, for key management personnel, not included above, is \$425,047 (\$474,356 - December 31, 2015), which includes salary and other short-term benefits of \$203,513 (\$258,345 - December 31, 2015), and share-based payments of \$741,723 (\$216,011 - December 31, 2015). 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 12). This loan was repaid following closing of the Company's financing on May 12, 2016.

**16. SUPPLEMENTAL CASH FLOW INFORMATION**

	<u>2016</u>	<u>2015</u>
	\$	\$
Changes in non-cash operating working capital		
Decrease in accounts receivable	<b>26,757</b>	176,610
(Increase) decrease in prepaids	<b>(9,461)</b>	13,595
(Decrease) in trade payables and accruals	<b>(108,062)</b>	(106,595)
	<b>90,766</b>	83,610

During the year ended December 31, 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 18).

During the year ended December 31, 2016, the Company made interest payments of \$7,900 (2015 - \$Nil).

During the year ended December 31, 2016, the value of the share-based payments and warrants exercised were \$13,565 (2015 - \$Nil) and \$39,139 (2015 - \$Nil) respectively.

During the year ended, December 31, 2016, the company settled loans of \$365,000 through the issuance of 7,300,000 common shares of the company.

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**17. SEGMENT REPORTING**

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

	<u>December 31, 2016</u>	<u>December 31, 2015</u>
	\$	\$
<b>Ecuador</b>		
Property, plant and equipment	<b>104,355</b>	22,200
Long-term investment	<b>82,000,000</b>	42,857
<b>Chile</b>		
Property, plant and equipment	<b>23,081</b>	29,004
	<b>82,127,436</b>	94,061

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. The Company's long term investment is in an entity with mineral property interests in Ecuador.

**18. CONTINGENCIES**

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 the Company's lawyers in Quito at Tobar ZVS are monitoring the cases and hope to eventually resolve all of them to the satisfaction of CESA, although they cannot guarantee any result.

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 believes that the Company's claim has enough merit to be successful in the Court, although they cannot guarantee any result.

**19. 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. 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.



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**19. COMMITMENTS (Continued)**

On July 3, 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.

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	Common Shares valued at \$20,000	Nil
April 28, 2015 (Paid)	\$30,000	Common Shares valued at \$30,000	\$250,000
April 28, 2016 (Paid)	\$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 December 31, 2016, the Company issued an aggregate of 1,966,667 common shares with a value of \$130,000 at the dates of issuance and has made cash payments of \$130,000. 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).

**20. EVENTS AFTER THE REPORTING PERIOD**

Exercised options

Subsequent to November 30, 2016, a total of 511,666 stock options were exercised for gross proceeds of \$63,833. The stock options had an exercise price of \$0.05 and \$0.14 and expired between January 13, 2017 and June 16, 2021. 935,000 stock options expired, unexercised on January 13, 2017.

Exercised warrants

Subsequent to December 31, 2016, a total of 10,514,481 common share purchase warrants were exercised for gross proceeds of \$1,051,448. The warrants had an average exercise price of \$0.1, expiring May 12, 2021.

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**21. 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 the new policy, 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.

The impact of this voluntary change in accounting policy on the consolidated financial statements is primarily to reduce exploration and evaluation assets arising on such transactions. This change did not result in a material impact on the statement of financial position, as at December 31, 2016 and 2015, as all exploration and evaluation assets were fully impaired as of these dates. The impact of this change to the December 31, 2014 consolidated statement of financial position is a reduction of exploration and evaluation expenditures (assets) of \$2,019,801 with a corresponding decrease in shareholders' equity of the same amount.

The change in accounting policy had the following effect of the profit or loss for year ended December 31, 2015:

The exploration and evaluation expenditures for the year ended December 31, 2015 were \$773,291 compared to the write-down of exploration and evaluation assets of \$2,793,093. The net loss and comprehensive loss for the year ended December 31, 2015 was \$3,121,541 compared to \$5,141,343 under the previous accounting policy.

The change in accounting policy had the following effect of the statement of cash flows for year ended December 31, 2015:

The cash used in operating activities under the new accounting policy is \$2,585,082 compared to \$1,838,363 as previously stated under the previous accounting policy. The cash flows from investing activities under the new accounting policy is \$321,698 compared to cash used of \$429,805 under the previous accounting policy. The cash flows from financing activities under the new accounting policy is \$45,216 compared to \$50,000 under the previous accounting policy.