

**CRYSTAL PEAK MINERALS INC.  
(Formerly EPM Mining Ventures Inc.)**

**UNAUDITED  
CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS  
For the Three and Nine Months Ended September 30, 2016 and 2015**

**Notice of Disclosure of Non-Auditor Review of Interim Financial Statements**

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

Crystal Peak Mineral Inc.'s independent auditors, PricewaterhouseCoopers, LLP, have not performed a review of these interim consolidated financial statements in accordance with the standards established by the Chartered Professional Accountants of Canada for a review of interim financial statements by an entity's auditor.

**November 17, 2016**

## **MANAGEMENT'S RESPONSIBILITY FOR CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS**

The accompanying unaudited condensed interim consolidated financial statements (the “Interim Financial Statements”) of Crystal Peak Minerals Inc. (“CPM”) are the responsibility of the Board of Directors and management of CPM. These Interim Financial Statements have been prepared by management, on behalf of the Board of Directors, in accordance with International Financial Reporting Standards (“IFRS”) applicable to interim financial statements including International Accounting Standard 34 Interim Financial Reporting. Accordingly, these Interim Financial Statements do not include all of the disclosures required for annual financial statements and therefore should be read in conjunction with CPM’s audited consolidated financial statements for the year ended December 31, 2015. Management acknowledges responsibility for the preparation and presentation of the Interim Financial Statements, including responsibility for significant accounting judgments and estimates and the choice of accounting principles and methods that are appropriate to CPM’s circumstances. In the opinion of management, the Interim Financial Statements have been prepared within acceptable limits of materiality and are consistent with IFRS appropriate in the circumstances.

Management has established processes that are in place to provide it sufficient knowledge to support management representations that it has exercised reasonable diligence that: (i) the Interim Financial Statements do not contain any untrue statement of material fact or omit to state a material fact required to be stated or that is necessary to make a statement not misleading in light of the circumstances under which it is made, as of the date of, and for the periods presented by, the Interim Financial Statements; and (ii) the Interim Financial Statements fairly present in all material respects the financial condition, results of operations and cash flows of CPM, as of the date of, and for the period presented by, the Interim Financial Statements.

The Board of Directors is responsible for reviewing and approving the Interim Financial Statements and for ensuring that management fulfills its financial reporting responsibilities. An Audit Committee assists the Board of Directors in fulfilling this responsibility. The Audit Committee meets with management to review the internal controls over the financial reporting process and the Interim Financial Statements. The Audit Committee also reviews CPM’s Management Discussion and Analysis to ensure that the financial information reported therein is consistent with the information presented in the Interim Financial Statements. The Audit Committee reports its findings to the Board of Directors for its consideration in approving the Interim Financial Statements for issuance to the shareholders.

Management recognizes its responsibility for conducting CPM’s affairs in compliance with established financial standards, and applicable laws and regulations, and for maintaining proper standards of conduct for its activities.

**Crystal Peak Minerals Inc. (formerly EPM Mining Ventures Inc.)**  
**(An Exploration-Stage Entity)**  
**Condensed Interim Consolidated Statements of Financial Position**  
**(Unaudited and Expressed in US Dollars)**

As at	September 30, 2016	December 31, 2015
<b>ASSETS</b>		
<b>Current</b>		
Cash and cash equivalents	\$ 9,272,048	\$ 2,566,557
Receivables	25,161	23,544
Prepaid expenses	15,000	20,450
	9,312,209	2,610,551
<b>Non-current</b>		
Property, plant and equipment	152,505	193,730
Interest in mineral properties	50,983,381	46,874,219
Investment in associate	6,122,335	6,108,069
	<b>\$ 66,570,430</b>	<b>\$ 55,786,569</b>
<b>LIABILITIES</b>		
<b>Current</b>		
Trade and other payables	\$ 1,435,666	\$ 758,635
Interest payable	-	489,074
Current portion of borrowings	-	3,075,000
	1,435,662	4,322,709
<b>Non-current</b>		
Repurchase obligation	609,246	505,230
Provisions	228,916	208,905
	2,273,828	5,036,844
<b>Shareholders' Equity</b>		
Voting common shares	73,261,145	56,956,533
Non-voting common shares	906,574	906,574
Share purchase warrants	37,863	1,265,898
Contributed surplus	6,212,256	6,004,673
Accumulated deficit	(15,723,438)	(14,455,064)
Accumulated other comprehensive income (loss)	(397,798)	71,111
	64,296,602	50,749,725
	<b>\$ 66,570,430</b>	<b>\$ 55,786,569</b>

Nature of Operations and Going Concern (Note 1)

The accompanying notes are an integral part of these Interim Financial Statements.

**Crystal Peak Minerals Inc. (formerly EPM Mining Ventures Inc.)**  
**Condensed Interim Consolidated Statements of Loss and Comprehensive Loss**  
**For the Three and Nine Months Ended September 30, 2016**  
**(Unaudited and Expressed in US Dollars)**

	For the three months ended September 30, 2016	For the three months ended September 30, 2015	For the nine months ended September 30, 2016	For the nine months ended September 30, 2015
<b>EXPENSES</b>				
General and administrative	\$ 178,312	\$ 212,827	\$ 589,892	\$ 610,196
Depreciation	1,407	1,966	4,738	6,558
Investor relations	35,007	20,242	121,248	110,766
Professional fees	136,119	83,376	463,306	250,816
Share-based compensation	84,439	76,661	111,861	116,954
	(435,284)	(395,072)	(1,291,045)	(1,095,290)
<b>OTHER ITEMS</b>				
Interest income	6,370	3,745	9,835	4,667
Finance expenses (Note 8)	(76,350)	(171,686)	(366,306)	(478,715)
Net income of equity method investee	13,056	12,252	13,056	11,897
Foreign exchange income (loss)	(46,685)	(243,239)	365,976	(568,632)
Income (loss) on disposal of asset	-	(245)	108	(245)
<b>Net loss before income taxes</b>	(538,893)	(794,245)	(1,268,376)	(2,126,318)
Income tax recovery (Note 10)	-	-	-	-
<b>Net loss for the period</b>	\$ (538,893)	\$ (794,245)	\$ (1,268,376)	\$ (2,126,318)
<b>OTHER COMPREHENSIVE INCOME (LOSS)</b>				
Foreign currency translation adjustment	(36,870)	77,457	(468,909)	359,710
<b>Comprehensive loss for the period</b>	\$ (575,763)	\$ (716,788)	\$ (1,737,285)	\$ (1,766,608)
Basic and diluted loss per share (Note 9)	\$ nil	\$ 0.01	\$ nil	\$ 0.02
Weighted average number of shares outstanding	193,586,531	146,450,071	171,343,181	127,611,598

The accompanying notes are an integral part of these Interim Financial Statements.

**Crystal Peak Minerals Inc. (formerly EPM Mining Ventures Inc.)**  
**Condensed Interim Consolidated Statements of Changes in Equity**  
**For the Nine Months Ended September 30, 2016**  
**(Unaudited and Expressed in US Dollars)**

	Voting common	Non-voting common	Share purchase warrants	Contributed surplus	Accumulated deficit	Accumulated other comprehensive income (loss)	Total shareholders' equity
<b>Balance as at January 1, 2016</b>	\$ 56,956,533	\$ 906,574	\$ 1,265,898	\$ 6,004,673	\$ (14,455,063)	\$ 71,111	\$ 50,749,726
Foreign currency translation adjustment	-	-	-	-	-	(468,909)	(468,909)
Net loss for the period ended September 30, 2016	-	-	-	-	(1,268,376)	-	(1,268,376)
<b>Total comprehensive loss for the period</b>	-	-	-	-	<b>(1,268,376)</b>	<b>(468,909)</b>	<b>(1,737,285)</b>
Share-based compensation	-	-	-	170,529	-	-	170,529
Equity issued pursuant to private placement	4,090,537	-	-	-	-	-	4,090,537
Equity issued pursuant to warrants exercised	12,767,323	-	(1,190,980)	-	-	-	11,576,343
Share issue costs	(553,248)	-	-	-	-	-	(553,248)
Expiry of warrants	-	-	(37,055)	37,055	-	-	-
<b>Balance as at September 30, 2016</b>	\$ 73,261,145	\$ 906,574	\$ 37,863	\$ 6,212,256	\$ (15,723,438)	\$ (397,798)	\$ 64,296,602
<b>Balance as at January 1, 2015</b>	\$ 50,355,674	\$ 906,574	\$ 74,918	\$ 5,830,517	\$ (11,586,888)	\$ (419,375)	\$ 45,161,420
Foreign currency translation adjustment	-	-	-	-	-	359,710	359,710
Net loss for the period ended June 30, 2015	-	-	-	-	(2,126,308)	-	(2,126,308)
<b>Total comprehensive loss for the period</b>	-	-	-	-	<b>(2,126,308)</b>	<b>359,710</b>	<b>(1,766,598)</b>
Share-based compensation	-	-	-	132,332	-	-	132,332
Equity issued pursuant to private placement	7,036,983	-	1,269,669	-	-	-	8,306,652
Share issue costs	(436,124)	-	(78,689)	-	-	-	(514,813)
<b>Balance as at September 30, 2015</b>	\$ 56,956,533	\$ 906,574	\$ 1,265,898	\$ 5,962,849	\$ (13,713,196)	\$ (59,665)	\$ 51,318,993

The accompanying notes are an integral part of these Interim Financial Statements.

**Crystal Peak Minerals Inc. (formerly EPM Mining Ventures Inc.)**  
**Condensed Interim Consolidated Statements of Cash Flows**  
**For the Nine Months Ended September 30, 2016**  
**(Unaudited and Expressed in US Dollars)**

	<b>Nine Months Ended</b>	
	<b>September 30, 2016</b>	<b>September 30, 2015</b>
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>		
Net loss for the period	\$ (1,268,376)	\$ (2,126,307)
Adjustments for:		
Depreciation and amortization	2,628	6,558
Share-based compensation	111,861	116,954
Finance expense	-	196,512
Accretion	229,049	-
Net loss of equity method investee	(13,056)	(11,897)
Loss on disposal on asset	-	245
Interest income	(9,835)	(4,677)
Accrued interest payable	(471,197)	175,837.00
Unrealized foreign exchange (gain) loss	(379,561)	523,375
Changes in working capital:		
Receivables	355	(18,444)
Prepaid expenses	4,137	22,541
Trade and other payables	43,507	20,694
	<u>(1,750,488)</u>	<u>(1,098,609)</u>
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>		
Additions to property, plant and equipment	(18,856)	(46,538)
Additions to mineral properties	(3,374,314)	(1,620,776)
Interest received	9,835	4,677
	<u>(3,383,335)</u>	<u>(1,662,637)</u>
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>		
Proceeds from private placement	4,090,537	8,306,651
Borrowings	(3,102,916)	-
Share issue costs	(652,953)	-
Proceeds on exercise of warrants	11,544,806	(514,812)
	<u>11,879,474</u>	<u>7,791,839</u>
Net change in cash and cash equivalents	6,745,651	5,030,593
Effect of exchange rate changes in foreign cash	(40,160)	(73,383)
Cash and cash equivalents, beginning of period	2,566,557	802,582
Cash and cash equivalents, end of period	<u>\$ 9,272,048</u>	<u>\$ 5,759,792</u>

The accompanying notes are an integral part of these Interim Financial Statements.

**Crystal Peak Minerals Inc. (formerly EPM Mining Ventures Inc.)**  
**Notes to the Condensed Interim Consolidated Financial Statements**  
**For the Three and Nine Months Ended September 30, 2016**  
**(Unaudited and Expressed in US Dollars)**

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**Note 1. Nature of Operations and Going Concern**

Crystal Peak Minerals Inc. (“CPM”) is a public company listed on the TSX Venture Exchange. On June 25, 2015, CPM changed its name from “EPM Mining Ventures Inc.” to “Crystal Peak Minerals Inc.” CPM’s common shares trade on the TSX Venture Exchange under the symbol “CPM”. CPM’s common shares also trade on the OTCQX International under the symbol “CPMMF”. CPM is domiciled in the Yukon Territory, Canada, and the address of its registered office is 200 – 204 Lambert Street, Whitehorse, Yukon Territory, Y1A 3T2.

CPM, together with its subsidiaries, operates an exploration-stage entity focused on the development, construction and operation of a potassium sulfate (“SOP”) project on the Sevier Playa in southwestern Utah (the “Sevier Playa Project”). CPM is currently engaged in engineering, permitting, and financing activities on its Sevier Playa Project with the objective of providing a feasibility study and reserve estimates in accordance with the standards of Canadian National Instrument 43-101, Standards of Disclosure for Mineral Projects. CPM completed a preliminary feasibility study on the Sevier Playa Project in November 2013; however, although a preliminary feasibility study has been completed, no claim for mineral reserves has been made at this time pending additional testing planned during the Sevier Playa Project’s feasibility study phase.

These unaudited condensed interim consolidated financial statements (the “Interim Financial Statements”) are prepared using International Financial Reporting Standards (“IFRS”) that are applicable to a going concern that assume CPM will be able to continue to operate for the foreseeable future, realize its assets, and settle its liabilities in the normal course of operations. The use of these principles may ultimately be inappropriate since there is significant doubt about CPM’s ability to continue as a going concern. Significant doubt may exist given its history of losses, accumulated deficit, limited operating history in the fertilizer sector, and dependence upon future financing. CPM’s future is currently dependent upon its ability to obtain sufficient cash from external financing and related parties in order to fund its liabilities, ongoing feasibility study work and ultimate project development and construction. Management continues to pursue financing alternatives in connection with the evaluation and development of CPM’s Sevier Playa Project. Although CPM has been successful in raising funds in prior reporting periods, there can be no assurance that the steps management is taking, and will continue to take, will be successful in future reporting periods. If the going concern basis were not appropriate, material adjustments may be necessary in the carrying amounts and/or classification of assets and liabilities and losses reported in these Interim Financial Statements.

**Note 2. Basis of Preparation**

These Interim Financial Statements have been prepared in accordance with IFRS applicable to interim financial statements including International Accounting Standard 34 ‘Interim Financial Reporting’ (“IAS 34”) as issued by the International Accounting Standards Board (the “IASB”), and were approved by the Board of Directors on November 17, 2016. These Interim Financial Statements should be read in conjunction with the audited consolidated financial statements for the year ended December 31, 2015, which were also prepared in accordance with IFRS.

These Interim Financial Statements include the accounts of CPM and its wholly-owned Canadian subsidiary, Peak Minerals Canada Limited (“Peak Minerals Canada”). Peak Minerals Canada’s accounts include those of its wholly-owned U.S. subsidiary, Peak Minerals Inc. (“Peak Minerals”). All intercompany accounts and transactions have been eliminated on consolidation. All amounts, unless specifically indicated otherwise, are presented in U.S. (“US”) dollars.

These Interim Financial Statements have been prepared under the historical cost convention, except in the case of fair value of certain items.

**Crystal Peak Minerals Inc. (formerly EPM Mining Ventures Inc.)**  
**Notes to the Condensed Interim Consolidated Financial Statements**  
**For the Three and Nine Months Ended September 30, 2016**  
**(Unaudited and Expressed in US Dollars)**

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**Note 3. Summary of Significant Accounting Policies**

These Interim Financial Statements have been prepared using the same accounting policies and methods of application as those disclosed in Note 2 to CPM's audited consolidated financial statements for the year ended December 31, 2015.

New Standards and Interpretations Not Yet Adopted

The following standard is effective for annual periods beginning after January 1, 2018, and has not yet been applied in preparing these Interim Financial Statements: in July 2014, the IASB issued the final version of IFRS 9, Financial Instruments, bringing together the classification and measurement, impairment and hedge accounting phases of the IASB's project to replace IAS 39, Financial Instruments: Recognition and Measurement. IFRS 9 retains but simplifies the mixed measurement model and establishes two primary measurement categories for financial assets: amortized cost and fair value. IFRS 9 also amends some of the requirements of IFRS 7, Financial Instruments: Disclosures, including added disclosures about investments in equity instruments measured at fair value in other comprehensive income, and guidance on financial liabilities and derecognition of financial instruments. This standard becomes effective for annual periods beginning on or after January 1, 2018, and management does not currently anticipate the early adoption of the standard.

**Note 4. Critical Accounting Estimates and Judgments**

The preparation of financial statements in conformity with IFRS requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities at the date of the financial statements. Estimates and judgments are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. However, uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of the asset or liability affected in future periods.

In preparing these Interim Financial Statements, the significant judgments made by management in applying CPM's accounting policies and the key sources of estimation uncertainty were the same as those that applied to the audited consolidated financial statements for the year ended December 31, 2015.



**Crystal Peak Minerals Inc. (formerly EPM Mining Ventures Inc.)**  
**Notes to the Condensed Interim Consolidated Financial Statements**  
**For the Three and Nine Months Ended September 30, 2016**  
(Unaudited and Expressed in US Dollars)

**Note 5. Interest in Mineral Properties**

The interest in mineral properties balance consists of:

	Acquisition costs	Planning and design	Field operations and expenses	Legal costs and environmental obligations	Technical reports and permitting activities	Total
<b>As of January 1, 2016</b>						
Cost	\$ 22,812,227	\$ 656,302	\$ 10,046,222	\$ 1,197,517	\$ 12,161,951	\$ 46,874,219
Accumulated amortization and impairment	-	-	-	-	-	-
<b>Net book amount</b>	<b>22,812,227</b>	<b>656,302</b>	<b>10,046,222</b>	<b>1,197,517</b>	<b>12,161,951</b>	<b>46,874,219</b>
<b>Nine months ended September 30, 2016</b>						
Opening net book amount	22,812,227	656,302	10,046,222	1,197,517	12,161,951	46,874,219
Additions	140,370	450	790,973	96,372	3,065,047	4,093,212
Exchange differences	15,950	-	-	-	-	15,950
<b>Closing net book amount</b>	<b>22,968,547</b>	<b>656,752</b>	<b>10,837,195</b>	<b>1,293,889</b>	<b>15,226,998</b>	<b>50,983,381</b>
<b>As of September 30, 2016</b>						
Cost	22,968,547	656,752	10,837,195	1,293,889	15,226,998	50,983,381
Accumulated amortization and impairment	-	-	-	-	-	-
<b>Net book amount</b>	<b>\$ 22,968,547</b>	<b>\$ 656,752</b>	<b>\$ 10,837,195</b>	<b>\$ 1,293,889</b>	<b>\$ 15,226,998</b>	<b>\$ 50,983,381</b>
<b>As of January 1, 2015</b>						
Cost	\$ 22,480,628	\$ 654,167	\$ 9,022,229	\$ 1,150,588	\$ 8,631,650	\$ 41,939,262
Accumulated amortization and impairment	-	-	-	-	-	-
<b>Net book amount</b>	<b>22,480,628</b>	<b>654,167</b>	<b>9,022,229</b>	<b>1,150,588</b>	<b>8,631,650</b>	<b>41,939,262</b>
<b>Nine months ended September 30, 2015</b>						
Opening net book amount	22,480,628	654,167	9,022,229	1,150,588	8,631,650	41,939,262
Additions	40,000	450	655,934	39,234	1,740,278	2,475,896
Exchange differences	(46,127)	-	-	-	-	(46,127)
<b>Closing net book amount</b>	<b>22,474,501</b>	<b>654,617</b>	<b>9,678,163</b>	<b>1,189,822</b>	<b>10,371,928</b>	<b>44,369,031</b>
<b>As of September 30, 2015</b>						
Cost	22,474,501	654,617	9,678,163	1,189,822	10,371,928	44,369,031
Accumulated amortization and impairment	-	-	-	-	-	-
<b>Net book amount</b>	<b>\$ 22,474,501</b>	<b>\$ 654,617</b>	<b>\$ 9,678,163</b>	<b>\$ 1,189,822</b>	<b>\$ 10,371,928</b>	<b>\$ 44,369,031</b>

**Crystal Peak Minerals Inc. (formerly EPM Mining Ventures Inc.)**  
**Notes to the Condensed Interim Consolidated Financial Statements**  
**For the Three and Nine Months Ended September 30, 2016**  
**(Unaudited and Expressed in US Dollars)**

**Note 6. Financial Liabilities**

The financial liabilities balance consists of:

	September 30, 2016	December 31, 2015
Borrowings	\$ -	\$ 3,200,000
Repurchase obligation	609,246	380,230
<b>Total financial liabilities</b>	<b>\$ 609,246</b>	<b>\$ 3,580,230</b>

On May 2, 2014, CPM entered into a secured credit agreement with Extract Advisors, LLC and its affiliate, Extract Capital LP (together “Extract”), for a \$2,500,000 loan (the “Extract Loan”). In addition, CPM entered into a secured credit agreement with certain Directors (the “Financing Directors”) for a \$700,000 loan (the “Director Loans” and collectively with the Extract Loan, the “Financing”).

The Extract Loan had a term of 60 months, with 95% of the outstanding principal and interest coming due on May 2, 2016, and had interest at a variable rate equal to the US dollar 12-month LIBOR plus 650 basis points (“bps”) per annum. At CPM’s option, it elected to defer monthly interest and instead paid interest at a rate equal to the US dollar 12-month LIBOR plus 850 bps. LIBOR had a minimum of 200 bps for the purposes of the interest rate calculations.

Additionally, CPM issued to Extract 1,500,000 common shares and 750,000 common share purchase warrants (the “Extract Warrants”). The Extract Warrants have an exercise price of C\$0.36 per common share and are exercisable until May 2, 2019. CPM also provided Extract with a production fee of \$1.70/tonne of production of SOP. The production fee may be repurchased at any time by CPM for \$1,500,000. CPM estimated the current value of this obligation to be \$609,246 at September 30, 2016 (December 31, 2015 - \$380,230).

The Director Loans had a term of 24 months, maturing on May 2, 2016. Interest accrued monthly in arrears and was computed on a monthly basis at a variable rate equal to the US dollar 1-month LIBOR plus 175 bps (“Director’s Rate”) plus 850 bps per annum. The Director’s Rate had a minimum of 200 bps for the purposes of the interest rate calculations. Additionally, CPM issued the Financing Directors an aggregate of 1,050,000 common share purchase warrants (the “Director Warrants”). The Director Warrants had an exercise price of C\$0.36 per common share and expired on May 2, 2016 unexercised.

The fair value of the borrowings component was calculated using a discounted cash flow analysis with a discount rate of 62.5% and is within level 3 of the fair value hierarchy. The fair value of the repurchase obligation for the production fee arrangement was calculated using a discounted cash flows analysis with a discount rate of 62.5% and is within level 3 of the fair value hierarchy. The equity components of the Financing were recognized as the difference between the proceeds received from the Financing and the fair value of the liability component. Transaction costs of \$359,182 were allocated to the liability and equity components in proportion to their initial carrying amounts.

All of the borrowings and interest under the Financings were repaid in May 2016 and the security was released.

**Crystal Peak Minerals Inc. (formerly EPM Mining Ventures Inc.)**  
**Notes to the Condensed Interim Consolidated Financial Statements**  
**For the Three and Nine Months Ended September 30, 2016**  
**(Unaudited and Expressed in US Dollars)**

**Note 7. Share Capital**

*Authorized*

CPM authorized capital consists of unlimited voting common shares without par value, unlimited non-voting common shares without par value and unlimited preference shares without par value.

*Voting and non-voting common shares*

	Number of shares issued		Share capital	
	Voting common	Non-voting common	Voting common	Non-voting common
<b>Balance as at December 31, 2014</b>	<b>111,933,942</b>	<b>2,791,947</b>	<b>50,355,674</b>	<b>906,574</b>
Equity issued pursuant to private placement	34,516,129	-	7,036,983	-
Share issue costs	-	-	(436,124)	-
<b>Balance as at December 31, 2015</b>	<b>146,450,071</b>	<b>2,791,947</b>	<b>56,956,533</b>	<b>906,574</b>
Equity issued pursuant to private placement	12,620,331	-	4,090,537	-
Equity issued pursuant to warrants exercise	34,516,129	-	12,767,323	-
Share issue costs	-	-	(553,248)	-
<b>Balance as at September 30, 2016</b>	<b>193,586,531</b>	<b>2,791,947</b>	<b>\$ 73,261,145</b>	<b>\$ 906,574</b>

On May 29, 2015, CPM closed a private placement with EMR Capital Resources Fund 1, LP (“EMR”), pursuant to which CPM issued EMR 34,516,129 units at C\$0.30 per unit for gross proceeds of \$8,306,652 (C\$10,354,839), with each unit being comprised of one common share and one common share purchase warrant (the “EMR Warrants”). Each of the 34,516,129 EMR Warrants entitled EMR to subscribe for one common share at a price of C\$0.4243 per common share until May 29, 2017. The allocated fair value of the common shares was \$7,036,983. CPM incurred transaction costs totaling \$514,813, of which \$436,124 was allocated to common shares and \$78,689 was allocated to the EMR Warrants. The transaction costs included a 4% success fee of \$332,267 paid to an advisor, as well as legal and other professional fees.

On May 3, 2016, EMR exercised the 34,516,129 EMR Warrants at C\$0.4243 per common share for gross proceeds of \$11,544,806 (C\$14,645,194). The allocated fair value of the EMR Warrants was \$1,269,669 (C\$1,582,734) plus transaction fees.

On May 25, 2016, CPM closed a private placement with EMR, pursuant to which CPM issued EMR 12,620,331 common shares at C\$0.4243 per unit for gross proceeds of \$4,090,537 (C\$5,354,806).

For the exercise of the EMR Warrants and the subsequent private placement with EMR, CPM incurred transaction costs totaling \$553,248, of which \$452,654 was a 4% success fee paid to an advisor.

*Share purchase warrants*

On May 29, 2015, in connection with the private placement with EMR, CPM issued 34,516,129 EMR Warrants to EMR. Each EMR Warrant entitled EMR to subscribe for one common share at a price of C\$0.4243 per common share until May 29, 2017. The EMR Warrants were exercised on May 3, 2016.

The allocated fair value of the EMR Warrants was \$1,269,669. The following table outlines the assumptions used to calculate the fair value of the EMR Warrants:

**Crystal Peak Minerals Inc. (formerly EPM Mining Ventures Inc.)**  
**Notes to the Condensed Interim Consolidated Financial Statements**  
**For the Three and Nine Months Ended September 30, 2016**  
**(Unaudited and Expressed in US Dollars)**

**Black-Scholes option pricing model assumptions**

Market price per common share at date of grant	C\$0.32
Exercise price per common share	C\$0.4243
Risk-free interest rate	0.57%
Expected volatility	69.75%
Expected dividend yield	0%
Expected life (years)	1.00

In conjunction with the Extract Loan, CPM issued 750,000 Extract Warrants to Extract. Each Extract Warrant entitles the holder to acquire one voting common share at a price of C\$0.36 per common share until May 2, 2019. Further, in conjunction with the Director Loans, CPM issued 1,050,000 Director Warrants to the Financing Directors. Each Director Warrant entitled the holder to acquire one voting common share at a price of C\$0.36 per share until May 2, 2016. The Director Warrants expired unexercised.

The fair values of the Extract Warrants and the Director Warrants were used to determine the Financing proceeds allocated to the equity components based on relative fair values. The proceeds allocated to Extract Warrants and the Director Warrants issued in conjunction with the Financing totaled \$74,918, net of tax effects of \$32,108.

The following is a summary of the common share purchase warrants outstanding as at September 30, 2016:

	Weighted average remaining contractual life (yrs)	Number of share purchase warrants	Weighted average exercise price (C\$)
Extract Warrants	2.58	750,000	\$ 0.36
<b>Share purchase warrants outstanding, end of period</b>	<b>2.58</b>	<b>750,000</b>	<b>\$ 0.36</b>

***Share purchase options***

CPM has a stock option plan (the “Option Plan”) whereby the Board of Directors may grant to Directors, officers, employees or consultants options to acquire common shares. The Board of Directors has the authority to determine the limits, restrictions and conditions of common share option grants, and to make all decisions and interpretations relating to the Option Plan. The maximum number of common shares that may be reserved for issuance shall not exceed 10% of the outstanding common shares at the time of grant. Furthermore, the maximum number of common shares that may be reserved for issuance to any one optionee shall not exceed 5% of the outstanding common shares at the time of grant, excepting consultants and investor relations persons which shall not exceed 2% of the outstanding common shares.

The term of any common share option granted may not exceed five years and the exercise price may not be lower than the closing price of CPM’s common shares on the last trading day immediately preceding the date of grant, less any discounts from the closing price allowed by the TSX Venture Exchange. Vesting conditions vary based on the circumstances of the option grant.

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The following table reflects the continuity of common share options for the nine months ended September 30, 2016 and September 30, 2015.

	September 30, 2016		September 30, 2015	
	Number of options	Weighted average exercise price (C\$)	Number of options	Weighted average exercise price (C\$)
<b>Balance, beginning of period</b>	<b>10,023,975</b>	<b>\$ 0.54</b>	<b>7,676,632</b>	<b>\$ 0.61</b>
Granted	3,415,937	0.45	3,925,000	0.42
Forfeited	(937,836)	0.41	(1,062,836)	0.40
Expired	(525,000)	1.81	(489,821)	1.04
<b>Balance, end of period</b>	<b>11,977,076</b>	<b>\$ 0.46</b>	<b>10,048,975</b>	<b>\$ 0.61</b>
<b>Exercisable share purchase options</b>	<b>7,369,473</b>	<b>\$ 0.49</b>	<b>6,644,755</b>	<b>\$ 0.60</b>

A summary of CPM's common share options outstanding as at September 30, 2016 is as follows:

Exercise price per share (C\$)	Weighted average remaining contractual life (yrs)	Number of share purchase options	Weighted average exercise price (C\$)
< \$0.50	3.487	11,052,076	\$ 0.42
0.51 - 1.00	-	-	0.00
1.01 - 1.50	0.512	925,000	1.04
<b>Share purchase options outstanding, end of period</b>	<b>3.258</b>	<b>11,977,076</b>	<b>\$ 0.47</b>

On August 18, 2016, CPM granted 2,515,937 options to CPM Directors, 600,000 options to consultants to CPM and 300,000 options to CPM employees. All options are exercisable over a period of five years at a price of C\$0.45 per common share

Share based compensation for the nine months ended September 30, 2016 was \$125,646 (nine months ended September 30, 2015 – \$132,312), of which \$111,861 (nine months ended September 30, 2015 - \$116,954) was expensed in the consolidated statement of loss and \$13,785 (nine months ended September 30, 2015 - \$15,358) was capitalized in mineral properties. The offsetting credit was recorded as contributed surplus.

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**Note 8. Finance Expense**

Finance expenses for the period were as follows:

	Three months ended		Nine months ended	
	September 30, 2016	September 30, 2015	September 30, 2016	September 30, 2015
Interest expense	\$ -	\$ (95,337)	\$ (137,257)	\$ (282,203)
Accretion	(76,350)	(76,349)	(229,049)	(196,512)
<b>Total finance expenses</b>	<b>\$ (76,350)</b>	<b>\$ (171,686)</b>	<b>\$ (366,306)</b>	<b>\$ (478,715)</b>

**Note 9. Loss Per Share**

Basic loss per share is calculated by dividing the loss attributable to shareholders by the weighted average number of common shares outstanding during the period. CPM's loss per share for the three and nine months ended September 30, 2016 was \$nil (three and nine months ended September 30, 2015 - \$0.01 and \$0.02) and was based on the loss attributable to common shareholders of \$575,763 and \$1,737,285 (three and nine months ended September 30, 2015 - \$716,788 and \$1,268,376), and the weighted average number of common shares outstanding of 193,586,531 and 171,343,181 (three and nine months ended September 30, 2015 - 146,450,071 and 127,611,598). The diluted loss per share did not include the effect of the following securities, as they are anti-dilutive:

As at	September 30, 2016	September 30, 2015
Number of share purchase warrants	750,000	36,316,129
Number of share purchase options	11,977,076	10,048,975
	<b>12,727,076</b>	<b>46,365,104</b>

**Note 10. Income Taxes**

CPM did not have any transactions during the nine months ended September 30, 2016 that triggered the recognition of an income tax recovery or income tax expense.

**Note 11. Related Party Transactions**

CPM's related parties include CPM's subsidiaries, associates, executive and non-executive Directors, senior officers (Chief Executive Officer and Chief Financial Officer), and entities controlled or jointly-controlled by Directors or senior officers.

***Emerald Peak***

In 2011, Peak Minerals acquired a 40% interest in Emerald Peak Minerals, LLC ("Emerald Peak"). Emerald Peak is a privately held company domiciled in Utah, U.S. Lance D'Ambrosio, the Chief Executive Officer and a Director of CPM, and the Estate of Jeff Gentry, a former CPM Director, own the remaining 60% of Emerald Peak. Peak Minerals entered into a commercial agreement with Emerald Peak whereby both parties agreed to commit the acreage associated with the Emerald Peak state leases to development and operation of the Sevier Playa Project by Peak Minerals. Emerald Peak will make no payments for the development of these state leases

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and will receive no net revenues from the production from these state leases – all revenues and costs incurred under the Emerald Peak Agreement will be for the benefit of Peak Minerals. The contract commits Peak Minerals to pay Emerald Peak the greater of \$40,000 per year or a 7.5% overriding royalty on all SOP production allocated to the state leases. In each of the nine months ended September 30, 2016 and September 30, 2015, CPM paid \$40,000 to Emerald Peak in conjunction with the Emerald Peak Agreement. No accounts payable or receivable between the parties existed as at September 30, 2016 or September 30, 2015.

***Officers and Directors***

During the three and nine months ended September 30, 2016 and September 30, 2015, compensation paid or payable to senior officers was as follows:

	Three months ended		Nine months ended	
	September 30, 2016	September 30, 2015	September 30, 2016	September 30, 2015
Short-term salaries and benefits	\$ 89,393	\$ 68,132	\$ 206,588	\$ 225,184
Contractor fees	25,500	17,000	76,500	17,000
Share-based compensation	15,834	18,842	31,571	28,174
<b>Total key management compensation</b>	<b>\$ 130,727</b>	<b>\$ 103,974</b>	<b>\$ 314,659</b>	<b>\$ 270,358</b>

Lance D’Ambrosio, the Chief Executive Officer and a Director of CPM and certain other Directors participated in the Director Loans. Under the terms of the Director Loans the Financing Directors were issued 1,050,000 Director Warrants. The Director Loans were repaid in May 2016 and the Director Warrants expired unexercised. Interest paid on the Director loans in the three and nine months ended September 30, 2016 were \$nil and \$26,084 (three and nine months ended September 30, 2015 - \$18,783 and \$60,872).

***EMR***

On May 29, 2015, CPM closed a private placement with EMR pursuant to which CPM issued EMR 34,516,129 units at C\$0.30 per unit for gross proceeds of \$8,306,652, with each unit being comprised of one common share and one EMR Warrant. Each of the 34,516,129 EMR Warrants entitled EMR to subscribe for one common share at a price of C\$0.4243 per common share until May 29, 2017. On May 3, 2016, EMR exercised the 34,516,129 EMR Warrants for gross proceeds of \$11,544,806. On May 25, 2016, CPM closed a private placement with EMR, pursuant to which CPM issued EMR 12,620,331 common shares at C\$0.4243 per unit for gross proceeds of \$4,090,537 (see Note 7).

**Note 12. Commitments and Contingencies**

***LUMA Minerals LLC***

Dated effective July 15, 2011, Peak Minerals and LUMA entered into a Cooperative Development Agreement (the “LUMA Agreement”) to develop additional federal leases on the Sevier Playa Project that CPM did not control. The LUMA Agreement added approximately 22,012 acres of additional leases to the lands controlled by CPM, bringing the Sevier Playa Project land package total to approximately 124,223 acres. LUMA won their leases as part of the federal Bureau of Land Management (“BLM”) competitive bidding process as second highest bidder when CPM was not permitted to close their leases on more than 96,000 acres, pursuant to federal law.

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Under the LUMA Agreement, both parties will commit the acreage to development and operation by CPM. LUMA will make no payments for the development of its acreage and will receive no net revenues from the production from its acreage – all revenues and costs will be for the benefit of CPM. The LUMA Agreement commits CPM to pay LUMA a 1.25% overriding royalty on all production from, or allocated to, the LUMA leases. In addition to the overriding royalty, the LUMA Agreement also grants LUMA the right to elect either: (i) a cash-only payment of \$2,000,000; or (ii) the number of common shares in CPM equal in value to \$1,000,000, plus \$1,000,000 cash at closing. The closing is conditioned upon and subject to: (a) all necessary approvals of the shareholders and governing boards of Peak Minerals and/or CPM; (b) all necessary approvals of U.S. and Canadian governmental authorities, including securities and exchange and environmental regulatory bodies, BLM, and the Utah School and Institutional Trust Lands Administration (“SITLA”); and (c) all applicable stock exchange rules, regulations, and approvals.

The LUMA Agreement has been renewed annually with one-year extensions, the latest extending the agreement through July 15, 2017.

***Office Lease***

CPM leases office space located in Salt Lake City, Utah pursuant to a lease that expires on July 31, 2017. This lease has been accounted for as operating leases.

The future minimum lease payments are as follows:

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	<b>September 30, 2016</b>
<b>Minimum lease payments as at</b>	
Not later than 1 year	\$ 55,490
	<b>\$ 55,490</b>

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