

# **Second Quarter Report**

June 30, 2016

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August 11, 2016

Dear Shareholders.

We reached a significant milestone in July, as our Assets Under Management ("AUM") surpassed \$10 billion, marking a return to the highest levels in Sprott's history. Our assets have increased by more than \$2.4 billion year-to-date, driven mostly by renewed investor interest in precious metals and alternative income strategies.

Precious metals were one of the top performing asset categories in the first half of 2016 and both our actively managed and exchange-listed strategies in this area have delivered strong results. We are especially pleased with the performance of our actively managed gold and silver funds, which are up more than 100% year-to-date. During the second quarter, we officially launched two key precious metal oriented strategies; our Global Gold Fund and our Private Resource Lending LP. With dedicated teams and value-added strategies, we expect that both will attract institutional investors in the coming quarters.

As sentiment towards precious metals has improved, our exchange-listed businesses have also returned to growth. During the second quarter, we completed a follow-on offering of Sprott Physical Trust units, raising approximately \$108 million. Our ETF business is gaining traction and, in total, our exchange-listed strategies now have \$4.8 billion in AUM. In the diversified fund area, we have several important product launches scheduled for the second half of 2016, including new alternative income and private resource strategies.

Sprott continues to maintain a strong, debt-free balance sheet, of which we utilize a portion to invest in our own strategies alongside clients in a yield-oriented manner, emphasizing liquidity and diversification. We are pleased with the performance of our resource lending portfolio and our proprietary investments portfolio, which generated more than \$17 million in gains during the quarter and over \$29 million in gains year to date.

Over the past two years, we have invested heavily in our diversified alternative asset management platform to position it for future growth. We have incurred the expenses of re-branding Sprott Asset Management, adding new investment talent and launching multiple new strategies. Looking ahead, we believe the majority of the investments in the platform are now complete and our operating expense ratios are expected to gradually decline over time.

On behalf of the Board of Directors and our employees, I thank you for your continued support and look forward to reporting to you on our progress in the months ahead.

Sincerely,

Peter Grosskopf Chief Executive Officer

# Management's Discussion and Analysis Three and six months ended June 30, 2016



#### FORWARD LOOKING STATEMENTS

Certain statements in this Management's Discussion & Analysis ("MD&A"), and in particular the "Business Highlights and Growth Initiatives" and "Outlook" sections, contain forward-looking information (collectively referred to herein as the "Forward-Looking Statements") within the meaning of applicable securities laws. The use of any of the words "expect", "anticipate", "continue", "estimate", "may", "will", "project", "should", "believe", "plans", "intends" and similar expressions are intended to identify Forward-Looking Statements. In particular, but without limiting the forgoing, this MD&A contains Forward-Looking Statements pertaining to: (i) expectations regarding growth and diversification of our product line offerings; (ii) potential for growth for the exchange listed products; (iii) review of the private resources business; (iv) the Company's belief that management fees and interest income will continue to be sufficient to satisfy ongoing operational needs and the Company's belief that it holds sufficient cash and liquid securities to meet any other operating and capital requirements; and (v) the declaration, payment and designation of dividends.

Although the Company believes that the Forward-Looking Statements are reasonable, they are not guarantees of future results, performance or achievements. A number of factors or assumptions have been used to develop the Forward-Looking Statements, including: (i) the impact of increasing competition in each business in which the Company operates will not be material; (ii) guality management will be available; (iii) the effects of regulation and tax laws of governmental agencies will be consistent with the current environment; and (iv) those assumptions disclosed herein under the heading "Significant Accounting Judgments and Estimates". Actual results, performance or achievements could vary materially from those expressed or implied by the Forward-Looking Statements should assumptions underlying the Forward-Looking Statements prove incorrect or should one or more risks or other factors materialize, including: (i) difficult market conditions; (ii) poor investment performance; (iii) performance fee fluctuations; (iv) changes in the investment management industry; (v) risks related to regulatory compliance; (vi) failure to deal appropriately with conflicts of interest; (vii) failure to continue to retain and attract quality staff; (viii) competitive pressures; (ix) corporate growth may be difficult to sustain and may place significant demands on existing administrative, operational and financial resources; (x) failure to execute the Company's succession plan; (xi) foreign exchange risk relating to the relative value of the U.S. dollar; (xii) litigation risk; (xiii) employee errors or misconduct could result in regulatory sanctions or reputational harm; (xiv) failure to implement effective information security policies, procedures and capabilities; (xv) failure to develop effective business resiliency plans; (xvi) failure to obtain or maintain sufficient insurance coverage on favourable economic terms; (xvii) historical financial information is not necessarily indicative of future performance; (xviii) the market price of common shares of the Company may fluctuate widely and rapidly; (xix) risks relating to the Company's proprietary investments; (xx) risks relating to the Company's lending business; (xxi) those risks described under the heading "Risk Factors" in the Company's annual information form dated March 10, 2016; and (xxii) those risks described under the headings "Managing Risk - Financial" and "Managing Risk - Other" in this MD&A. In addition, the payment of dividends is not guaranteed and the amount and timing of any dividends payable by the Company will be at the discretion of the Board of Directors of the Company and will be established on the basis of the Company's earnings, the satisfaction of solvency tests imposed by applicable corporate law for the declaration and payment of dividends, and other relevant factors. The Forward-Looking Statements speak only as of the date hereof, unless otherwise specifically noted, and the Company does not assume any obligation to publicly update any Forward-Looking Statements, whether as a result of new information, future events or otherwise, except as may be expressly required by applicable Canadian securities laws.

#### MANAGEMENT'S DISCUSSION AND ANALYSIS

This MD&A of financial condition and results of operations, dated August 11, 2016, presents an analysis of the consolidated financial condition of Sprott Inc. (the "Company", "we", "us", "our") and its subsidiaries as at June 30, 2016, compared with December 31, 2015, and the consolidated results of operations for the three and six months ended June 30, 2016, compared with the three and six months ended June 30, 2015. The Board of Directors approved this MD&A on August 11, 2016. All note references in this MD&A are to the notes to the Company's June 30, 2016 unaudited interim condensed consolidated financial statements ("interim financial statements"), unless otherwise noted. The Company was incorporated under the Business Corporations Act (*Ontario*) on February 13, 2008.

#### PRESENTATION OF FINANCIAL INFORMATION

The interim financial statements, including the required comparative information, have been prepared in accordance with International Financial Reporting Standards ("IFRS"), specifically IAS 34 Interim Financial Reporting which relates to interim financial reporting as issued by the International Accounting Standards Board ("IASB"). Financial results, including related historical comparatives contained in this MD&A, unless otherwise specified herein, are based on the interim financial statements. The Canadian dollar is the Company's functional and reporting currency for purposes of preparing the interim financial statements given that the Company conducts most of its operations in that currency. Accordingly, all dollar references in this MD&A are in Canadian dollars, unless otherwise specified. The use of the term "prior periods" refers to the three and six months ended June 30, 2015 as applicable.

## **KEY PERFORMANCE INDICATORS (NON-IFRS FINANCIAL MEASURES)**

The Company measures the success of its business using a number of key performance indicators that are not measurements in accordance with IFRS and should not be considered as an alternative to net income (loss) or any other measure of performance under IFRS. Non-IFRS financial measures do not have a standardized meaning prescribed by IFRS and are therefore unlikely to be comparable to similar measures presented by other issuers. Our key performance indicators include:

## Assets Under Management

Assets Under Management ("AUM") refers to the total net assets managed by the Company through its various investment product offerings, managed accounts and managed companies.

## Assets Under Administration

Assets Under Administration ("AUA") refers to assets administered by us, which are beneficially owned by clients in the form of client accounts at broker-dealer subsidiaries of the Company.

## Investment Performance

Investment performance is a key driver of AUM. Growth in AUM resulting from positive investment performance increases the value of the assets managed for clients and the Company, in turn, benefits from higher management fees and the potential for performance fees.

## Net Sales

Sales, net of redemptions, is another key performance indicator as the amount of new assets being added to the total AUM of the Company will lead to higher management fees and can potentially lead to increased performance fee generation given that AUM is also the basis upon which performance fees and carried interests are calculated.

## EBITDA, Adjusted EBITDA and Adjusted base EBITDA

EBITDA in its most basic form is defined as earnings before interest expense, income taxes, depreciation and amortization. EBITDA is a measure commonly used in the investment industry by management, investors and investment analysts in understanding and comparing results by factoring out the impact of different financing methods, capital structures, amortization techniques and income tax rates between companies in the same industry. While other companies, investors or investment analysts may not utilize the same method of calculating EBITDA (or adjustments thereto), the Company believes its **adjusted base EBITDA** metric, in particular, results in a better comparison of the Company's underlying operations against its peers.

Neither EBITDA, adjusted EBITDA or adjusted base EBITDA have standardized meaning under IFRS. Consequently, they should not be considered in isolation, nor should they be used in substitute for, measures of performance prepared in accordance with IFRS.

The following table outlines how our EBITDA measures are determined:

	3 month	s ended	6 month	s ended		
(\$ in thousands)	Jun. 30, 2016	Jun. 30, 2015	Jun. 30, 2016	Jun. 30, 2015		
Net income (loss) for the period	16,946	6,726	18,253	13,663		
Adjustments:						
Interest expense	_	_	_	84		
Provision for income taxes	3,108	1,614	3,658	3,422		
Depreciation and amortization	1,844	1,582	3,741	3,126		
EBITDA	21,898	9,922	25,652	20,295		
Other adjustments:						
Impairment (reversal) of intangibles	_	_	3,006	631		
Impairment of goodwill	_	_	_	_		
(Gains) losses on proprietary investments	(17,629)	(3,449)	(29,115)	(707)		
General loan loss provisions (1)	_	_	_	_		
(Gains) losses on foreign exchange (2)	607	837	7,392	(6,033)		
Non-cash and non-recurring stock-based						
compensation	756	(509)	1,969	(1,120)		
Other (3)	848	336	2,802	1,335		
Adjusted EBITDA	6,480	7,137	11,706	14,401		
Other adjustments:						
Performance fees	(1,146)	(1)	(1,233)	(128)		
Performance fee related expenses	419	_	441	40		
Adjusted base EBITDA	5,753	7,136	10,914	14,313		

<sup>(1)</sup> Adjusted base EBITDA includes specific loan loss provisions of \$0.3 million on a three months ended basis (three months ended 2015 - negative \$0.1 million) and \$0.5 million on a six months ended basis (six months ended 2015 - \$Nil).

<sup>(2) (</sup>Gains) losses on foreign exchange include translation gains and losses relating to U.S. dollar denominated cash, receivable and loan balances.

<sup>(3)</sup> Other category includes transition expenses paid during the period. There were no transition expenses on a three months ended basis (three months ended 2015 - \$0.1 million) and \$0.2 million on a six months ended basis (six months ended 2015 - \$0.4 million). Effective June 30, 2016, the Company began incurring upfront placement fees in the Lending segment. These fees are amortized for EBITDA recognition purposes over the future benefits period. This is contrary to our treatment on the statements of operation prepared using the principles of IFRS (specifically IAS 18). Management believes this IFRS departure is necessary to: (1) more accurately reflect the economics of arrangements with placement agents; and (2) to ensure that future comparative periods post-IFRS 15 transition in 2018 are reported on a consistent basis with that impending new standard.

## **BUSINESS OVERVIEW**

As one of the world's leading global precious metals investors, our long-term commitment to precious metals is both a key competitive advantage and a strategic priority. This is balanced with the objective of building our diversified suite of alternative investment products to sustainable scale. The two-pronged strategy of building a global precious metals franchise, augmented by a diversified alternative investment fund business, better enables us to provide consistent shareholder returns over the long term and through various economic cycles. Over time, it is our belief that our two-pronged strategy will also position us well to take advantage of the continued global shift from conventional investments to alternative investment strategies.

We operate through three primary lines of business:

- (1) Exchange Listed Products
- (2) Diversified Alternative Asset Management
- (3) Private Resources

## **Exchange Listed Products**

This business platform houses the Company's closed-end physical trusts and exchange traded funds ("ETFs"), both of
which are actively traded on public securities exchanges. Sprott Asset Management LP ("SAM") is both the principal
subsidiary and reportable segment through which these products are managed and distributed.

## **Diversified Alternative Asset Management**

 This business platform houses the Company's full suite of public mutual funds, alternative investment strategies and managed accounts. In addition to the management and distribution of exchange-listed products noted above, SAM also manages this diversified products suite.

## **Private Resources**

• This business platform houses the Company's private resource-focused asset management activities. Primary activities include the management of: (1) U.S.-based fixed-term limited partnership vehicles, discretionary managed accounts and private placement activities; (2) direct and indirect resource lending activities via the Company's balance sheet and through limited partnership structures; and (3) private equity style and direct asset investments through managed companies. Specific reportable segments and principal subsidiaries in this line of business are highlighted below:

## Global:

- Resource Capital Investment Corporation ("RCIC")
- Sprott Asset Management USA Inc. ("SAM US")
- Sprott Global Resource Investments Ltd. ("SGRIL")

#### Lending:

Sprott Resource Lending Corp. ("SRLC")

#### Consultina:

- Sprott Consulting LP ("SC") manager of Sprott Resource Corp. ("SRC")
- Toscana Energy Corporation ("TEC"); Toscana Capital Corporation ("TCC") (collectively, "Sprott Toscana")
- Sprott Korea Corporation ("Sprott Korea")

For a detailed account of the underlying principal subsidiaries for the year ended December 31, 2015, within our primary lines of business (as well as our corporate segment) refer to the Company's Annual Information Form and Note 2 of the annual audited financial statements, both of which are available on SEDAR at www.sedar.com.

## **BUSINESS HIGHLIGHTS AND GROWTH INITIATIVES**

## Investment Performance

Market value appreciation during the first half of the year was strong as precious metals and energy assets continue to outperform most major asset classes globally. During the quarter, we experienced \$848 million in market value appreciation and \$1.3 billion on a year-to-date basis. Our exchange listed products line did particularly well given their precious metals concentration. Separately, our gold, energy and alternative credit strategies also contributed to our first half investment performance.

## Product and Business Line Expansion

During the quarter SAM together with Sprott Physical Silver Trust ("PSLV"), completed a follow-on offering of 14.1 million units for gross proceeds of \$108 million.

Also during the quarter, the Company closed on a new lending fund ("Private Resource Lending LP"), raising \$200MM in fund commitments in the process. As at June 30, 2016, none of the committed capital has been drawn, and hence, is not currently part of our total AUM count. Once deployed, the capital will increase the AUM attributable to our private resources line of business.

## **OUTLOOK**

Despite recent robust precious metals markets, the asset management industry in Canada continues to face headwinds as it relates to net sales growth. We continue to believe that the ability to attract and retain AUM in the current environment and beyond will depend on our ability to develop differentiated alternative asset management strategies that are compelling to investors. We believe that our current suite of alternative investment products as well as our upcoming new fund products will enable us to capture increasing market share as investors and advisors continue to shift more of their assets into alternative investment strategies and away from conventional product offerings.

## **SUMMARY FINANCIAL INFORMATION**

(\$ in thousands)	Q2 2016	Q1 2016	Q4 2015	Q3 2015	Q2 2015	Q1 2015	Q4 2014	Q3 2014
SUMMARY INCOME STATEMENT								
Management fees	20,524	19,315	18,504	18,776	19,492	18,563	18,674	20,273
Performance fees	1,146	87	8,703	94	1	127	9,493	470
less: Trailer fees	3,167	3,016	3,060	3,222	3,163	3,133	2,867	3,354
less: Sub-advisor fees	1,107	1,144	6,411	1,127	892	803	6,401	975
Net Fees	17,396	15,242	17,736	14,521	15,438	14,754	18,899	16,414
Commissions	4,478	1,133	1,515	1,940	1,478	2,075	1,400	2,013
Interest income	3,900	3,950	4,122	3,953	3,807	6,832	5,687	5,327
Gains (losses) on proprietary investments	17,629	11,486	(1,128)	(9,399)	3,450	(2,742)	(7,156)	(4,157)
Other income (loss)	1,250	(4,292)	6,075	10,955	250	8,565	4,701	4,304
Total Net Revenues	44,653	27,519	28,320	21,970	24,423	29,484	23,531	23,901
Compensation	11,589	9,231	11,774	7,773	7,620	10,882	10,113	9,882
Stock-based compensation	1,382	1,858	770	773	186	247	910	196
Selling, general and administrative	7,914	7,263	7,855	7,484	5,944	5,806	5,705	5,579
Loan loss provisions (recoveries)	346	192	5,351	3,866	(131)	132	134	134
Amortization and impairment charges	1,844	4,903	4,806	41,615	1,582	2,175	3,879	1,536
Other expenses	1,524	2,215	3,077	3,209	882	1,497	638	_
Total Expenses	24,599	25,662	33,633	64,720	16,083	20,739	21,379	17,327
Net Income (Loss)	16,946	1,307	(4,104)	(49,190)	6,726	6,937	(363)	4,502
Net Income (Loss) per share (basic & diluted)	0.07	0.01	(0.02)	(0.20)	0.03	0.03	0.00	0.02
Adjusted base EBITDA	5,753	5,161	(205)	2,454	7,136	7,177	8,849	8,254
Adjusted base EBITDA per share (basic & diluted)	0.02	0.02	0.00	0.01	0.02	0.03	0.04	0.03
SUMMARY BALANCE SHEET								
Total Assets	428,209	412,547	433,876	439,637	497,818	453,895	481,277	448,040
Total Liabilities	67,059	61,987	75,634	69,222	74,537	27,739	62,665	25,889
Cash	111,252	92,496	107,622	124,093	145,366	119,646	120,774	88,706
less: syndicate cash holdings	(2,675)	(1,093)	(459)	(1,097)	(4,411)	(1,893)	(109)	(74)
Net cash	108,577	91,403	107,163	122,996	140,955	117,753	120,665	88,632
Proprietary investments	152,059	133,603	136,809	139,634	134,849	94,902	132,112	109,530
less: obligations related to securities sold short	(38,641)	(31,653)	(40,191)	(42,992)	(37,944)	(10,792)	(19,520)	_
Net proprietary investments	113,418	101,950	96,618	96,642	96,905	84,110	112,592	109,530
Loans receivable *	81,638	101,253	100,802	89,035	89,279	109,433	121,909	123,646
Investable Capital	303,633	294,606	304,583	308,673	327,139	311,296	355,166	321,808
ASSETS UNDER MANAGEMENT								
Exchange Listed Products	4,829,986	4,169,716	2,958,779	3,076,458	3,195,543	3,392,087	3,073,948	3,092,051
Diversified Alternative Asset Management	3,816,298	3,476,701	3,328,220	3,202,390	3,378,695	3,226,247	2,762,948	2,911,007
Private Resources	1,154,718	1,153,099	1,139,030	1,155,249	1,226,548	1,199,055	1,190,494	1,359,961
Total Enterprise AUM	9,801,002	8,799,516	7,426,029	7,434,097	7,800,786	7,817,389	7,027,390	7,363,019

<sup>\*</sup> In prior periods the loan receivable balances included a long-term receivable recorded in other assets for Investable Capital calculation and reporting purposes. This item is now excluded to better align with the on-balance sheet presentation. The balances were not material.

## FINANCIAL HIGHLIGHTS

For the three and six months ended June 30, 2016

- AUM was \$9.8 billion, which increased by \$2.4 billion (32%) from December 31, 2015 and by \$2.0 billion (26%) from June 30, 2015. The increase in AUM on a three and six months ended basis was mainly due to the successful closure of the Central GoldTrust ("GTU") acquisition in the first quarter, a follow-on offering of Sprott Physical Silver Trust units in the current quarter and strong market value appreciation across most product lines. Average AUM on a three and six months ended basis was \$9.3 billion and \$8.9 billion, respectively, which increased \$1.4 billion (18%) and \$1.2 billion (15%), respectively, from the prior periods.
- Total revenues were \$48.9 million on a three months ended basis and \$80.6 million on a six months ended basis, reflecting an increase of \$20.5 million (72%) and \$18.7 million (30%), respectively, from the prior periods.
- Total expenses (excluding non-recurring non-cash charges) were \$28.9 million on a three months ended basis and \$55.7 million on a six months ended basis, reflecting an increase of \$8.7 million (43%) and \$11.5 million (26%), respectively, from the prior periods.
- Net income was \$16.9 million (\$0.07 per share) on a three months ended basis and \$18.3 million (\$0.07 per share) on a six months ended basis, reflecting an increase of \$10.2 million and \$4.6 million (34%), respectively, from the prior periods.
- Adjusted base EBITDA was \$5.8 million (\$0.02 per share) on a three months ended basis and \$10.9 million (\$0.04 per share) on a six months ended basis reflecting a decrease of \$1.4 million (19%) and 3.4 million (24%), respectively, from the prior periods.
- Investable capital stood at \$303.6 million, reflecting a \$1.0 million decrease from December 31, 2015.

## **RESULTS OF OPERATIONS**

For the three and six months ended June 30, 2016

## Assets Under Management, Investment Performance and Net Sales

Breakdown of AUM by investment product type:

	Jun. 30,	2016	Jun. 30,	2015	
Product Type	\$ (in millions)	% AUM	\$ (in millions)	% AUM	
Exchange Listed Products (1)	4,830	49%	3,196	41%	
Diversified Alternative Asset Management:					
Mutual Funds (1)	2,638	27%	2,400	31%	
Alternative Investment Funds	1,107	11%	929	12%	
Managed Accounts	71	1%	49	1%	
Private Resources:					
Fixed-term limited partnerships	364	4%	348	4%	
Managed Companies	662	7%	756	10%	
Managed Accounts	129	1%	123	2%	
Total Enterprise AUM	9,801	100%	7,801	100%	

Breakdown of AUM movements on a quarter-to-date basis by investment product type:

•	,	•	71		
\$ (in millions)	AUM Mar. 31, 2016	Net Sales / (Redemptions)	Net Market Value Change	Acquisitions / (Divestitures)	AUM Jun. 30, 2016
Exchange Listed Products (1)	4,170	151	509	_	4,830
Diversified Alternative Asset Management:					
Mutual Funds (1)	2,449	(27)	216	_	2,638
Alternative Investment Funds	958	40	109	_	1,107
Managed Accounts	69	(12)	14	_	71
Private Resources					
Fixed Term Limited Partnerships	333	_	31	_	364
Managed Companies	707	_	(45)	_	662
Managed Accounts	113	_	16	_	129
Total Enterprise AUM	8,799	152	850	_	9,801

Breakdown of AUM movements on a year-to-date basis by investment product type:

\$ (in millions)	AUM Dec. 31, 2015	Net Sales / (Redemptions)	Net Market Value Change	Acquisitions / (Divestitures)	AUM Jun. 30, 2016
Exchange Listed Products (1)	2,959	(12)	811	1,072	4,830
Diversified Alternative Asset Management:					
Mutual Funds (1)	2,400	(3)	241	_	2,638
Alternative Investment Funds	892	50	165	_	1,107
Managed Accounts	35	13	23	_	71
Private Resources					
Fixed Term Limited Partnerships	335	_	29	_	364
Managed Companies	701	_	(39)	_	662
Managed Accounts	104	_	25	_	129
Total Enterprise AUM	7,426	48	1,255	1,072	9,801

<sup>(1)</sup> Prior to 2016, the "Bullion Funds" category combined Physical Trusts as well as Bullion Mutual Funds. Bullion Mutual Funds are now part of the "Mutual Funds" category while the Physical Trusts have been combined with ETFs as part of the "Exchange Listed Products" category. Prior periods have been restated accordingly.

## Revenues

Management fees net of trailers and sub-advisor fees were \$16.3 million on a three months ended basis and \$31.6 million on a six months ended basis, reflecting an increase of \$0.8 million (5%) and \$1.5 million (5%), respectively, from the prior periods. The increase was largely due to an increase in the average AUM of our exchange listed products and diversified alternative asset management funds, partially offset by a slight decrease in the average AUM of managed companies in our private resources businesses. Gross management fees as a percentage of average AUM were 1% on a three and six months ended basis, largely unchanged from the prior periods.

Performance fees were \$1.1 million on a three months ended basis and \$1.2 million on a six months ended basis, reflecting an increase of \$1.1 million and \$1.0 million, respectively from the prior periods. Performance fees were generated from a seeded fund investment in SAM.

Commission revenues were \$4.5 million on a three months ended basis and \$5.6 million on a six months ended basis, reflecting an increase of \$3.0 million and \$2.1 million (58%), respectively, from the prior periods. The increase was due to improved client trading and private placement activity in SGRIL and Sprott Private Wealth ("SPW").

Interest income was \$3.9 million on a three months ended basis and \$7.9 million on a six months ended basis. Interest income remained largely unchanged on a three months ended basis but decreased \$2.8 million (26%) on a six months ended basis. The decrease on a six months ended basis was due to lower interest paying average loan balances, coupled with the inclusion in last year's results of fee income on the early termination of a loan facility in our Lending business.

Returns on proprietary investments were \$17.6 million on a three months ended basis and \$29.1 million on a six months ended basis, reflecting an increase of \$14.2 million and \$28.4 million, respectively from the prior periods. Gains were due to significant market value appreciation in resource and precious-metals focused seed investments of our diversified alternative asset management business, private resources business (primarily the Global and Lending segments), as well as on equity holdings in the Corporate segment.

Other income was \$1.3 million on a three months ended basis and negative \$3.0 million on a six months ended basis reflecting an increase of \$1.0 million and a decrease of \$11.9 million, respectively, from the prior periods. The increase on a three months ended basis was due to lower foreign exchange losses on translation of U.S. dollar denominated cash, receivables and loan balances and higher income earned on certain seeded energy assets. The decrease on a six months ended basis was largely due to foreign exchange losses on translation of U.S. dollar denominated cash, receivables and loan balances compared to material translation gains in the prior period.

## **Expenses**

Changes in specific expense categories are described below:

## Compensation

The table below summarizes the components of compensation:

	For the three r		For the six months ended Jun. 30		
(\$ in thousands)	2016	2015	2016	2015	
Salaries and benefits	7,030	5,622	14,428	11,606	
Discretionary bonus-cash component	3,011	1,069	3,802	4,912	
Commissions	1,357	776	1,979	1,215	
Director's fees	191	68	446	451	
Transition expenses	<del>-</del> 85		165	377	
Compensation (1)	11,589	7,620	20,820	18,561	

<sup>(1)</sup> Discretionary bonus-equity of \$0.6 million on a three months ended basis (June 30, 2015 - \$0.7 million) and \$1.3 million on a six months ended (June 30, 2015 - \$1.5 million) included as part of stock-based compensation on the statements of operations.

Total reported compensation was \$11.6 million on a three months ended basis and \$20.8 million on a six months ended basis, reflecting an increase of \$4.0 million (52%) and \$2.3 million (12%), respectively, from the prior periods. The increase was primarily due to: (1) higher salaries and benefits due to talent acquisition and employee investment costs mostly in the diversified alternative asset management business; (2) a second quarter true-up adjustment to bonus accruals; and (3) higher commissions due to improved client trading and private placement activity in SGRIL and SPW.

## Stock-based compensation

Reported stock-based compensation was \$1.4 million on a three months ended basis and \$3.2 million on a six months ended basis, reflecting an increase of \$1.2 million and \$2.8 million, respectively, from the prior periods. The increase was largely due to the amortization of stock-based compensation attributable to a new long-term incentive compensation plan adopted in the first quarter of this year. The new plan includes a transition to long-term executive compensation through the use of time and performance-based stock options and the reduction of fixed annual compensation. We believe this will better align executive compensation and incentives to that of our shareholders going forward.

## Loan loss provisions

Loan loss provisions were \$0.3 million on a three months ended basis compared to a \$0.1 million reversal in the prior period, and \$0.5 million on a six months ended basis compared to no provision in the prior period. There were no credit loss events in the quarter to provide for, however, given the IFRS requirement to continue accruing non-cash interest on previously impaired loans via the effective interest rate method of accounting, the Company was required to accrue such interest and then take a corresponding provision against the accrued interest amount.

## Selling, general and administrative (SG&A)

SG&A expenses were \$7.9 million on a three months ended basis and \$15.2 million on a six months ended basis, reflecting an increase of \$2.0 million (33%) and \$3.5 million (30%) from the prior periods. The increases were primarily the result of increased marketing and fund operation expenses necessary as a part of our ongoing objective this year to invest in future growth initiatives of our diversified alternatives business.

## Amortization of intangibles

Amortization of intangibles was \$1.6 million on a three months ended basis and \$3.3 million on a six months ended basis, reflecting an increase of \$0.2 million (16%) and \$0.5 million (19%), respectively, from the prior periods. The increase was mainly due to a change in accounting estimate during the first quarter of this year involving certain exchange listed products (physical trusts) previously classified as indefinite life intangibles, which are now being accounted for as finite life intangibles and amortized over their estimated remaining useful life.

Impairment of goodwill and intangibles

The table below provides a break-down of impairment charges incurred:

		months ended . 30	For the six months ended Jun. 30		
(\$ in thousands)	2016	2015	2016	2015	
Carried interest impairment	_	_	_	(631)	
Indefinite life management contract impairment*	_	_	(3,006)	_	
Impairment of goodwill and intangibles	_	_	(3,006)	(631)	

<sup>\*</sup>See Note 4 of the interim financial statements for further details.

Amortization of property and equipment

Amortization of property and equipment was \$0.2 million on a three months ended basis and \$0.5 million on a six months ended basis, which increased slightly from the prior periods.

## Other expenses

Other expenses were \$1.5 million on a three months ended basis and \$3.9 million on a six months ended basis, reflecting an increase of \$0.6 million (73%) and \$1.5 million (61%), respectively, from the prior periods. The increase was mainly due to a placement fee expense on the start-up of the Private Resource Lending LP, partially offset by the reversal of a transaction accrual recorded in SPW in the first quarter.

## Net Income and Adjusted base EBITDA

Net income was \$16.9 million on a three months ended basis and \$18.3 million on a six months ended basis, reflecting an increase of \$10.2 million and \$4.6 million (34%) from the prior periods.

On a three months ended basis, higher net income was due to: (1) higher net management and performance fees; (2) higher commissions; and (3) higher gains on proprietary investments. These higher net revenue items were only partially offset by: (1) higher compensation expenses; (2) placement fees associated with the launch of the new lending fund; and (3) higher SG&A investment in our diversified alternatives business.

On a six months ended basis (excluding impairment charges on intangible assets), higher net income was due to similar factors described above except that lower interest income as well as foreign exchange losses also contributed to the results.

Adjusted base EBITDA was \$5.8 million on a three months ended basis and \$10.9 million on a six months ended basis, reflecting a decrease of \$1.4 million (19%) and \$3.4 million (24%), respectively, from the prior periods. Lower Adjusted base EBITDA in the quarter was due to improved net management fees and commission income, being more than offset by higher compensation and SG&A spend as we continue to investment in our diversified alternatives business. Our six months ended results were impacted in a similar way, however, the year-over-year decline was further amplified by the decline in interest income, as previously described.

## **Balance Sheet**

Cash and cash equivalents were \$111.3 million, an increase of \$3.6 million (3%) from December 31, 2015. The increase was primarily due to cash received from net loan repayments and the sale of proprietary investments. These increases more than offset the payment of prior year payables and dividends.

Fees receivable were \$12.8 million, reflecting a decrease of \$0.7 million (5%) from December 31, 2015. The slight decrease was primarily due to the timing of year-end management and performance fee receipts.

Loans receivable (both current and long-term) were \$81.6 million, reflecting a decrease of \$19.2 million (19%) from December 31, 2015. The decrease was due to the net repayment of loans.

Proprietary investments were \$152.1 million, reflecting an increase of \$15.3 million (11%) from December 31, 2015. The increase was mainly due to a strong market value appreciation of our seeded funds and equity holdings.

Obligations related to securities sold short were \$38.6 million, reflecting a decrease of \$1.6 million (4%) from December 31, 2015. The Company is currently holding \$39.5 million (December 31, 2015 - \$38.5 million) of market-neutral investment strategies by short-selling (December 31, 2015 - \$40.2 million) of related securities positions.

Other assets (both current and long-term) were \$9.1 million, reflecting a decrease of \$15.1 million (62%) from December 31, 2015. The decrease was primarily due to last quarter's reclassification of certain deferred transaction costs related to the GTU exchange offer to the finite life intangible assets account after the successful completion of the transaction.

Intangible assets were \$25.7 million, reflecting an increase of \$10.7 million (72%) from December 31, 2015. The increase was primarily a result of the reclassification described earlier. This was partially offset by impairment charges taken in the first quarter of this year on an indefinite life management contract in SAM.

Goodwill was \$24.7 million, reflecting a decrease of \$1.8 million (7%) from December 31, 2015. The decrease was entirely due to foreign exchange losses on translation of the Company's U.S. dollar denominated goodwill attributable to SAM.

Deferred income tax liabilities (net of deferred income tax assets) were \$1.5 million, reflecting a decrease of \$3.5 million (70%) from December 31, 2015. The net decrease was mainly due to a reduction in transitional partnership income currently taxable in the year.

Accounts payable and accrued liabilities were \$16.9 million, reflecting a decrease of \$6.0 million (26%) from December 31, 2015. The decrease was mainly the result of the payment of previously accrued sub-advisor fees and funding of the EPSP Trust.

Compensation payable was \$5.0 million, reflecting an increase of \$0.7 million (16%) from December 31, 2015. The increase relates to the timing of compensation accruals relative to payouts.

## **REPORTABLE SEGMENTS - BY LINES OF BUSINESS**

## SAM (Exchange Listed Products and Diversified Alternative Asset Management)

Summary Results of Operations:

	3 months ended			6 months ended			
(\$ in thousands)	Jun. 30, 2016	Jun. 30, 2015	% Chg.	Jun. 30, 2016	Jun. 30, 2015	% Chg.	
SUMMARY							
Total revenues	25,889	16,073	61 %	46,142	30,187	53 %	
Total expenses	17,214	13,352	29 %	35,210	26,254	34 %	
Income (loss) before income taxes	8,675	2,721	n/m	10,932	3,933	n/m	
Adjusted base EBITDA	3,340	3,834	(13)%	6,368	7,080	(10)%	
KEY REVENUE LINE ITEMS							
Exchange Listed Products:							
Management fees	4,015	3,331	21 %	8,241	6,822	21 %	
Diversified Alternative Asset Management:							
Management fees	13,792	13,061	6 %	25,804	24,772	4 %	
Performance fees	1,146	1	n/m	1,233	1	n/m	
less: trailer fees	3,641	3,608	1 %	7,113	7,168	n/m	
less: sub-advisor fees	1,107	859	29 %	2,105	1,636	29 %	
Net management and performance fees	10,190	8,595		17,819	15,968		
Investment holdings and other:							
Gains (losses) on proprietary investments	6,590	(565)	n/m	9,744	(2,603)	n/m	
Other income (loss)	339	235	44 %	1,107	1,179	(6)%	
KEY EXPENSE LINE ITEMS							
Compensation	6,249	4,394	42 %	11,014	8,828	25 %	
Selling, general and administrative	4,582	3,481	32 %	8,751	6,496	35 %	
Impairment charges	_		n/m	3,006		n/m	

n/m = not meaningful

#### Three and six months ended:

Total revenues on a three and six months ended basis were \$25.9 million and \$46.1 million, respectively, reflecting an increase of \$9.8 million and \$16.0 million, respectively, from the prior periods. The increases were mainly a result of:

- Management fees: Higher largely due to increased average AUM balances in the physical trusts of our exchange listed products line
  of business as well as increased AUM in the mutual funds and alternative investment strategies of our diversified alternatives business.
- Gains on proprietary investments: Significant market value appreciation in certain seed investments.

Total expenses on a three and six months ended basis were \$17.2 million and \$35.2 million, respectively, reflecting an increase of \$3.9 million and \$9.0 million, respectively, from the prior periods. The increases were mainly a result of:

- Compensation: Higher due to talent acquisition and employee investment costs.
- SG&A: Higher due to marketing and fund related operating expense investments.
- Increases in compensation and SG&A noted above were part of our ongoing objective this year to invest in future growth initiatives of our diversified alternatives business.
- Year-to-date Impairment charges: A charge was recorded in the first quarter of the year on an indefinite life management contract (see Note 4 of the interim financial statements).

Adjusted base EBITDA on a three and six months ended basis, was \$3.3 million and \$6.4 million, respectively, reflecting a decrease of \$0.5 million and \$0.7 million, respectively, from the prior periods. The decrease was mainly due to higher compensation and SG&A spend (which more than offset the increase in net management fees) as we continue to invest in the future growth of the diversified alternatives business this year.

## **GLOBAL (Private Resources)**

Summary Results of Operations:

	3 n	nonths ended		6 months ended			
(\$ in thousands)	Jun. 30, 2016	Jun. 30, 2015	% Chg.	Jun. 30, 2016	Jun. 30, 2015	% Chg.	
SUMMARY							
Total revenues	5,754	2,942	96 %	9,019	5,260	72%	
Total expenses	4,320	3,304	31 %	8,065	7,352	10%	
Income (loss) before income taxes	1,434	(362)	n/m	954	(2,092)	n/m	
Adjusted base EBITDA	1,650	732	n/m	2,070	1,134	83%	
KEY REVENUE LINE ITEMS							
Asset management and private placement activities:							
Management fees	1,819	1,668	9%	3,721	3,709	n/m	
Commissions	3,267	1,342	n/m	4,165	2,045	n/m	
Investment holdings and other:							
Gains (losses) on proprietary investments	627	(88)	n/m	900	(428)	n/m	
Other income (loss)	21	_	n/m	193	(106)	n/m	
KEY EXPENSE LINE ITEMS							
Compensation	2,200	1,570	40 %	3,611	3,063	18%	
Selling, general and administrative	1,078	729	48 %	2,093	1,607	30%	
Impairment charges	_	_	n/m	_	631	n/m	

n/m = not meaningful

## Three and six months ended:

Total revenues on a three and six months ended basis were \$5.8 million and \$9.0 million, respectively, reflecting an increase of \$2.8 million and \$3.8 million, respectively, from the prior periods. The increases were mainly a result of:

- Commissions: Higher commissions due to improved client trading and private placement activity in SGRIL.
- Gains on proprietary investments: Market value appreciation of seeded fixed-term limited partnerships, public equities and share purchase warrants.

Total expenses on a three and six months ended basis were \$4.3 million and \$8.1 million, respectively, reflecting an increase of \$1.0 million and \$0.7 million, respectively, from the prior periods. The increase was mainly a result of:

- Compensation: Higher due to increased commission expense on improved client trading and private placement activity in SGRIL.
- SG&A: Higher due to increased professional fees and trade execution costs.
- Impairment charges: There were no impairment charges in the current periods compared to a carried interest impairment in the first quarter of 2015.
- The higher expenses noted above were only partially offset by lower impairment charges year-over-year (on a six months ended basis).

Adjusted base EBITDA on a three and six months ended basis was \$1.7 million and \$2.1 million, respectively, reflecting an increase of \$0.9 million, from the prior periods. The increase from the prior periods was due to higher management fees and commission income, partially offset by higher compensation and SG&A expenses.

## **LENDING (Private Resources)**

Summary Results of Operations:

	3 n	3 months ended			6 months ended			
(\$ in thousands)	Jun. 30, 2016	Jun. 30, 2015	% Chg.	Jun. 30, 2016	Jun. 30, 2015	% Chg.		
SUMMARY								
Total revenues	4,923	3,559	38 %	8,053	12,986	(38)%		
Total expenses	3,127	1,058	196 %	4,067	4,164	(2)%		
Income (loss) before income taxes	1,796	2,501	(28)%	3,986	8,822	(55)%		
Adjusted base EBITDA	2,116	2,714	(22)%	6,097	6,680	(9)%		
KEY REVENUE LINE ITEMS								
Private resource lending:								
Interest income	3,419	3,375	1 %	6,973	9,731	(28)%		
Investment holdings and other:								
Gains (losses) on proprietary investments	1,597	522	n/m	4,443	(335)	n/m		
Other income (loss)	(93)	(338)	73 %	(3,363)	3,590	n/m		
KEY EXPENSE LINE ITEMS								
Compensation	910	817	11 %	1,422	3,527	(60)%		
Selling, general and administrative	145	244	(41)%	293	377	(22)%		
Other expenses	1,639	_	n/m	_	_	n/m		
Specific loan loss provisions	346	(132)	n/m	538	_	n/m		

n/m = not meaningful

## Three and six months ended:

Total revenues on a three and six months ended basis were \$4.9 million and \$8.1 million, respectively, reflecting an increase of \$1.4 million and a decrease of \$4.9 million respectively, from the prior periods. The increase on a three months ended basis was mainly a result of:

Gains on proprietary investments: Market value appreciation of public equities and share purchase warrants.

The decrease on a six months ended basis was mainly a result of:

- Interest income: Decreased due to lower interest paying average loan balances, coupled with the inclusion in last year's results of fee income on the early termination of a loan facility.
- Other income: Lower as a result of foreign exchange losses on translation of U.S. dollar denominated loans and cash deposits.
- These revenue declines were only partially offset by market value gains on proprietary investment holdings.

Total expenses on a three and six months ended basis were \$3.1 million and \$4.1 million, respectively, reflecting an increase of \$2.1 million and a decrease of \$0.1 million, respectively, from the prior periods. The increase on a three months ended basis was mainly a result of:

- · Other expenses: Placement fees were incurred on the start-up of the Private Resource Lending LP.
- Loan loss provisions: Higher in the quarter, however, unrelated to any new credit risk in the period. It was due to the IFRS requirement
  to continue accruing non-cash interest on previously impaired loans via the effective interest rate method of accounting. The Company
  is required to accrue such non-cash interest and then take a corresponding provision against the accrued interest amount.

The decrease on a six months ended basis was mainly a result of:

Compensation: Lower discretionary bonus accruals.

Adjusted base EBITDA on a three and six months ended basis was \$2.1 million and \$6.1 million, respectively, which decreased \$0.6 million from the prior periods. The decrease on a three months ended basis was due to lower interest income net of loan loss provisions relating to non-cash interest accrual described above. The decrease on a six months ended basis was due to lower interest income, partially offset by lower discretionary bonus accruals as noted above.

## **CONSULTING (Private Resources)**

Summary Results of Operations:

	3 r	3 months ended			6 months ended		
(\$ in thousands)	Jun. 30, 2016	Jun. 30, 2015	% Chg.	Jun. 30, 2016	Jun. 30, 2015	% Chg.	
SUMMARY							
Total revenues	1,266	1,757	(28)%	2,811	3,989	(30)%	
Total expenses	1,403	959	46 %	3,387	2,439	39 %	
Income (loss) before income taxes	(137	798	(117)%	(576)	1,550	(137)%	
Adjusted base EBITDA	(60)	640	(109)%	(135)	1,283	(111)%	
KEY REVENUE LINE ITEMS							
Consulting services to managed companies:							
Management fees	822	1,380	(40)%	1,920	2,649	(28)%	
Performance fees	_	-	_	_	127	(100)%	
Investment holdings and other:							
Other income (loss)	442	371	19 %	888	1,201	(26)%	
KEY EXPENSE LINE ITEMS							
Compensation	473	219	n/m	1,163	405	n/m	
Stock-based compensation	12	(518)		24	(1,112)		
Selling, general and administrative	406		20 %		674	22 %	
Other expenses	500	882	(43)%	1,356	2,395	43 %	

n/m = not meaningful

## Three and six months ended:

Total revenues on a three and six months ended basis were \$1.3 million and \$2.8 million, respectively, reflecting a decrease of \$0.5 million and \$1.2 million, respectively, from the prior periods. The decreases were mainly a result of:

- Management fees: Lower due to a reduction in average AUM in SRC and Sprott Toscana.
- Other income: Slightly higher on a three months ended basis but lower on a six months ended basis due to a decline in royalty income on seeded energy related assets held in proprietary investments.

Total expenses on a three and six months ended basis were \$1.4 million and \$3.4 million, respectively, reflecting an increase of \$0.4 million and \$0.9 million, respectively, from the prior periods. The increases were mainly a result of:

- Compensation: Higher as the prior period results included cash based earn-out expense reversals relating to Sprott Toscana (fully vested on June 30, 2015).
- Stock-based compensation: Higher as the prior period results included equity based earn-out expense reversals relating to Sprott Toscana (fully vested on June 30, 2015).
- The increases noted above were only partially offset by lower operating expenses and depletion charges on seeded energy assets (included in 'Other expenses' in the above table).

Adjusted base EBITDA on a three and six months ended basis was negative \$0.1 million, reflecting a decrease of \$0.7 million and \$1.4 million, respectively, from the prior periods. The decrease was mainly due to a combination of lower management fees and the prior period earn-out reversals previously described.

## **CORPORATE & OTHER**

The Corporate segment provides treasury and shared services to the Company's subsidiaries. Principal subsidiaries in this business platform are Sprott Inc. (non-consolidated; "SII") and Sprott Private Wealth LP ("SPW").

## Summary Results of Operations:

	3 months ended			6 months ended		
(\$ in thousands)	Jun. 30, 2016	Jun. 30, 2015	% Chg.	Jun. 30, 2016	Jun. 30, 2015	% Chg.
SUMMARY						
Total revenues	11,613	4,605	152 %	15,597	10,471	49 %
Total expenses	3,327	1,923	73 %	8,982	5,599	60 %
Income (loss) before income taxes	8,286	2,682	209 %	6,615	4,872	36 %
Adjusted base EBITDA	(1,293)	(784)	(65)%	(3,486)	(1,864)	87 %
KEY REVENUE LINE ITEMS						
Shared services platform and SPW						
Commission income	1,211	136	n/m	1,446	1,508	(4)%
Trailer fee income	568	537	6 %	1,117	1,081	3 %
Interest income	452	396	14 %	821	840	(2)%
Investment holdings and other:						
Gains (losses) on proprietary investments	8,815	3,580	n/m	14,028	4,073	n/m
Other income (loss)	491	(96)	n/m	(1,968)	2,866	n/m
KEY EXPENSE LINE ITEMS						
Compensation	1,757	620	n/m	3,610	2,738	32 %
Stock-based compensation	621	142	n/m	1,702	301	n/m
Selling, general and administrative	1,703	1,153	48 %	3,219	2,537	27 %
Other expenses	(775)	_	n/m	412	11	n/m

n/m = not meaningful

## Three and six months ended:

Total revenues on a three and six months ended basis were \$11.6 million and \$15.6 million, respectively, reflecting an increase of \$7.0 million and \$5.1 million, respectively, from the prior periods. The increase was mainly a result of:

- Commissions: Higher due to increased private placement activity in SPW during the quarter. Commission revenue was down slightly
  on a six months ended basis.
- Gains on proprietary investments: Higher gains due to strong market value appreciation of seeded funds and public equities.
- Increases noted above were partially offset by foreign exchange losses on translation of U.S. dollar denominated receivables and cash deposits on a six months ended basis.

Total expenses on a three and six months ended basis were \$3.3 million and \$9.0 million, respectively, reflecting an increase of \$1.4 million and \$3.4 million, respectively, from the prior periods. The increases were mainly a result of:

- Compensation: Higher due to lower intercompany compensation charges backs.
- Stock-based compensation: Higher due to the amortization of stock-based compensation attributable to a new long-term incentive
  compensation plan in the first quarter of the year. The new plan includes a transition to long-term executive compensation through
  the use of time and performance-based stock options and the reduction of fixed annual compensation. We believe this will better align
  executive compensation and incentives to that of our shareholders going forward.
- SG&A: Higher due to lower intercompany SG&A charges backs.
- Increases noted above were partially offset by the reversal of a transaction expense accrual recorded in SPW in the first quarter.

Adjusted base EBITDA on a three and six months ended basis was negative \$1.3 million and negative \$3.5 million, respectively, reflecting a decrease of \$0.5 million and \$1.6 million, respectively from the prior periods. The decrease was mainly due to lower intercompany compensation and SG&A charge backs, partially offset by higher commission income during the current quarter in SPW.

#### **Dividends**

See Note 10 of the interim financial statements.

## **Capital Stock**

Including the 3.8 million unvested common shares currently held in the EPSP Trust (December 31, 2015 - 4.5 million), total capital stock issued and outstanding was 248.5 million (December 31, 2015 - 248.5 million).

Earnings per share for the current and prior periods have been calculated using the weighted average number of shares outstanding during the respective periods. Basic and diluted earnings per share was \$0.07 on a three and six months ended basis compared to \$0.03 and \$0.06, in the prior periods. Diluted earnings per share reflects the dilutive effect of in-the-money stock options, shares held in the EPSP Trust for the equity incentive plan, estimated earn-out shares being accrued over the earn-out vesting period, and outstanding restricted stock units.

A total of 10.9 million stock options have been issued pursuant to our stock option plan, of which 4.1 million are exercisable and 7.3 million of these options are in the money.

## **Liquidity and Capital Resources**

Management fees and interest income can be projected and forecasted with a higher degree of certainty than performance fees and carried interests, and are therefore used as a base for budgeting and planning by the Company. Management fees and interest income are generally collected monthly or quarterly, which aids the Company's ability to manage cash flow. The Company believes that management fees and interest income will continue to be sufficient to satisfy ongoing operating needs, including expenditures on corporate infrastructure, business development and information systems. In addition, the Company holds sufficient cash and liquid securities to meet any other operating and capital requirements, if any, including its contractual commitments. The nature of the Company's operations ensures that the largest outflows, such as trailer fees and monthly compensation, are correlated with cash inflows such as management fees and interest income.

The Company has an undrawn credit facility with a major Canadian chartered bank in the amount of \$35 million. Amounts may be borrowed under the facility through prime rate loans, or bankers' acceptances. Amounts may also be borrowed in U.S. dollars through base rate loans.

SPW and SAM are required to maintain a minimum amount of regulatory capital calculated in accordance with the rules of the Investment Industry Regulatory Organization of Canada ("IIROC") and of the Ontario Securities Commission ("OSC"), respectively. In addition, SGRIL is registered with the Financial Industry Regulatory Authority ("FINRA") in the United States and is required to maintain a minimum amount of regulatory capital calculated in accordance with the rules of FINRA and the Securities Exchange Commission.

## **Commitments**

Besides the Company's long-term lease agreements, there may be commitments to provide loans arising from the Lending business segment or commitments to make investments in the proprietary investments portfolio of the Company. As at June 30, 2016, the Company had \$13.5 million of loan commitments arising from the Lending business (December 31, 2015 - \$29.3 million) and \$19.3 million of investment purchase commitments in the proprietary investments portfolio (December 31, 2015 - \$Nil).

## **Significant Accounting Judgments and Estimates**

The interim financial statements have been prepared in accordance with IFRS standards in effect as at June 30, 2016, specifically, IAS 34 *Interim Financial Reporting*.

Compliance with IFRS requires the Company to exercise judgment, make estimates and assumptions that affect the reported amount of assets and liabilities and 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. Actual results may vary. Significant accounting judgments and estimates are described in Note 2 of the December 31, 2015 annual audited financial statements and have been applied consistently to the interim financial statements as at and for the three and six months ended June 30, 2016.

## Managing Risk: Financial

## Market risk

The Company separates market risk into three categories: price risk, interest rate risk and foreign currency risk.

#### Price risk

Price risk arises from the possibility that changes in the price of the Company's proprietary investments will result in changes in carrying value or recoverable amount. The Company's revenues are also exposed to price risk since management fees, performance fees and carried interests are correlated with AUM, which fluctuates with changes in the market values of the assets in the funds and managed accounts managed by the Company. Commodity price risk refers to uncertainty of future market values caused by fluctuation in the price of a commodity. The Company may, from time to time: (i) hold certain investments linked to the market prices of precious metals or energy assets; and (ii) enter into certain precious metal loans, where loan repayments are notionally tied to a specific commodity spot price.

#### Interest rate risk

Interest rate risk arises from the possibility that changes in interest rates will adversely affect the value of, or cash flows from, financial instrument assets. The Company's earnings, particularly through its Lending segment, are exposed to volatility as a result of sudden changes in interest rates.

## Foreign currency risk

Foreign currency risk arises from foreign exchange rate movements that could negatively impact either the carrying value of financial assets and liabilities or the related cash flows when translating those balances into Canadian dollars. The Company's primary foreign currency is the United States dollar ("USD"). The Company may employ certain hedging strategies to mitigate foreign currency risk.

## Credit risk

Credit risk is the risk that a borrower will not honor its commitments and a loss to the Company may result. Credit risk generally arises in the Company's loans receivable and proprietary investments areas.

#### Loans receivable

The Company incurs credit risk primarily in the loan portfolio of SRLC. In addition to the relative default probability of SRLC borrowers, credit risk is also dependent on loss given default, which can increase credit risk if the values of the underlying assets securing the Company's loans decline to levels approaching or below the loan amounts. A decrease in commodity prices may delay the development of the underlying security or business plans of the borrower and could adversely affect the value of the Company's security against a resource loan or resource debenture. Additionally, the value of the Company's underlying security in a resource loan or resource debenture can be negatively affected if the actual amount or quality of the commodity proves to be less than originally estimated, or the ability to extract the commodity proves to be more difficult or more costly than originally estimated. During the resource loan and resource debenture origination process, management takes into account a number of factors and is committed to several processes to ensure that this risk is appropriately mitigated.

## Collectability of loans

Besides the above noted measures we take to manage credit risk, the Company will report on credit risk in the notes to the annual financial statements and records loan loss provisions (both specific and general) to ensure the loans are recorded at their estimated recoverable amount (i.e. net of impairment risk we believe to exist as at the balance sheet date and in accordance with IFRS). Actual losses incurred in the loan portfolio could differ materially from our provisions.

#### Proprietary investments

The Company incurs credit risk when entering into, settling and financing various proprietary transactions.

## Other

The majority of accounts receivable relate to management and performance fees receivable from the funds, managed accounts and managed companies managed by the Company. These receivables are short-term in nature and any credit risk associated with them is managed by dealing with counterparties that the Company believes to be creditworthy and by actively monitoring credit exposure and the financial health of the counterparties.

## Liquidity risk

Liquidity risk is the risk that the Company cannot meet a demand for cash or fund its obligations as they come due. The Company's exposure to liquidity risk is minimal as it maintains sufficient levels of liquid assets to meet its obligations as they come due. As part of its cash management program, the Company primarily invests in short-term debt securities issued by the Government of Canada with maturities of less than three months.

The Company's exposure to liquidity risk as it relates to loans receivable arise from fluctuations in cash flows from making loan advances and receiving loan repayments. The Company manages its loan commitment liquidity risk through the ongoing monitoring of scheduled loan fundings and repayments and through its broader treasury risk management program.

Financial liabilities, including accounts payable and accrued liabilities and compensation and employee bonuses payable, are short-term in nature and are generally due within a year.

The Company's management team is responsible for reviewing resources to ensure funds are readily available to meet its financial obligations (e.g. dividend payments) as they come due, as well as ensuring adequate funds exist to support business strategies and operations growth. The Company manages liquidity risk by monitoring cash balances on a daily basis and through its broader treasury risk management program. To meet any liquidity shortfalls, actions taken by the Company could include: syndicating a portion of its loans; slowing its lending activities; cutting its dividend; drawing on available loan facilities; liquidating proprietary investments; and/or issuing common shares.

## Concentration risk

A significant portion of the Company's AUM as well as its proprietary investments and loans are focused on the natural resource sector. In addition, from time-to-time, certain proprietary and loan positions may be concentrated to a material degree in a single position or group of positions.

## Disclosure Controls and Procedures ("DC&P") and Internal Control over Financial Reporting ("ICFR")

Management is responsible for the design and operational effectiveness of DC&P and ICFR in order to provide reasonable assurance regarding the disclosure of material information relating to the Company. This includes information required to be disclosed in the Company's annual filings, interim filings and other reports filed under securities legislation, as well as the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with IFRS.

Consistent with *National Instrument 52-109*, the Company's CEO and CFO evaluate quarterly the DC&P and ICFR. As at June 30, 2016, the Company's CEO and CFO concluded that the Company's DC&P and ICFR were properly designed and were operating effectively. In addition, there were no material changes to ICFR during the quarter.

## Managing Risk: Non-financial

For details around other risks managed by the Company, (e.g. confidentiality of information, conflicts of interest, etc.) refer to the Company's annual report as well as the Annual Information Form available on SEDAR at www.sedar.com.

# Consolidated Financial Statements

Three and six months ended June 30, 2016



## INTERIM CONDENSED CONSOLIDATED BALANCE SHEETS (UNAUDITED)

As at		Jun. 30	Dec. 31
(\$ in thousands of Canadian dollars)		2016	2015
Assets			
Current			
Cash and cash equivalents		111,252	107,622
Fees receivable		12,815	13,531
Loans receivable	(Note 5)	34,481	53,200
Proprietary investments	(Note 3)	152,059	136,809
Other assets	(Note 6)	6,350	8,327
Income taxes recoverable		2,103	1,632
Total current assets		319,060	321,121
Loans receivable	(Note 5)	47,157	47,602
Other assets	(Note 6)	2,740	15,819
Property and equipment, net	, ,	6,057	6,344
Intangible assets	(Note 4)	25,703	14,968
Goodwill	(Note 4)	24,742	26,498
Deferred income taxes	(Note 8)	2,750	1,524
		109,149	112,755
Total assets		428,209	433,876
Liabilities and Shareholders' Equity			
Current			
Accounts payable and accrued liabilities		16,851	22,818
Compensation payable		4,996	4,313
Obligations related to securities sold short	(Note 3)	38,641	40,191
Income taxes payable	,	2,283	1,704
Total current liabilities		62,771	69,026
Deferred income taxes	(Note 8)	4,288	6,608
Total liabilities		67,059	75,634
Shareholders' equity			
Capital stock	(Note 7)	414,694	412,344
Contributed surplus	(Note 7)	39,639	38,749
Deficit		(124,540)	(128,056)
Accumulated other comprehensive income		31,357	35,205
Total shareholders' equity		361,150	358,242
Total liabilities and shareholders' equity		428,209	433,876
	(AL ( 40)		

Commitments and provisions

(Note 12)

See accompanying notes

Eric Sprott Director James Roddy Director

# INTERIM CONDENSED CONSOLIDATED STATEMENTS OF OPERATION (UNAUDITED)

	For the three	months ended	For the six n	nonths ended
	Jun. 30	Jun. 30	Jun. 30	Jun. 30
(\$ in thousands of Canadian dollars, except for per share amounts)	2016	2015	2016	2015
Revenues				
Management fees	20,524	19,492	39,839	38,055
Performance fees	1,146	1	1,233	128
Commissions	4,478	1,478	5,611	3,553
Interest income	3,900	3,807	7,850	10,639
Gains (losses) on proprietary investments	17,629	3,449	29,115	707
Other income (loss) (Note 6	1,250	250	(3,042)	8,815
Total revenue	48,927	28,477	80,606	61,897
Expenses				
Compensation	11,589	7,620	20,820	18,561
Stock-based compensation (Note 2	•	186	3,240	433
Trailer fees	3,167	3,163	6,183	6,265
Sub-advisor fees	1,107	892	2,106	1,699
Loan loss provisions (recoveries) (Note 8	•	(132)	•	
Selling, general and administrative	7,914	5,944	15,177	11,691
Amortization of intangibles (Note 4		1,389	3,281	2,749
Impairment of intangibles (Note	<b>'</b>		3,006	631
Amortization of property and equipment	238	193	460	377
Other expenses (Note of	1,524	882	3,884	2,406
Total expenses	28,873	20,137	58,695	44,812
Income (loss) before income taxes for the period	20,054	8,340	21,911	17,085
Provision for income taxes (Note 8	3,108	1,614	3,658	3,422
Net income (loss) for the period	16,946	6,726	18,253	13,663
Basic and diluted earnings (loss) per share (Note	0.07	0.03	\$ 0.07	\$ 0.06

See accompanying notes

## INTERIM CONDENSED CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME (LOSS) (UNAUDITED)

	For the three months ended		For the six months ended	
	Jun. 30	Jun. 30	Jun. 30	Jun. 30
(\$ in thousands of Canadian dollars)	2016	2015	2016	2015
Net income for the period	16,946	6,726	18,253	13,663
Other comprehensive income				
Items that may be reclassified subsequently to profit or loss				
Foreign currency translation gain (loss) on foreign operations (taxes of \$Nil)	(284)	(1,250)	(3,848)	6,685
Total other comprehensive income (loss)	(284)	(1,250)	(3,848)	6,685
Comprehensive income	16,662	5,476	14,405	20,348

See accompanying notes

INTERIM CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY (UNAUDITED)

(\$ in thousands of Canadian dollars, other than number of shares)		Number of Shares Outstanding	Capital Stock	Contributed Surplus	Deficit	Accumulated Other Comprehensive Income	Total Equity
At Dec. 31, 2015		243,996,605	412,344	38,749	(128,056)	35,205	358,242
on vesting of equity incentive plan	(Note 7)	706,321	2,350	(2,350)		I	I
Foreign currency translation gain (loss) on foreign operations		I	I	`	I	(3,848)	(3,848)
	(Note 7)	I	I	3,240	I	I	3,240
Dividends declared	(Note 10)	I	I	l	(14,737)	I	(14,737)
Net income			1	I	18,253		18,253
Balance, Jun. 30, 2016		244,702,926	414,694	39,639	(124,540)	31,357	361,150
At Dec. 31, 2014		246,021,326	414,668	42,199	(58,655)	20,400	418,612
Shares acquired for equity incentive plan		(475,838)	(808)	(442)	I	I	(1,250)
Shares released on vesting of equity incentive plan		947,908	4,832	(4,832)	I	I	I
Foreign currency translation gain on foreign operations		I	I	I	I	6,685	6,685
Additional purchase consideration		I	I	l	I	I	I
Stock-based compensation		I	I	433	I	I	433
Shares issued from treasury		1,400	4	(4)		I	I
Dividends declared		I	I	I	(14,862)	I	(14,862)
Net income		I	1	I	13,663	1	13,663
Balance, Jun. 30, 2015		246,494,796	418,696	37,354	(59,854)	27,085	423,281

See accompanying notes

# INTERIM CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS (UNAUDITED)

		⊢or	the	SIX	mont	ths	end	lec
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(\$ in thousands of Canadian dollars)	Jun. 30 2016	Jun. 30 2015
Operating Activities		
Net income for the year	18,253	13,663
Add (deduct) non-cash items:	10,233	13,003
Gains on proprietary investments	(29,115)	(707)
Stock-based compensation	3,240	433
Amortization of property, equipment and intangible assets	3,741	3,126
Impairment of intangible assets	3,006	631
Loan loss provisions	538	_
Deferred income tax recovery	(3,296)	(828)
Current income tax expense	6,954	4,250
Other items	1,721	(10,432)
Income taxes paid	(6,903)	(2,267)
Changes in:	044	0.055
Fees receivable	611	3,255
Loans receivable	18,626	31,345
Accounts payable, accrued liabilities and compensation payable	581 9,235	(7,035) (9,470)
Other assets Cash provided by operating activities	27,192	25,964
	21,192	20,304
Investing Activities	(75 500)	(00,000)
Purchase of proprietary investments	(75,593)	(26,062)
Sale of proprietary investments	84,835	48,541
Purchase of property and equipment	(179) (408)	(116)
Deferred sales commissions paid Internalization of performance fees	(400)	(589) 3,474
Purchase of intangible assets	(17,096)	(404)
Cash provided by (used in) investing activities	(8,441)	24,844
Financing Activities	(0,111)	21,011
Acquisition of common shares for equity incentive plan		(808)
Loan payable (repayment)		(15,000)
Dividends paid	(14,737)	(14,862)
Cash used in financing activities	(14,737)	(30,670)
Effect of foreign exchange on cash balances	(384)	4,454
Net increase in cash and cash equivalents during the period	3,630	24,592
Cash and cash equivalents, beginning of the period	107,622	120,774
Cash and cash equivalents, end of the period	111,252	145,366
Cash and cash equivalents:		
Cash	111,252	141,520
Short-term deposits		3,846
	111,252	145,366
Supplementary disclosure of cash flow information	, <b>.</b>	-,
	2 464	1 001
Amount of interest received during the period	3,461	4,881

See accompanying notes

#### NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)

For the three and six months ended June 30, 2016 and 2015

## 1. CORPORATE INFORMATION

Sprott Inc. (the "Company") was incorporated under the Business Corporations Act (Ontario) on February 13, 2008. Its registered office is at Royal Bank Plaza, South Tower, 200 Bay Street, Suite 2700, Toronto, Ontario M5J 2J1.

## 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

## Statement of compliance

These unaudited interim condensed consolidated financial statements for the three and six months ended June 30, 2016 ("interim financial statements") have been prepared in accordance with IAS 34, *Interim Financial Reporting*. Consequently, they should be read in conjunction with the annual audited consolidated financial statements for the year ended December 31, 2015 ("annual financial statements"), which have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB").

They have been authorized for issue by a resolution of the Board of Directors of the Company on August 11, 2016 and include all subsequent events up to that date.

## Basis of presentation

These interim financial statements have been prepared on a going concern basis and on a historical cost basis, except for financial assets and financial liabilities classified as held-for-trading ("HFT"), designated as fair value through profit or loss ("FVTPL"), or available-for-sale ("AFS"), all of which have been measured at fair value. The financial statements are presented in Canadian dollar and all values are rounded to the nearest thousand (\$000), except when indicated otherwise.

## Principles of consolidation

These interim financial statements of the Company are prepared on a consolidated basis so as to include the accounts of all limited partnerships and corporations the Company is deemed to control under IFRS. Controlled limited partnerships and corporations ("subsidiaries") are consolidated from the date the Company obtains control. All intercompany balances with subsidiaries are eliminated upon consolidation. Subsidiary financial statements are prepared over the same reporting period as the Company's and are based on accounting policies consistent with that of the Company.

Control exists if the Company has power over the entity, exposure or rights to variable returns from its involvement with the entity and the ability to use its power over the entity to affect the amount of returns the Company receives. In many, but not all instances, control will exist when the Company owns more than one half of the voting rights of a corporation, or is the sole limited and general partner of a limited partnership.

The Company currently controls the following principal subsidiaries:

- Sprott Asset Management LP ("SAM");
- Sprott Private Wealth LP ("SPW");
- Sprott Consulting LP ("SC");
- Sprott Asia LP ("Sprott Asia");
- Sprott Korea Corporation ("Sprott Korea");
- Sprott U.S. Holdings Inc. ("SUSHI"), parent of: (i) Rule Investments Inc. (ii) Sprott Global Resource Investments
  Ltd. ("SGRIL"); (iii) Sprott Asset Management USA Inc. ("SAM US"); and (iv) Resource Capital Investment
  Corporation ("RCIC"). Collectively, the interests of SUSHI are referred to as "Global" in these financial statements;
- Sprott Resource Lending Corp. ("SRLC");
- Toscana Energy Corporation ("TEC") and Toscana Capital Corporation ("TCC") (Collectively, "Sprott Toscana");
- Sprott Genpar Ltd.;
- SAMGENPAR Ltd.; and
- Sprott Inc. 2011 Employee Profit Sharing Plan Trust (the "Trust").

## SPROTT INC.

#### NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)

For the three and six months ended June 30, 2016 and 2015

## Investments in funds

Investments in funds managed by the Company and included in proprietary investments are assessed to determine whether the Company has control, joint control or significant influence. This determination includes consideration of all facts and circumstances relevant to a fund, including the extent of the Company's direct and indirect interests in a fund, the level of compensation to be received from a fund for management and other services provided to it, kick out rights available to other investors and other indicators of power the Company has over a fund. If a fund is determined to be controlled, it will be consolidated by the Company. If a fund is determined to be subject to significant influence, the Company may designate the investment at fair value through profit or loss in accordance with IAS 39 Financial Instruments: Recognition and Measurement ("IAS 39") and as permitted by IAS 28 Investments in Associates and Joint Ventures.

The Company manages a range of funds that take the form of public mutual funds, alternative investment strategies, exchange traded funds, bullion funds and fixed-term limited partnerships, all of which meet the definition of structured entities under IFRS. The principal place of business of the funds is Toronto, Ontario. As at June 30, 2016, assets under management in public mutual funds were \$2.6 billion (December 31, 2015 - \$2.4 billion); alternative investment strategies were \$1.1 billion (December 31, 2015 - \$0.9 billion); exchange listed funds were \$4.8 billion (December 31, 2015 - \$3.0 billion); and fixed-term limited partnerships were \$0.4 billion (December 31, 2015 - \$0.3 billion). The Company had investments in 17 funds (December 31, 2015 - 20) with an average ownership interest of 6% (December 31, 2015 - 10%) across its total fund universe. The Company provides no guarantees against the risk of financial loss to the investors of these investment funds.

## Other accounting policies

All other accounting policies, judgments, and estimates described in the annual financial statements have been applied consistently to these interim financial statements unless otherwise noted.

## SPROTT INC.

#### NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)

For the three and six months ended June 30, 2016 and 2015

## 3. PROPRIETARY INVESTMENTS AND OBLIGATIONS RELATED TO SECURITIES SOLD SHORT

Proprietary investments and obligations related to securities sold short consist of the following (\$ in thousands):

	Jun. 30, 2016	Dec. 31, 2015
Public equities and share purchase warrants	16,195	12,961
Mutual funds and alternative investment strategies*	115,474	106,814
Fixed income securities	3,534	2,520
Private holdings**	16,856	14,514
Total proprietary investments	152,059	136,809
Obligations related to securities sold short***	38,641	40,191

<sup>\*</sup> Investments in mutual funds and alternative investment strategies are primarily managed by SAM or RCIC. As at June 30, 2016, the underlying holdings in these mutual funds and alternative investment strategies primarily consisted of cash and short-term investments of \$4.4 million (December 31, 2015 - \$9.0 million), equities of \$70.7 million (December 31, 2015 - \$43.9 million), short equity positions of \$18.6 million (December 31, 2015 - \$49.8 million), fixed income securities of \$20.1 million (December 31, 2015 - \$59.9 million), bullion of \$Nil (December 31, 2015 - \$3.0 million), loans of \$0.1 million (December 31, 2015 - \$0.1 million).

<sup>\*\*</sup> Private holdings consist of the following investments: (1) private company investments classified as HFT, which have their changes in fair value recorded in the consolidated statements of operation; (2) energy royalties of \$2.8 million (December 31, 2015 - \$3.2 million) classified as AFS investments, which have their changes in fair value recorded as part of the consolidated statements of comprehensive income until such time the asset is either disposed of or is assessed as being impaired, which is based on the estimated future cash flows and expected return from future royalty payments; and (3) working interests in energy properties of \$4.4 million (December 31, 2015 - \$4.9 million) which are recorded at cost, net of depletion and/or impairment charges. As at June 30, 2016, the Company assessed the carrying amount of its working interest in energy properties and its energy royalties by considering changes in future prices, future costs and reserves and identified no indicators of impairment as at the end of the period.

<sup>\*\*\*</sup> On occasion, the Company may employ market-neutral investment strategies that involve an investment in our funds or other publicly listed entities and related securities short sales to hedge market risk. Currently, these strategies have employed \$39.5 million (December 31, 2015 - \$38.5 million) of long positions in investment strategies and \$38.6 million (December 31, 2015 - \$40.2 million) of short positions.

## NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)

For the three and six months ended June 30, 2016 and 2015

## 4. GOODWILL AND INTANGIBLE ASSETS

Goodwill and intangible assets consist of the following (\$ in thousands):

	Goodwill	Fund management contracts - indefinite life	Fund management contracts - finite life	Carried interests	Deferred sales commissions	Total
Cost						
At Dec. 31, 2014	155,435	16,987	26,931	38,184	8,026	245,563
Net additions and (disposals)	_	(3,129)	_	113	1,459	(1,557)
Net exchange differences	27,384	_	4,574	7,316	_	39,274
At Dec. 31, 2015	182,819	13,858	31,505	45,613	9,485	283,280
Net additions and (disposals)	_	_	17,096	_	408	17,504
Transfers*	_	(1,510)	1,510	_	_	_
Net exchange differences	(11,311)		(1,889)	(3,022)		(16,222)
At Jun. 30, 2016	171,508	12,348	48,222	42,591	9,893	284,562
Accumulated amortization and impairment losses						
At Dec. 31, 2014	(105,008)	_	(16,411)	(36,068)	(5,459)	(162,946)
Amortization charge for the year	_	_	(3,712)	(168)	(1,670)	(5,550)
Net impairment charge for the year	(31,709)	(9,342)	(398)	(2,333)	_	(43,782)
Net exchange differences	(19,604)	_	(2,888)	(7,044)	_	(29,536)
At Dec. 31, 2015	(156,321)	(9,342)	(23,409)	(45,613)	(7,129)	(241,814)
Amortization charge for the period	_	_	(2,438)	_	(843)	(3,281)
Net impairment charge for the period	_	(3,006)	_	_		(3,006)
Net exchange differences	9,555	_	1,407	3,022	_	13,984
At Jun. 30, 2016	(146,766)	(12,348)	(24,440)	(42,591)	(7,972)	(234,117)
Net book value at:					,	
Dec. 31, 2015	26,498	4,516	8,096		2,356	41,466
Jun. 30, 2016	24,742	_	23,782		1,921	50,445

<sup>\*</sup>During the first quarter, \$1.5 million (2015: \$Nil) of management contracts were reviewed and subsequently determined to have a change in estimated remaining useful life. Consequently, these management contracts were prospectively reclassified to the finite life category and the Company began amortizing the contracts over the remaining estimated useful life beginning the first quarter.

## SPROTT INC.

#### NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)

For the three and six months ended June 30, 2016 and 2015

Impairment assessment of goodwill

The Company identified six cash generating units ("CGUs") for goodwill impairment assessment and testing purposes: SAM; Global; Lending; Corporate; Consulting; and SPW. Operating segments of the Company substantially align with the CGUs. A full description of our segments can be found in Note 11. As at June 30, 2016, the Company had allocated goodwill of \$24.7 million (December 31, 2015 - \$26.5 million) in the SAM CGU.

In the normal course, goodwill is tested for impairment once per annum, which for the Company is during the fourth quarter of each year. During the first, second and third quarters, goodwill is assessed for indicators of impairment. During the second quarter impairment assessment process, there were no indicators of goodwill impairment in the SAM CGU.

Impairment assessment of indefinite life fund management contracts

In March 31, 2016, the Company determined that the recoverable amount of an indefinite life fund management contract within the SAM CGU was lower than its carrying value. Consequently, an impairment charge of \$3.0 million was recorded in the first quarter (December 31, 2015 - \$Nil) on the Impairment of intangibles line of the consolidated statements of operation. The recoverable amount of the contract was determined using a discounted cash flow value-in-use calculation that discounted relevant cash flows at approximately 15% (pre-tax), the estimated weighted average pre-tax cost of capital of the Company. As at June 30, 2016, the Company had indefinite life fund management contracts (net of impairment and transfers described above) of \$Nil within the SAM CGU (December 31, 2015 - \$4.5 million). There were no indicators of impairment as at June 30, 2016.

Impairment assessment of finite life fund management contracts

As at June 30, 2016, the Company had fixed-term limited partnerships within the Global CGU of \$5.7 million (December 31, 2015 - \$8.1 million) and exchange listed funds within the SAM CGU of \$18.0 million (December 31, 2015 - \$Nil). There were no indicators of impairment as at June 30, 2016.

Impairment assessment of deferred sales commissions

As at June 30, 2016, the Company had deferred sales commissions of \$1.9 million within the SAM CGU (December 31, 2015 - \$2.4 million). There were no indicators of impairment as at June 30, 2016.

#### NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)

For the three and six months ended June 30, 2016 and 2015

## 5. LOANS RECEIVABLE

Components of loans receivable

Loans receivable (which currently consist of resource loans and resource debentures) are reported at their amortized cost using the effective interest method, other than precious metal loans that are designated as FVTPL which are reported at fair value and included in resource loans. Resource loans are reported net of any general or specific loan loss provisions on the Loan loss provisions line of the consolidated statements of operation. Impairment of resource debentures are reported as part of the Gains (losses) on proprietary investments line of the statements of operations. Total carrying value consists of the following (\$ in thousands):

	Jun. 30, 2016	Dec. 31, 2015
Resource loans		
Loan principal	98,111	115,751
Accrued interest*	10	51
Deferred revenue	(7,268)	(7,058)
Amortized cost, before loan loss provisions	90,853	108,744
Loan loss provisions*	(9,215)	(8,951)
Carrying value of resource loans receivable	81,638	99,793
Less: current portion	(34,481)	(52,191)
Total non-current resource loans receivable	47,157	47,602
Resource debentures		
Debenture principal	_	1,000
Accrued interest	_	9
Amortized cost, before impairments	_	1,009
Impairments	_	_
Carrying value of resource debentures receivable	_	1,009
Less: current portion	_	(1,009)
Total non-current resource debentures receivable	_	
Total carrying value of loans receivable	81,638	100,802
Less: current portion	(34,481)	(53,200)
Total carrying value of non-current loans receivable	47,157	47,602

<sup>\*</sup>Certain comparative information has been reclassified to conform with the financial statement presentation adopted in the current period.

Impaired loans, debentures and loan loss provisions

When a loan or debenture is classified as impaired, the original expected timing and amount of future cash flows may be revised to reflect new circumstances. These revised cash flows are discounted using the original effective interest rate to determine the net realizable value of the loan or debenture. Interest income is thereafter recognized on this net realizable value using the effective interest rate. Additional changes to the amount or timing of future cash flows could result in further losses, or the reversal of previous losses, which would also impact the amount of subsequent interest income recognized.

As at June 30, 2016, the Company performed a comprehensive review of each loan and debenture measured at amortized cost in its portfolio to determine the requirement for specific loan loss provisions and debenture impairment charges. There were no credit loss events in the quarter, however, given the IFRS requirement to continue accruing non-cash interest on previously impaired loans via the effective interest rate method of accounting, the Company is required to accrue such interest and take a corresponding provision against the accrued interest amount. In this context, loan loss provisions of

# NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)

For the three and six months ended June 30, 2016 and 2015

\$0.3 million and \$0.5 million, were recorded on a three and six months ended basis, compared to negative \$0.1 million and \$Nil for the prior periods.

Interest income on impaired loans and debentures and the changes in loan loss provision and impairment are as follows (\$ in thousands):

For the six months ended

	Jun. 30, 2016	Jun. 30, 2015
Interest on impaired loans and debentures	538	172
Loan loss provisions and impairments		
Balance, beginning of the year	8,951	3,001
Recovery of resource debenture	_	(1,746)
Disposal of resource debenture	_	(501)
Disposal of real estate loan	_	(754)
Loan loss provisions on resource loan	538	_
Net exchange differences	(274	<u> </u>
Balance, end of period	9,215	_

Sector distribution of loan principal

The following table summarizes the distribution of all of the Company's outstanding loan principal balances by sector:

	Jun. 30, 2016		Dec. 31	, 2015
	Number of Loans	(\$ in thousands)	Number of Loans	(\$ in thousands)
Resource loans				
Metals and mining	7	55,434	7	54,810
Energy and other	5	42,677	7	60,941
Total resource loans principal	12	98,111	14	115,751
Resource debentures				
Energy and other	_	_	1	1,000
Total resource debentures principal	_	_	1	1,000
Total loan principal	12	98,111	15	116,751

#### NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)

For the three and six months ended June 30, 2016 and 2015

# Geographic distribution of loan principal

The following table summarizes the distribution of all of the Company's outstanding loan principal balances by geographic location of the underlying security:

	Jun. 30, 2016		Dec. 31	, 2015
	Number of Loans	(\$ in thousands)	Number of Loans	(\$ in thousands)
Resource loans				
Canada	6	67,455	6	63,456
United States of America	1	1,292	1	4,843
Mexico	_	_	2	12,607
Chile	1	4,199	1	6,919
Brazil	1	1,701	1	2,733
Peru	1	1,809	1	1,937
Romania	1	2,275	1	2,500
South Africa	1	19,380	1	20,756
Total resource loan principal	12	98,111	14	115,751
Resource debentures				
Canada	_	_	1	1,000
Total resource debenture principal	_	_	1	1,000
Total loan principal	12	98,111	15	116,751

# Priority of security charges

All of the Company's loans and debentures are senior secured. As at December 31, 2015, there were 2 resource loans that were second secured and had a carrying value of \$7.1 million. These loans have subsequently been repaid.

## Past due loans that are not impaired

Loans are considered past due once the borrower has failed to make payments within 30 days of the contractual due date. As at June 30, 2016 and December 31, 2015, no loans were past due.

## Loan commitments

As at June 30, 2016, the Company had \$13.5 million in loan commitments (December 31, 2015 - \$29.3 million).

#### NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)

For the three and six months ended June 30, 2016 and 2015

### 6. OTHER ASSETS, INCOME AND EXPENSES

#### Other Assets

Other assets consist primarily of: (1) \$2.6 million (December 31, 2015 - \$4.0 million) in proceeds receivable on the past sale of an investment; (2) receivables of \$1.8 million (December 31, 2015 - \$1.6 million) from funds and managed companies for which the Company has incurred expenses on their behalf; and (3) royalties and other income receivable of \$0.7 million (December 31, 2015 - \$0.8 million) on energy assets held in our proprietary investments.

Deferred costs of \$11.0 million from December 31, 2015 were reclassified to the finite life fund management contracts category within the SAM CGU subsequent to the successful closing of the exchange offer with *Central GoldTrust* on January 15, 2016.

A\$3.5 million non-interest bearing related party demand note between the Company and Sprott Continental Holding Limited, a company controlled by Eric Sprott, which was outstanding at December 31, 2015 was repaid in full in January 2016.

#### Other Income

Other income on a three months ended basis primarily includes: (1) foreign exchange losses of \$0.6 million (June 30, 2015 - \$0.8 million loss); (2) royalty income on energy related assets held in proprietary investments of \$0.5 million (June 30, 2015 - \$0.6 million); and (3) accretion income on a share receivable.

Other income on a six months ended basis primarily includes: (1) foreign exchange losses of \$7.4 million (June 30, 2015 - \$6.0 million gain); (2) royalty income on energy related assets held in proprietary investments of \$0.9 million (June 30, 2015 - \$1.5 million); and (3) accretion income on a share receivable.

## Other Expenses

Other expenses on a three months end basis relate to: (1) non-recurring transaction accrual reversal in our private resources business (specifically SPW); (2) placement fees of \$1.6 million (June 30, 2015 - \$Nil) were accrued on the start-up of the new Private Resource Lending LP; and (3) energy assets specifically including: (a) operating expenses of \$0.2 million (June 30, 2015 - \$0.2 million); and (b) depletion charges of \$0.3 million (June 30, 2015 - \$0.7 million).

Other expenses on a six months end basis relate to: (1) non-recurring transaction accrual reversal in our private resources business (specifically SPW); (2) placement fees of \$1.6 million (June 30, 2015 - \$Nil) are accrued on the start-up of the new Private Resource Lending LP; and (3) energy assets specifically including: (a) operating expenses of \$0.7 million (June 30, 2015 - \$1.0 million); and (b) depletion charges of \$0.6 million (June 30, 2015 - \$1.4 million).

# NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)

For the three and six months ended June 30, 2016 and 2015

# 7. SHAREHOLDERS' EQUITY

Capital stock and contributed surplus

The authorized and issued share capital of the Company consists of an unlimited number of common shares, without par value.

	Number of shares	Stated value (\$ in thousands)
At Dec. 31, 2014	246,021,326	414,668
Additional purchase consideration	136,064	543
Issuance of share capital on conversion of RSU	1,400	4
Acquired for equity incentive plan	(3,119,030)	(7,750)
Released on vesting of equity incentive plan	956,845	4,879
At Dec. 31, 2015	243,996,605	412,344
Released on vesting of equity incentive plan	706,321	2,350
At Jun. 30, 2016	244,702,926	414,694

Contributed surplus consists of: stock option expense; earn-out shares expense; equity incentive plans' expense; and additional purchase consideration.

	Stated value (\$ in thousands)
At Dec. 31, 2014	42,199
Expensing of EPSP / EIP shares over the vesting period	3,122
Expensing of earn-out shares over the vesting period	(1,146)
Issuance of share capital on share-based consideration	(543)
Issuance of share capital on conversion of RSU	(4)
Released on vesting of common shares for equity incentive plan	(4,879)
At Dec. 31, 2015	38,749
Expensing of Sprott Inc. stock options over the vesting period	1,423
Expensing of EPSP / EIP shares over the vesting period	1,817
Released on vesting of common shares for equity incentive plan	(2,350)
At Jun. 30, 2016	39,639

#### NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)

For the three and six months ended June 30, 2016 and 2015

# Stock option plan

The Company has an option plan (the "Plan") intended to provide incentives to directors, officers, employees and consultants of the Company and its wholly owned subsidiaries. The aggregate number of shares issuable upon the exercise of all options granted under the Plan and under all other stock-based compensation arrangements including the Trust and Equity Incentive Plan ("EIP") cannot exceed 10% of the issued and outstanding shares of the Company as at the date of grant. The options may be granted at a price that is not less than the market price of the Company's common shares at the time of grant. The options vest annually over a three-year period and may be exercised during a period not to exceed 10 years from the date of grant.

There were 1,000,000 and 8,250,000 stock options issued during the three and six months ended June 30, 2016 (three and six months ended June 30, 2015 - Nil).

For valuing share option grants, the fair value method of accounting is used. The fair value of option grants is determined using the Black-Scholes option-pricing model, which takes into account the exercise price of the option, the current share price, the risk-free interest rate, the expected volatility of the share price over the life of the option and other relevant factors. Compensation cost is recognized over the three-year vesting period, assuming an estimated forfeiture rate, with an offset to contributed surplus. When exercised, amounts originally recorded against contributed surplus as well as any consideration paid by the option holder is credited to capital stock.

A summary of the changes in the Plan is as follows:

	Number of options (in thousands)	Weighted average exercise price (\$)
Options outstanding, December 31, 2014	2,650	9.71
Options exercisable, December 31, 2014	2,650	9.71
Options outstanding, December 31, 2015	2,650	9.71
Options exercisable, December 31, 2015	2,650	9.71
Options granted	7,250	2.33
Options granted	1,000	2.73
Options outstanding, June 30, 2016	10,900	4.16
Options exercisable, June 30, 2016	4,100	7.10

Options outstanding and exercisable as at June 30, 2016 are as follows:

Exercise price (\$)	Number of outstanding options (in thousands)	Weighted average remaining contractual life (years)	Number of options exercisable (in thousands)
10.00	2,450	1.8	2,450
4.85	50	3.5	50
6.60	150	4.4	150
2.33	7,250	9.6	1,450
2.73	1,000	9.9	_
2.33 to 10.00	10,900	7.8	4,100

#### NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)

For the three and six months ended June 30, 2016 and 2015

# Equity incentive plan

For employees in Canada, the Trust has been established and the Company will fund the Trust with cash, which will be used by the trustee to purchase: (1) on the open market, common shares of the Company that will be held in the Trust until the awards vest and are distributed to eligible members; or (2) from treasury, common shares of the Company that will be held in the Trust until the awards vest and are distributed to eligible employees; and (3) from time-to-time, purchases from 2176423 Ontario Ltd., a company controlled by Eric Sprott, pursuant to the terms and conditions of a previously announced share transaction. For employees in the U.S. under the EIP plan, the Company will allot common shares of the Company as either: (1) restricted stock; (2) unrestricted stock; or (3) restricted stock units ("RSUs"), the resulting common shares of which will be issued from treasury.

There were 185,186 RSUs issued during the three and six months ended June 30, 2016 (three and six months ended June 30, 2015 - Nil). The Trust purchased no common shares for the three and six months ended June 30, 2016 (three months ended June 30, 2015 - 0.4 million and six months ended June 30, 2015 - 0.5 million).

	Number of common shares
Common shares held by the Trust, December 31, 2014	2,308,993
Acquired	3,119,030
Released on vesting	(956,845)
Unvested common shares held by the Trust, December 31, 2015	4,471,178
Released on vesting	(706,321)
Unvested common shares held by the Trust, June 30, 2016	3,764,857

#### Earn-out shares

In connection with the acquisition of Sprott Toscana, up to an additional 0.1 million common shares of the Company were issued with the achievement of certain earnings targets by Sprott Toscana. In accordance with IFRS 2 Share-based Payment ("IFRS 2"), this potential award carries a service condition with a market performance condition of equal term. As a result, the accounting guidance under IFRS 2 required the Company to initially estimate the number of equity instruments expected to ultimately vest and to assess the fair value of the equity instrument on the grant date. The fair value for each equity instrument was determined using an acceptable valuation model that utilized several significant assumptions including the probability of future dividends, options pricing and discounts for lock-up restrictions. In addition, the valuation model contemplated cash flow assumptions related to future AUM levels and cumulative earnings. The fair value of this share-based award was charged to the consolidated statements of operation over the period of the service condition, being 3 years and was adjusted each reporting period to reflect the best available estimate of the number of equity instruments expected to ultimately vest. Upon issuance of the common shares, the amount equal to the fair value of the shares at the maturity date of the transaction, originally recorded against contributed surplus, was credited to capital stock. On August 18, 2015, 136,064 common shares of the Company were issued to employees of Sprott Toscana.

For the three and six months ended June 30, 2016, the Company recorded share-based compensation expense of \$1.4 million and \$3.2 million, (three months ended June 30, 2015 - \$0.2 million and six months ended June 30, 2015 - \$0.4 million) with a corresponding increase to contributed surplus.

For the three and six months ended June 30, 2016 and 2015

	For the three months ended		For the six months ended	
	Jun. 30, 2016	Jun. 30, 2015	Jun. 30, 2016	Jun. 30, 2015
Earn-out shares	_	(528)	_	(1,139)
Stock option plan	484	_	1,423	_
EPSP / EIP	898	714	1,817	1,572
	1,382	186	3,240	433

# Basic and diluted earnings per share

The following table presents the calculation of basic and diluted earnings (loss) per common share:

	For the three months ended		For the six m	onths ended
	Jun. 30, 2016	Jun. 30, 2015	Jun. 30, 2016	Jun. 30, 2015
Numerator (\$ in thousands):				
Net income (loss) - basic and diluted	16,946	6,726	18,253	13,663
Denominator (Number of shares in thousands):				
Weighted average number of common shares	247,527	247,395	247,527	247,400
Weighted average number of unvested shares purchased by the Trust	(3,766)	(1,731)	(3,771)	(1,559)
Weighted average number of common shares - basic	243,761	245,664	243,756	245,841
Weighted average number of dilutive stock options	673	_	_	_
Weighted average number of unvested shares purchased by the Trust	3,766	1,731	3,771	1,559
Weighted average number of shares issuable under acquisition consideration payable	_	136	_	136
Weighted average number of common shares - diluted	248,200	247,531	247,527	247,536
Net income (loss) per common share				
Basic	0.07	0.03	0.07	0.06
Diluted	0.07	0.03	0.07	0.06

# Capital management

The Company's objectives when managing capital are:

- to meet regulatory requirements and other contractual obligations;
- to safeguard the Company's ability to continue as a going concern so that it can continue to provide returns for shareholders;
- to provide financial flexibility to fund possible acquisitions;
- to provide adequate seed capital for the Company's new product offerings; and
- to provide an adequate return to shareholders through growth in assets under management, growth in management fees and performance fees and return on the Company's invested capital that will result in dividend payments to shareholders.

## NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)

For the three and six months ended June 30, 2016 and 2015

The Company's capital is comprised of equity, including capital stock, contributed surplus, retained earnings (deficit) and accumulated other comprehensive income (loss). SPW is a member of the Investment Industry Regulatory Organization of Canada ("IIROC"), SAM is a registrant of the Ontario Securities Commission ("OSC") and the U.S. Securities and Exchange Commission ("SEC"), SAM US is registered with the SEC and SGRIL is a member of the Financial Industry Regulatory Authority ("FINRA"). As a result, all of these entities are required to maintain a minimum level of regulatory capital. To ensure compliance, management monitors regulatory and working capital on a regular basis. As at June 30, 2016 and 2015, all entities were in compliance with their respective capital requirements.

In the normal course of business, the Company, through its limited partnerships and wholly-owned subsidiaries, generates adequate operating cash flow and has limited capital requirements.

# NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)

For the three and six months ended June 30, 2016 and 2015

# 8. INCOME TAXES

The major components of income tax expense are as follows (\$ in thousands):

	6 month	s ended
	Jun. 30, 2016	Jun. 30, 2015
Current income tax expense		
Based on taxable income of the current period	6,929	4,357
Other	25	(107)
	6,954	4,250
Deferred income tax expense (recovery)		
Total deferred income tax expense	(3,296)	3,716
Total deferred income tax recovery	_	(4,544)
	(3,296)	(828)
Income tax expense reported in the statements of operations	3,658	3,422

Taxes calculated on Company earnings differs from the theoretical amount that would arise using the weighted average tax rate applicable to earnings of the Company as follows (\$ in thousands):

	6 months ended		
	Jun. 30, 2016	Jun. 30, 2015	
Income before income taxes	21,911	17,085	
Tax calculated at domestic tax rates applicable to profits in the respective countries	5,942	4,243	
Tax effects of:			
Non-deductible stock-based compensation	582	_	
Non-taxable capital (gains) and losses	(3,149)	(128)	
Capital losses not benefited	233	2,093	
Goodwill/Intangible impairment	936	_	
Adjustments in respect of previous periods	25	58	
Other temporary differences not benefited	(161)	(505)	
Non-capital losses not previously benefited	(782)	(1,847)	
Rate differences and other	32	(492)	
Tax charge	3,658	3,422	

The weighted average statutory tax rate was 27.1% (June 30, 2015 - 24.8%). This increase was mainly due to increased profitability of the Global segment, which is subject to a higher tax rate than the Canadian operations.

For the three and six months ended June 30, 2016 and 2015

Deferred income taxes reflect the net tax effects of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for income tax purposes. Deferred tax assets are recognized for tax loss carry-forwards to the extent that the realization of the related tax benefit through future taxable profits is probable. The ability to realize the tax benefits of these losses is dependent upon a number of factors, including the future profitability of operations in the jurisdictions in which the tax losses arose. The movement in significant components of the Company's deferred income tax assets and liabilities is as follows (\$ in thousands):

For the six months ended June 30, 2016

			Recognized in other	
	At Dec. 31, 2015	Recognized in income	comprehensive income	At Jun. 30, 2016
Deferred income tax assets				
Other stock-based compensation	3,721	44	_	3,765
Non-capital losses	190	177	_	367
Other	282	(228)	_	54
Total deferred income tax assets	4,193	(7)	_	4,186
Deferred income tax liabilities				
Fund management contracts	3,700	(774)	(250)	2,676
Deferred sales commissions	624	(115)	_	509
Unrealized gains	4	1,727	_	1,731
Transitional partnership income	3,680	(3,680)	_	_
Proceeds receivable	1,396	(479)	_	917
Other	(127)	18	_	(109)
Total deferred income tax liabilities	9,277	(3,303)	(250)	5,724
Net deferred income tax assets (liabilities)	(5,084)	3,296	250	(1,538)

For the year ended December 31, 2015

	At Dec. 31, 2014	Recognized in income	Recognized in other comprehensive income	At Dec. 31, 2015
Deferred income tax assets				
Unrealized losses	8,835	(10,179)	1,344	_
Other stock-based compensation	3,663	70	(12)	3,721
Non-capital losses	1,174	(984)	_	190
Other	1,633	(1,302)	(49)	282
Total deferred income tax assets	15,305	(12,395)	1,283	4,193
Deferred income tax liabilities				
Fund management contracts	7,890	(4,879)	689	3,700
Deferred sales commissions	680	(56)	_	624
Unrealized gains	625	(621)	_	4
Transitional partnership income	6,624	(2,944)	_	3,680
Proceeds receivable	1,396	_	_	1,396
Other	1,368	(1,495)	_	(127)
Total deferred income tax liabilities	18,583	(9,995)	689	9,277
Net deferred income tax assets (liabilities)	(3,278)	(2,400)	594	(5,084)

For the three and six months ended June 30, 2016 and 2015

# 9. FAIR VALUE MEASUREMENTS

The following tables present the Company's recurring fair value measurements within the fair value hierarchy. The Company did not have non-recurring fair value measurements as at June 30, 2016 and December 31, 2015 (\$ in thousands).

Jun. 30, 2016	Level 1	Level 2	Level 3	Total
Recurring measurements:				
Cash and cash equivalents	111,252	_	_	111,252
Public equities and share purchase warrants	7,584	8,611	_	16,195
Mutual funds and alternative investment strategies	66,210	49,264	_	115,474
Fixed income securities	_	2,287	1,247	3,534
Private holdings*	_	_	12,502	12,502
Obligations related to securities sold short	(38,641)	_	_	(38,641)
Total net recurring fair value measurements	146,405	60,162	13,749	220,316
Dec 31 2015	Level 1	Level 2	Level 3	Total
Dec. 31, 2015	Level 1	Level 2	Level 3	Total
Recurring measurements:		Level 2	Level 3	
	Level 1 107,622	Level 2	Level 3	Total 107,622
Recurring measurements:		Level 2	Level 3  — —	
Recurring measurements: Cash and cash equivalents	107,622	_	Level 3 — — — — — —	107,622
Recurring measurements: Cash and cash equivalents Public equities and share purchase warrants	107,622 9,758	— 3,203	Level 3	107,622 12,961
Recurring measurements: Cash and cash equivalents Public equities and share purchase warrants Mutual funds and alternative investment strategies	107,622 9,758	 3,203 40,215	_ _ _	107,622 12,961 106,814
Recurring measurements: Cash and cash equivalents Public equities and share purchase warrants Mutual funds and alternative investment strategies Fixed income securities	107,622 9,758	 3,203 40,215	   1,266	107,622 12,961 106,814 2,520

<sup>\*</sup> Private holdings measured using fair value techniques include: (i) private company investments classified as HFT and foreclosed properties, which have their changes in fair value recorded on the statements of operations; and (ii) energy royalties classified as AFS investments, which have their changes in fair value recorded as part of other comprehensive income.

# NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)

For the three and six months ended June 30, 2016 and 2015

The following tables provides a summary of changes in the fair value of Level 3 financial assets (\$ in thousands):

Changes in the fair value of Level 3 measurements - Jun. 30, 2016

	Dec. 31, 2015	Purchases and reclassifications	Settlements	Net unrealized gains (losses) included in net income	Net realized gains (losses) included in net income	Net realized gains (losses) included in other income	Net realized gains (losses) included in interest income	Jun. 30, 2016
Private holdings	9,652	6,605	(3,659)	(96)	_	_	_	12,502
Fixed income securities	1,266	_	_	(19)	_	_	_	1,247
	10,918	6,605	(3,659)	(115)	_	_	_	13,749

## Changes in the fair value of Level 3 measurements - Dec. 31, 2015

	Dec. 31, 2014	Purchases and reclassifications	Settlements	Net unrealized gains (losses) included in net income	Net realized gains (losses) included in net income	Net realized gains (losses) included in other income	Net realized gains (losses) included in interest income	Dec. 31, 2015
Private holdings	9,280	4,385	(1,282)	(2,731)	_	_	_	9,652
Precious metal loans	5,662	_	(5,854)	_	377	248	(433)	_
Fixed income securities	981	286		(1)	_	_		1,266
	15,923	4,671	(7,136)	(2,732)	377	248	(433)	10,918

During the six months ended June 30, 2016, the Company transferred public equities of \$0.8 million (Dec. 31, 2015 - \$Nil) from Level 2 to Level 1 within the fair value hierarchy due to the release of trading restrictions by the issuer.

The following table presents the valuation techniques used by the Company in measuring Level 2 fair values:

Туре	Valuation Technique
Public equities and share purchase warrants	Fair values are determined using pricing models which incorporate market- observable inputs.
Mutual funds and alternative investment strategies	Fair values are based on the last available Net Asset Value.
Fixed income securities	Fair values are based on independent market data providers or third-party broker quotes.

## NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)

For the three and six months ended June 30, 2016 and 2015

## Financial instruments not carried at fair value

For fees receivable, other assets, accounts payable and accrued liabilities and compensation payable, the carrying amount represents a reasonable approximation of fair value due to their short term maturity.

Loans receivable and debentures had a carrying value of \$81.6 million (Dec. 31, 2015 - \$100.8 million) and a fair value of \$85.3 million (Dec. 31, 2015 - \$100.2 million). Loans receivable and debentures lack an available trading market, are not typically exchanged, and have been recorded at amortized cost less impairment. The fair value of resource loans and debentures are measured based on changes in the market price of comparable bonds since the average date that the loans were originated. The Company adjusts the fair value to take into account any significant changes in credit risks using observable market inputs in determining counterparty credit risk. The fair value of loans are not necessarily representative of the amounts realizable upon immediate settlement. The significant inputs used to disclose the fair value of loans and debentures measured at amortized cost would fall under Level 3 of the fair value hierarchy.

## 10. DIVIDENDS

The following dividends were declared by the Company during the six months ended June 30, 2016:

Record date	Payment Date	Cash dividend per share (\$)	Total dividend amount (\$ in thousands)
May 25, 2016 - regular dividend Q1 - 2016	June 8, 2016	0.03	7,454
March 22, 2016 - regular dividend Q4 - 2015	April 5, 2016	0.03	7,283
Dividends (1)			14,737

<sup>(1)</sup> Subsequent to the quarter-end, on Aug 11, 2016, a regular dividend of \$0.03 per common share was declared for the quarter ended June 30, 2016. This dividend is payable on September 6, 2016 to shareholders of record at the close of business on August 23, 2016, and such dividend was an eligible dividend.

For the three and six months ended June 30, 2016 and 2015

#### 11. SEGMENTED INFORMATION

For management purposes, the Company is organized into business units based on its products, services and geographical location and has five reportable segments as follows:

- SAM, which provides asset management services to the Company's branded funds and managed accounts;
- Global, which provides asset management services to the Company's branded funds and managed accounts in the U.S. and also provides securities trading services to its clients;
- Lending, which provides loans to companies in the mining and energy sectors;
- Consulting, which includes the operations of SC, Sprott Toscana and Sprott Korea, the consulting businesses of the Company; and
- Corporate and Other. The Corporate segment provides treasury and shared services to the Company's business
  units and includes the operating results of Sprott Inc. without the effect of consolidating certain subsidiaries. The
  Other segment includes the activities of SPW, the private wealth business of the Company.

Management monitors the operating results of its business units separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on earnings before interest expense, income taxes, amortization and impairment of intangible assets and goodwill, gains and losses on proprietary investments (as if such gains and losses had not occurred), foreign exchange gains and losses, one time non-recurring expenses, non-cash and non-recurring stock-based compensation and performance fees and performance fee related expenses (adjusted base EBITDA).

Adjusted base EBITDA is not a measurement in accordance with IFRS and should not be considered as an alternative to net income or any other measure of performance under IFRS.

Transfer pricing between operating segments is performed on an arm's length basis in a manner similar to transactions with third parties.

The following tables present the operations of the Company's reportable segments (\$ in thousands):

For the three months ended				Jun. 30, 2016			
	SAM	Global	Lending	Consulting	Corporate and Other	Adjustments and Eliminations	Consolidated
Total revenue	25,889	5,754	4,923	1,266	11,613	(518)	48,927
Total expenses	17,214	4,320	3,127	1,403	3,327	(518)	28,873
Pre-tax Income (loss)	8,675	1,434	1,796	(137)	8,286		20,054
Adjusted base EBITDA	3,340	1,650	2,116	(60)	(1,293)	_	5,753
_							
For the three months ended				Jun. 30, 2015			
	SAM	Global	Lending	Consulting	Corporate and Other	Adjustments and Eliminations	Consolidated
Total revenue	16,073	2,942	3,559	1,757	4,605	(459)	28,477
Total expenses	13,352	3,304	1,058	959	1,923	(459)	20,137
Pre-tax Income (loss)	2,721	(362)	2,501	798	2,682	_	8,340
Adjusted base EBITDA	3,834	732	2,714	640	(784)		7,136

For the three and six months ended June 30, 2016 and 2015

For the six months ended				Jun. 30, 2016			
-	SAM	Global	Lending	Consulting	Corporate and Other	Adjustments and Eliminations	Consolidated
Total revenue	46,142	9,019	8,053	2,811	15,597	(1,016)	80,606
Total expenses	35,210	8,065	4,067	3,387	8,982	(1,016)	58,695
Pre-tax Income (loss)	10,932	954	3,986	(576)	6,615	_	21,911
Adjusted base EBITDA	6,368	2,070	6,097	(135)	(3,486)	_	10,914
For the six months ended				Jun. 30, 2015			
	SAM	Global	Lending	Consulting	Corporate and Other	Adjustments and Eliminations	Consolidated
Total revenue	30,187	5,260	12,986	3,989	10,471	(996)	61,897
Total expenses	26,254	7,352	4,164	2,439	5,599	(996)	44,812
Pre-tax Income (loss)	3,933	(2,092)	8,822	1,550	4,872	_	17,085
Adjusted base EBITDA	7,080	1,134	6,680	1,283	(1,864)	_	14,313

Inter-segment revenues and expenses are eliminated on consolidation and reflected in the Adjustments and Eliminations column.

For geographic reporting purposes, transactions are primarily recorded in the location that corresponds with the underlying subsidiary's country of domicile that generates the revenue. The following table presents the revenue of the Company by geographic location (\$ in thousands):

	For the three i	months ended	For the six months ended		
	Jun. 30, 2016	Jun. 30, 2015	Jun. 30, 2016	Jun. 30, 2015	
Canada United States	43,173 5,754	25,535 2,942	71,587 9,019	56,637 5,260	
	48,927	28,477	80,606	61,897	

#### 12. COMMITMENTS AND PROVISIONS

Besides the Company's long-term lease agreement, there may be commitments to provide loans arising from the Lending business or commitments to make investments in the proprietary investments portfolio of the Company. As at June 30, 2016, the Company had \$13.5 million of loan commitments (December 31, 2015 - \$29.3 million) and \$14.0 million investment purchase commitments in the proprietary investments portfolio (December 31, 2015 - \$Nil).

Contingent loss provisions are recorded when it is probable that the Company will incur a loss and the amount of the loss can be reasonably estimated. The Company makes provisions based on current information and the probable resolution of any such proceedings and claims. As at June 30, 2016, no provisions were recognized.

# CORPORATE INFORMATION

## **Head Office**

Sprott Inc.
Royal Bank Plaza, South Tower
200 Bay Street
Suite 2700, P.O. Box 27
Toronto, Ontario M5J 2J1
Telephone: 416.362.7172

Toll Free: 1.888.362.7172

## **Directors & Officers**

Eric S. Sprott, Chairman
Peter Grosskopf, Chief Executive Officer and Director
Jack C. Lee, Lead Director
Rick Rule, Director
James T. Roddy, Director
Marc Faber, Director
Sharon Ranson, Director
Rosemary Zigrossi, Director
Kevin Hibbert, Chief Financial Officer and
Corporate Secretary

# **Transfer Agent & Registrar**

TMX Equity Transfer Services 200 University Avenue, Suite 300 Toronto, Ontario M5H 4H1 Toll Free: 1.866.393.4891 www.tmxequitytransferservices.com

# **Legal Counsel**

Baker & McKenzie LLP Brookfield Place, Suite 2100 181 Bay Street, P.O. Box 874 Toronto, Ontario, Canada M5J 2T3

## **Auditors**

KPMG LLP Bay Adelaide Centre 333 Bay Street, Suite 4600 Toronto, ON M5H 2S5

## **Investor Relations**

Shareholder requests may be directed to Investor Relations by e-mail at ir@sprott.com or via telephone at 416.203.2310 or toll free at 1.877.403.2310

#### Stock Information

Sprott Inc. common shares are traded on the Toronto Stock Exchange under the symbol "SII"

