

CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS For the three and nine months ended December 31, 2016 and 2015 (Expressed in thousands of US dollars, unless otherwise stated) (Unaudited)

### Notice to Readers of the Unaudited Condensed Consolidated Interim Financial Statements For the three and nine months ended December 31, 2016

The unaudited condensed consolidated interim financial statements of Silvercorp Metals Inc. (the "Company") for the three and nine months ended December 31, 2016 (the "Financial Statements") have been prepared by management and have not been reviewed by the Company's independent auditors. The Financial Statements should be read in conjunction with the Company's audited financial statements for the year ended March 31, 2016 which are available at the SEDAR website at www.sedar.com. The Financial Statements are stated in terms of US dollars and are prepared in accordance with International Financial Reporting Standards.

## **Condensed Consolidated Interim Statements of Financial Position**

(Unaudited) (Expressed in thousands of U.S. do	iiui 3)		4 Danamik - :: 24		A + D 4
	Notes	As a	t December 31,		As at March 31
ASSETS	Notes		2016		201
Current Assets					
Cash and cash equivalents	21	\$	66,974	\$	41,963
Short-term investments	21	Ą	30,401	Ą	19,999
Trade and other receivables			1,080		2,041
Inventories			10,546		8,857
Due from related parties	12		88		103
Income tax receivable	12		-		394
Prepaids and deposits			3,577		3,960
rrepards and deposits			112,666		77,317
Non-current Assets					
Long-term prepaids and deposits			698		1,856
Reclamation deposits			4,207		2,301
Investment in an associate	3		3,171		3,133
Other investments	4		1,026		287
Plant and equipment	5		65,313		71,045
Mineral rights and properties	6		203,107		216,080
TOTAL ASSETS	0	\$	390,188	\$	372,019
LIABILITIES AND EQUITY		-	•		
Current Liabilities					
Accounts payable and accrued liabilities		\$	32,741	\$	27,457
Bank Ioan	8		4,317	•	4,657
Mine right fee payable	7		, -		3,970
Deposits received			5,547		5,849
Income tax payable			5,648		-
Due to related parties	12		-		179
			48,253		42,112
Non-current Liabilities					
Mine right fee payable	7		-		5,796
Deferred income tax liabilities			25,128		23,224
Environmental rehabilitation			13,581		14,328
Total Liabilities			86,962		85,460
Equity					
Share capital	9		231,590		230,933
Share option reserve			13,114		12,628
Reserves			25,409		25,409
Accumulated other comprehensive loss	10		(52,985)		(35,994
Retained earnings			29,144		562
Total equity attributable to the equity holders of the Co	ompany		246,272		233,538
Non-controlling interests	11		56,954		53,021
Total Equity			303,226		286,559
TOTAL LIABILITIES AND EQUITY		\$	390,188	\$	372,019
Commitments and contingencies	20				
Approved on behalf of the Board:					
(Signed) David Kong					
Director					
(Signed) Rui Feng					
Director					

## **Condensed Consolidated Interim Statements of Income**

(Unaudited)(Expressed in thousands of U.S. dollars, except numbers for share and per share figures)

		Three Months Er		ded	December 31,		Nine Months End	led	December 31,
	Notes		2016		2015		2016		2015
e.l.,	40(-)		47.000		20.004		420 407	,	00.544
Sales	19(c)	\$	47,838	\$	29,081	\$	129,407	\$	88,514
Cost of sales	13		20,100		19,543		59,136		58,692
Gross profit			27,738		9,538		70,271		29,822
General and administrative	14		3,950		3,140		12,462		13,391
Government fees and other taxes	15		2,410		1,557		5,866		4,753
Foreign exchange gain			(444)		(716)		(536)		(2,113)
Loss on disposal of plant and equipment	5		392		95		457		80
Loss on disposal of a subsidiary	28		-		460		-		460
Share of loss (gain) in associate	3		126		(65)		(160)		(166)
Impairment of plant and equipment and mineral rights and properties			-		-		181		-
Other income			(201)		(65)		(324)		(179)
Income from operations			21,505		5,132		52,325		13,596
Finance income	16		647		517		1,615		1,058
Finance costs	16		(161)		(280)		(685)		(751)
Income before income taxes			21,991		5,369		53,255		13,903
Income tax expense	17		5,353		1,453		14,091		3,237
Net income		\$	16,638	\$	3,916	\$	39,164	\$	10,666
Attributable to:									
Equity holders of the Company		\$	13,115	Ś	3,326	Ś	30,167	Ś	7,856
Non-controlling interests	11	•	3,523		590		8,997		2,810
		\$	16,638	\$	3,916	\$	39,164	\$	10,666
Earnings per share attributable to the equity holders of the Company									
Basic earnings per share		\$	0.08	Ś	0.02	Ś	0.18	\$	0.05
Diluted earnings per share		Ś	0.08	_	0.02	Ś	0.18	_	0.05
Weighted Average Number of Shares Outstanding - Basic		,	167,192,640	ڔ	168,975,392	,	167,048,582	Υ	170,052,392
Weighted Average Number of Shares Outstanding - Diluted			171,284,390		168,975,392		171,115,860		170,052,392
weighted Average Number of Shares Outstanding - Diluted			1/1,284,390		100,975,392		1/1,115,860		1/0,052,392

## **Condensed Consolidated Interim Statements of Comprehensive Income**

(Unaudited) (Expressed in thousands of U.S. dollars)

		Thre	e Months End	ded D	ecember 31,	Ni	ecember 31,	
	Notes		2016		2015		2016	2015
Net income		\$	16,638	\$	3,916	\$	<b>39,164</b> \$	10,666
Other comprehensive loss, net of taxes:								
Items that may subsequently be reclassified to net income or loss:								
Currency translation adjustment, net of tax of \$nil			(11,730)		(7,565)		(20,602)	(15,708)
Share of other comprehensive income (loss) in associate	3		61		-		(12)	-
Items that will not subsequently be reclassified to net income or loss:								
Change in fair value on equity investments designated as FVTOCI, net of tax of \$nil	4		(122)		16		19	(227)
Items reclassified to net income:								
Cumulative translation adjustment upon sale of a subsidiary			-		23		-	23
Other comprehensive loss, net of taxes		\$	(11,791)	\$	(7,526)	\$	<b>(20,595)</b> \$	(15,912)
Attributable to:								
Equity holders of the Company		\$	(9,769)	\$	(6,396)	\$	(16,991) \$	(13,688)
Non-controlling interests	11		(2,022)		(1,130)		(3,604)	(2,224)
		\$	(11,791)	\$	(7,526)	\$	<b>(20,595)</b> \$	(15,912)
Total comprehensive income (loss), net of taxes		\$	4,847	\$	(3,610)	\$	<b>18,569</b> \$	(5,246)
Attributable to:								
Equity holders of the Company		\$	3,346	\$	(3,070)	\$	<b>13,176</b> \$	(5,832)
Non-controlling interests			1,501		(540)		5,393	586
		\$	4,847	\$	(3,610)	\$	<b>18,569</b> \$	(5,246)

## **Condensed Consolidated Interim Statements of Cash Flows**

(Unaudited) (Expressed in thousands of U.S. dolla		Thre	ee Months End	led December 31,	Nine	Nine Months Ended December 3				
	Notes		2016	2015		2016	2015			
Cash provided by										
Operating activities										
Net income		\$	16,638	\$ 3,916	\$	<b>39,164</b> \$	10,666			
Add (deduct) items not affecting cash:		•	ŕ	,	-	, .	,			
Finance costs			161	280		685	751			
Depreciation, amortization and depletion	13, 14		5,463	6,356		16,812	15,733			
Share of loss (gain) in associate	3		126	(65)		(160)	(166)			
Loss on disposal of a subsidiary			-	460			460			
Impairment of plant and equipment and mineral rights and properties			-	-		181	-			
Income tax expense			5,353	1,453		14,091	3,237			
Finance income	16		(647)	(517)		(1,615)	(1,058)			
Loss on disposal of plant and equipment	5		392	95		457	80			
Share-based compensation			214	234		654	742			
Income taxes paid			(1,115)	(224)		(4,030)	(527)			
Interest received			647	517		1,615	1,058			
Interest paid			(853)	-		(954)				
Changes in non-cash operating working capital	21		1,955	(2,919)		8,656	(3,439)			
Net cash provided by operating activities			28,334	9,586		75,556	27,537			
Investing activities				•		-				
Investing activities										
Mineral rights and properties			(4.4.007)	(5.427)		(25 605)	(1 4 1 5 7)			
Capital expenditures			(14,897)	(5,427)		(25,605)	(14,157)			
Plant and equipment			(4.422)	(2.004)		(4.556)	(5.504)			
Additions	_		(1,433)	(2,604)		(4,556)	(5,594)			
Proceeds on disposals	5		19	202		51	232			
Other investments			(702)			(702)				
Acquisition			(782)	- 422		(782)	422			
Proceeds on disposals	4		(4.775)	422		33	422			
Reclamation deposit paid			(1,775)	(202)		(2,160)	(9)			
Net purchases of short-term investments			(5,542)	(203)		(11,518)	5,504			
Proceeds for sale of a subsidiary			<del></del>	11		-	11			
Net cash used in investing activities			(24,410)	(7,599)		(44,537)	(13,591)			
Financing activities										
Related parties										
Payments made			-	(1,587)		-	(1,587)			
Non-controlling interests										
Distribution	11		-	(1,661)		(1,460)	(1,661)			
Cash dividends distributed	9(c)		(1,585)	-		(1,585)	(1,323)			
Proceeds from issuance of common shares			192	-		489	-			
Common shares repurchased as part of normal course issuer bid			-	(419)		-	(1,686)			
Net cash used in financing activities			(1,393)	(3,667)		(2,556)	(6,257)			
Effect of exchange rate changes on cash and cash equivalents			(2,041)	(2,160)		(3,452)	(4,492)			
Increase (decrease) in cash and cash equivalents			490	(3,840)		25,011	3,197			
Cash and cash equivalents, beginning of the period			66,484	67,216		41,963	60,179			
• • • • • • •					,					
Cash and cash equivalents, end of the period		\$	66,974	\$ 63,376	\$	<b>66,974</b> \$	63,376			

## **Condensed Consolidated Interim Statements of Changes in Equity**

(Unaudited) (Expressed in thousands of U.S. dollars, except numbers for share figures)

		Share ca	pital								
	Notes	Number of shares	Amount	Share option reserve		cumulated other comprehensive loss	Retained earnings (deficit)	• •	of c	•	Total equity
Balance, April 1, 2015		170,883,808	\$ 233,513	\$ 11,741	\$ 25,409	\$ (26,697) \$	(5,089)	) \$ 238,8	77 \$	53,634	\$ 292,511
Share-based compensation		-	-	742	-	-	-	7-	12	-	742
Dividends declared		-	-	-	-	-	(685)	(6)	35)	-	(685)
Distribution to non-controlling interests		-	-	-	-	-	-		-	(1,661)	(1,661)
Disposition of non-controlling interests upon											
sale of a subsidiary		-	-	-	-	-	-		-	(773)	(773)
Common shares repurchased as part of normal											
course issuer bid		(2,322,952)	(1,686)	-	-	-	-	(1,6	36)	-	(1,686)
Cumulative translation adjustment realized											
upon sale of a subsidiary		-	-	-	-	23	-		23	-	23
Comprehensive (loss) income		-	-	-	-	(13,711)	7,856	(5,8	55)	586	(5,269)
Balance, December 31, 2015		168,560,856	\$231,827	\$ 12,483	\$ 25,409	\$ (40,385) \$	2,082	\$ 231,4	16 \$	51,786	\$ 283,202
Share-based compensation		-	-	145	-	-	-	1	15	-	145
Common shares repurchased as part of normal											
course issuer bid		(1,714,500)	(894)	-	-	-	-	(8)	94)	-	(894)
Comprehensive income (loss)		-	-	-	-	4,391	(1,520)	) 2,8	71	1,235	4,106
Balance, March 31, 2016		166,846,356	\$ 230,933	\$ 12,628	\$ 25,409	\$ (35,994) \$	562	\$ 233,5	38 \$	53,021	\$ 286,559
Options exercised		460,964	657	(168)	-	-	-	4	39	-	489
Share-based compensation	9(b)	-	-	654	-	-	-	6	54	-	654
Dividends declared	9(c)	-	-	-	-	-	(1,585)	) (1,5	35)	-	(1,585)
Distribution to non-controlling interests	11	-	-	-	-	-	-		-	(1,460)	(1,460)
Comprehensive (loss) income		-	-	-	-	(16,991)	30,167	13,1	76	5,393	18,569
Balance, December 31, 2016		167,307,320	\$ 231,590	\$ 13,114	\$ 25,409	\$ (52,985) \$	29,144	\$ 246,2	72 \$	56,954	\$ 303,226

# Notes to Condensed Consolidated Interim Financial Statements as at December 31, 2016 and for three and nine months ended December 31, 2016 and 2015

(Unaudited)(Expressed in thousands of U.S. dollars, unless otherwise stated)

#### 1. CORPORATE INFORMATION

Silvercorp Metals Inc., along with its subsidiary companies (collectively the "Company"), is engaged in the acquisition, exploration, development, and mining of precious and base metal mineral properties. The Company's producing mines and other current exploration and development projects are in China.

The Company is a publicly listed company incorporated in Canada with limited liability under the legislation of the Province of British Columbia. The Company's shares are listed on the Toronto Stock Exchange.

The head office, registered address and records office of the Company are located at 200 Granville Street, Suite 1378, Vancouver, British Columbia, Canada, V6C 1S4.

Operating results for the three and nine months ended December 31, 2016, are not necessarily indicative of the results that may be expected for the year ending March 31, 2017.

#### 2. SIGNIFICANT ACCOUNTING POLICIES

(a) Statement of Compliance

These condensed consolidated interim financial statements have been prepared in accordance with International Accounting Standard 34 – Interim Financial Reporting ("IAS 34") of the International Financial Reporting Standards as issued by the International Accounting Standards Board ("IFRS"). These condensed consolidated interim financial statements should be read in conjunction with the Company's audited consolidated financial statements for the year ended March 31, 2016. These condensed consolidated interim financial statements follow the same significant accounting policies set out in note 2 to the audited consolidated financial statements for the year ended March 31, 2016.

These condensed consolidated interim financial statements were authorized for issue in accordance with a resolution of the Board of Directors dated on February 1, 2017.

(b) Basis of Consolidation

These condensed consolidated interim financial statements include the accounts of the Company and its wholly or partially owned subsidiaries.

Subsidiaries are consolidated from the date on which the Company obtains control up to the date of the disposition of control. Control is achieved when the Company has power over the subsidiary, is exposed or has rights to variable returns from its involvement with the subsidiary; and has the ability to use its power to affect its returns. For non-wholly-owned subsidiaries over which the Company has control, the net assets attributable to outside equity shareholders are presented as "non-controlling interests" in the equity section of the consolidated balance sheets. Net income for the period that is attributable to the non-controlling interests is calculated based on the ownership of the non-controlling interest shareholders in the subsidiary.

Balances, transactions, revenues and expenses between the Company and its subsidiaries are eliminated on consolidation.

# Notes to Condensed Consolidated Interim Financial Statements as at December 31, 2016 and for three and nine months ended December 31, 2016 and 2015

(Unaudited)(Expressed in thousands of U.S. dollars, unless otherwise stated)

Details of the Company's significant subsidiaries which are consolidated are as follows:

			Proportion of owner	rship interest hel	d
		Place of	December 31,	March 31,	Mineral
Name of subsidiaries	Principal activity	incorporation	2016	2016	properties
Silvercorp Metals China Inc.	Holding company	Canada	100%	100%	
Silvercorp Metals (China) Inc.	Holding company	China	100%	100%	
0875786 B.C. LTD.	Mining	Canada	100%	100%	
Fortune Mining Limited	Holding company	BVI (i)	100%	100%	RZY
Fortune Copper Limited	Holding company	BVI	100%	100%	
Fortune Gold Mining Limited	Holding company	BVI	100%	100%	
Victor Resources Ltd.	Holding company	BVI	100%	100%	
Yangtze Mining Ltd.	Holding company	BVI	100%	100%	
Victor Mining Ltd.	Holding company	Barbados	100%	100%	
Yangtze Mining (H.K.) Ltd.	Holding company	Hong Kong	100%	100%	
Fortune Gold Mining (H.K.) Limited	Holding company	Hong Kong	100%	100%	
Wonder Success Limited	Holding company	Hong Kong	100%	100%	
Henan Huawei Mining Co. Ltd. ("Henan Huawei")	Mining	China	80%	80%	HPG, LM
Henan Found Mining Co. Ltd. ("Henan Found")	Mining	China	77.5%	77.5%	Ying, TLP
Songxian Gold Mining Co., Ltd. ("SX Gold")	Mining	China	77.5%	77.5%	XHP
Xinshao Yunxiang Mining Co., Ltd. ("Yunxiang")	Mining	China	70%	70%	BYP
Guangdong Found Mining Co. Ltd. (Guangdong Found")	Mining	China	95%	95%	GC

(i) British Virgin Island ("BVI")

### (c) Accounting standards issued but not yet in effective

IFRS 15 – Revenue from contracts with customers, the standard on revenue from contacts with customers was issued in September 2015 and may be effective for annual reporting periods beginning on or after January 1, 2018 for public entities with early adoption permitted. Entities have the option of using either a full retrospective or a modified retrospective approach to adopt the guidance. The Company is assessing the impact of this standard.

IAS 7 - Statement of Cash Flows has been revised to incorporate amendments issued by the International Accounting Standards Board ("IASB") in January 2016. The amendments require entities to provide disclosures that enable users of financial statements to evaluate changes in liabilities arising from financing activities. The amendments are effective for annual periods beginning on or after January 1, 2017 with early adoption permitted. The Company is assessing the impact of this standard.

IAS 12 - *Income Taxes* has been revised to incorporate amendments issued by the IASB in January 2016. The amendments clarify how to account for deferred tax assets related to debt instruments measured at fair value. The amendments are effective for annual periods beginning on or after January 1, 2017 with early adoption permitted. The Company is assessing the impact of this standard.

IFRS 16 - Leases was issued by the IASB and will replace Leases ("IAS 17"). IFRS 16 requires most leases to be reported on a company's balance sheet as assets and liabilities. IFRS 16 is effective for annual periods beginning on or after January 1, 2019 with early application permitted for companies that also apply IFRS 15 - Revenue from Contracts with Customers. The Company is currently assessing the impact of this new standard.

# Notes to Condensed Consolidated Interim Financial Statements as at December 31, 2016 and for three and nine months ended December 31, 2016 and 2015

(Unaudited)(Expressed in thousands of U.S. dollars, unless otherwise stated)

#### 3. INVESTMENT IN AN ASSOCIATE

New Pacific Holdings Corp. ("NUX") is a Canadian public company listed on the TSX Venture Exchange (symbol: NUX). NUX is a related party of the Company by way of two common directors and officers.

As at December 31, 2016, the Company owned 10,806,300 common shares (March 31, 2016 - 10,806,300) of NUX, representing an ownership interest of 16.1% (March 31, 2016 - 16.1%).

The Company accounts for its investment in NUX common shares using the equity method as it is able to exercise significant influence over the financial and operating policies of NUX. The summary of the investment in NUX common shares and its market value as at the respective balance sheet dates are as follows:

Balance December 31 , 2016	10,806,300 \$	3,171	\$ 5,473
Foreign exchange impact		(110)	
Share of other comprehensive loss		(12)	
Share of net income		160	
Balance, March 31, 2016	10,806,300 \$	3,133	\$ 2,333
Foreign exchange impact		(80)	
Share of other comprehensive loss		(186)	
Share of net loss		(50)	
Balance, April 1, 2015	10,806,300 \$	3,449	\$ 1,448
	shares	Amount	quoted market price
	Number of		common shares per
			Value of NUX's

### 4. OTHER INVESTMENTS

	Decembe	March	31, 2016	
Equity investments designated as FVTOCI				
Publicly-traded companies	\$	1,026	\$	287
Luoyang Yongning Smelting Co. Ltd.		-		-
Jinduicheng Xise (Canada) Co. Ltd.		-		
	\$	1,026	\$	287

### (a) Investments in publicly-traded companies with no significant influence

Investments in publicly-traded companies represent equity interests of other publicly-trading companies that the Company has acquired through the open market or through private placements. Such investments are designated as FVTOCI and are measured at fair value on initial recognition and subsequent measurement. As of December 31, 2016, none of the investments held by the Company represented more than 10% of the respective interest of investees.

## Notes to Condensed Consolidated Interim Financial Statements as at December 31, 2016 and for three and nine months ended December 31, 2016 and 2015

(Unaudited)(Expressed in thousands of U.S. dollars, unless otherwise stated)

The continuity of such investments is as follow:

#### Accumulated fair value change

	Fair value	included in OCI
April 1, 2015	\$ 892	\$ (6,271)
Change in fair value on equity investments designated as FVTOCI	(158)	(158)
Disposal of equity investments	(422)	-
Impact of foreign currency translation	(25)	<u>-</u>
March 31, 2016	\$ 287	\$ (6,429)
Change in fair value on equity investments designated as FVTOCI	19	19
Purchase of equity investments	782	-
Impact of foreign currency translation	(62)	<u>-</u>
December 31, 2016	\$ 1,026	\$ (6,410)

### (b) Luoyang Yongning Smelting Co. Ltd. ("Yongning Smelting")

Yongning Smelting is a private company based in China. The Company invested in Yongning Smelting through its subsidiary Henan Found. On July 31, 2016, the Company disposed its 0.1% (March 31, 2016 – 0.1%) ownership of Yongning Smelting's total equity for cash proceeds of \$33 (RMB ¥221).

### (c) Jinduicheng Xise (Canada) Co. Ltd. ("Jinduicheng")

Jinduicheng is a Canadian private holding company, with primary assets holding 100% interest in a Canadian private mining company, Yukon Zinc Mining Corporation ("Yukon Zinc"). The Company invested in Jinduicheng through a private placement by subscribing common shares of Jinduicheng. As at December 31, 2016, the Company's total investment in Jinduicheng represents 6% (March 31, 2016 - 6%) of Jinduicheng's total equity. The fair value of the investment as at December 31, 2016 was determined to be \$nil (March 31, 2016 - \$nil), using a market based approach taking into consideration of Jinduicheng's consolidated mineral reserve and resource data and its consolidated financial position. The maximum risk exposures would be the amount the Company invested in the common shares of Jinduicheng.

Notes to Condensed Consolidated Interim Financial Statements as at December 31, 2016 and for three and nine months ended December 31, 2016 and 2015

(Unaudited)(Expressed in thousands of U.S. dollars, unless otherwise stated)

### 5. PLANT AND EQUIPMENT

Plant and equipment consist of:

		d use rights		Office			-	Motor		nstruction	
Cost	ar	nd building	eq	uipment	M	lachinery	V	ehicles	in	progress	Total
Balance as at April 1, 2015	\$	87,404	\$	6,492	\$	27,183	\$	7,274	\$	3,551	\$ 131,904
Additions		7,100		293		1,376		323		6,112	15,204
Disposals		(142)		(101)		(231)		(210)		(79)	(763)
Reclassification of asset groups (1)		293		-		-		-		(293)	-
Impact of foreign currency translation		(3,493)		(242)		(1,073)		(284)		(216)	(5,308)
Balance as at March 31, 2016	\$	91,162	\$	6,442	\$	27,255	\$	7,103	\$	9,075	\$ 141,037
Additions		1,647		140		418		298		1,625	4,128
Disposals		(215)		(256)		(284)		(754)		(3)	(1,512)
Reclassification of asset groups (1)		7,470		-		320		-		(7,790)	-
Impact of foreign currency translation		(6,987)		(433)		(2,003)		(498)		(411)	(10,332)
Ending balance as at December 31, 2016	\$	93,077	\$	5,893	\$	25,706	\$	6,149	\$	2,496	\$ 133,321
Impairment, accumulated depreciation and amortiza											
Balance as at April 1, 2015	\$	(41,247)	\$	(4,281)	\$	(16,639)	\$	(4,899)	\$	(59)	\$ (67,125)
Disposals		92		82		28		174		-	376
Depreciation and amortization		(2,588)		(700)		(1,756)		(866)		-	(5,910)
Impact of foreign currency translation		1,085		206		1,190		184		2	2,667
Balance as at March 31, 2016	\$	(42,658)	\$	(4,693)	\$	(17,177)	\$	(5,407)	\$	(57)	\$ (69,992)
Disposals		72		227		161		544		-	1,004
Depreciation and amortization		(2,137)		(400)		(1,272)		(392)		-	(4,201)
Impact of foreign currency translation		3,173		299		1,316		389		4	5,181
Ending balance as at December 31, 2016	\$	(41,550)	\$	(4,567)	\$	(16,972)	\$	(4,866)	\$	(53)	\$ (68,008)
Carrying amounts											
Balance as at March 31, 2016	\$	48,504	\$	1,749	\$	10,078	\$	1,696	\$	9,018	\$ 71,045
Ending balance as at December 31, 2016	\$	51,527	\$	1,326	\$	8,734	\$	1,283	\$	2,443	\$ 65,313

 $<sup>^{(1)}</sup>$  when an asset is available for use, it is reclassified from construction in progress to one of the appropriate plant and equipment categories.

During the three and nine months ended December 31, 2016, certain plant and equipment were disposed for proceeds of \$19 and \$51, respectively (three and nine months ended December 31, 2015 - \$202 and \$232, respectively) and loss of \$392 and \$457, respectively (three and nine months ended December 31, 2015 – loss of \$95 and \$80, respectively).

Notes to Condensed Consolidated Interim Financial Statements as at December 31, 2016 and for three and nine months ended December 31, 2016 and 2015

(Unaudited)(Expressed in thousands of U.S. dollars, unless otherwise stated)

### 6. MINERAL RIGHTS AND PROPERTIES

Mineral rights and properties consist of:

	Producing and development properties Exploration and evaluation properties											
Cost		Ying Mining District		BYP		GC		XHP		RZY		Total
Balance as at April 1, 2015	\$	218,702	\$	65,353	\$	112,844	\$	22,117	\$	183	\$	419,199
Capitalized expenditures		18,914		-		943		-		-		19,857
Mine right fee		1,985		-		-		-		-		1,985
Environmental rehabiliation		1,243		75		74		-		-		1,392
Foreign currecy translation impact		(8,717)		(613)		(4,383)		(860)		(4)		(14,577)
Balance as at March 31, 2016	\$	232,127	\$	64,815	\$	109,478	\$	21,257	\$	179	\$	427,856
Capitalized expenditures		15,207		-		686		-		-		15,893
Mine right fee		1,337		-		-		-		-		1,337
Foreign currecy translation impact		(17,579)		(1,108)		(7,954)		(1,547)		(6)		(28,194)
Ending balance as at December 31, 2016	\$	231,092	\$	63,707	\$	102,210	\$	19,710	\$	173	\$	416,892
Impairment and accumulated depletion  Balance as at April 1, 2015  Depletion	\$	(45,833) (11,633)	\$	(57,701)	\$	(78,756) (1,922)	\$	(22,117)	\$	-	\$	(204,407) (13,555)
Foreign currecy translation impact		1,942		315		3,069		860		-		6,186
Balance as at March 31, 2016 Impairment Loss	\$	(55,524)	\$	(57,386)	\$	(77,609) -	\$	(21,257)	\$	(181)	\$	(211,776) (181)
Depletion		(12,563)		-		(1,609)		-		-		(14,172)
Foreign currecy translation impact		4,554		567		5,668		1,547		8		12,344
Ending balance as at December 31, 2016	\$	(63,533)	\$	(56,819)	\$	(73,550)	\$	(19,710)	\$	(173)	\$	(213,785)
Carrying amounts												
0.1 1.04.0046	-	176,603	Ś	7.429	ċ	31.869	Ś	_	Ś	179	Ċ	216,080
Balance as at March 31, 2016	\$	176,603	Ş	7,429	Ş	31,009	<u>,                                     </u>		٧	1/9	ڔ	210,080

On June 16, 2016, the Company paid a mine right fee of \$1,337 (RMB ¥8.7 million) to the Chinese government as part of its requirement to renew the mining permit for its TLP and LM mine (part of the Ying Mining District).

### 7. MINE RIGHT FEE PAYABLE

On October 25, 2016, the Company repaid its entire mine right fee payable along with accrued interest to the Chinese government.

	Total
Balance, April 1, 2015	\$ 14,038
Interest accrued	488
Principal paid	(4,095)
Interest paid	(180)
Foreign exchange impact	(485)
Balance, March 31, 2016	\$ 9,766
Interest accrued	226
Principal paid	(8,710)
Interest paid	(805)
Foreign exchange impact	(477)
Balance, December 31, 2016	\$ <u>-</u>

During the three and nine months ended December 31, 2016, interest of \$10 and \$226, respectively (three and nine months ended December 31, 2015 - \$157 and \$380, respectively) was accrued and expensed through finance costs.

# Notes to Condensed Consolidated Interim Financial Statements as at December 31, 2016 and for three and nine months ended December 31, 2016 and 2015

(Unaudited)(Expressed in thousands of U.S. dollars, unless otherwise stated)

#### 8. BANK LOAN

	Total
Balance, April 1, 2015	\$ -
Addition	4,619
Interest accrued	49
Interest paid	(41)
Foreign exchange impact	30
Balance, March 31, 2016	\$ 4,657
Interest accrued	149
Interest paid	(149)
Foreign exchange impact	(340)
Balance, December 31, 2016	\$ 4,317

For the three and nine months ended December 31, 2016, interest of \$49 and \$149, respectively (three and nine months ended December 31, 2015 - \$nil) was accrued and expensed through finance costs.

Subsequent to December 31, 2016, the Company repaid the principal and interest of the bank loan in full.

#### 9. SHARE CAPITAL

### (a) Authorized

Unlimited number of common shares without par value. All shares issued as at December 31, 2016 were fully paid.

### (b) Stock options

Balance, December 31, 2016

The Company has a stock option plan which allows for the maximum number of common shares to be reserved for issuance on the exercise of options granted under the stock option plan to be a rolling 10% of the issued and outstanding common shares from time to time. The maximum exercise period may not exceed 10 years from the date of the grant of the options to employees, officers, and consultants. The following is a summary of option transactions:

Weighted average exercise price per share CAD\$ Number of shares \$ Balance, April 1, 2015 4,741,356 5.15 Options granted 5,652,125 0.91 Options forfeited (682,050)3.89 Options expired (537,406)9.31 Balance, March 31, 2016 9,174,025 \$ 2.39 Options granted 143,000 4.34 Options exercised (460,964)1.37 3.61 Options forfeited (847,238)Options expired (481,000)10.29

7,527,823

1.84

\$

# Notes to Condensed Consolidated Interim Financial Statements as at December 31, 2016 and for three and nine months ended December 31, 2016 and 2015

(Unaudited)(Expressed in thousands of U.S. dollars, unless otherwise stated)

During the nine months ended December 31, 2016, a total of 143,000 options with a life of three years were granted to officers and employees at an exercise price of CAD\$4.34 per share subject to a vesting schedule over a two-year term with 25% of the options vesting every six months from the date of grant.

Subsequent to December 31, 2016, a total of 1,000,000 options with a life of three years were granted to directors, officers and employees at an exercise price of CAD\$3.63 per share subject to a vesting schedule over a two-year term with 25% of the options vesting every six months from the date of grant.

The fair value of stock options granted during the nine months ended December 31, 2016 and 2015 were calculated as of the date of grant using the Black-Scholes option pricing model with the following weighted average assumptions:

	Nine months en	ded December 31,
	2016	2015
Risk free interest rate	0.59%	0.53%
Expected life of option in years	2.25 years	2.86 years
Expected volatility	70%	57%
Expected dividend yield	-	0.45%
Estimated forfeiture rate	11%	11%
Weighted average share price at date of grant	\$ 4.34	\$ 0.91

The weighted average grant date fair value of options granted during the nine months ended December 31, 2016 was CAD\$1.74 (nine months ended December 31, 2015 - CAD\$0.33). Volatility was determined based on the historical volatility of the Company's shares over the estimated life of stock options. For the three and nine months ended December 31, 2016, a total of \$214 and \$654, respectively (three and nine months ended December 31, 2015 - \$234 and \$742, respectively) in share-based compensation expense was recognized and included in the general and administrative expenses on the consolidated statements of income.

The following table summarizes information about stock options outstanding at December 31, 2016:

			Weighted					
			average				We	ighted
		Number of options	remaining		Weighted	Number of options	av	verage
		outstanding at	contractual life	a١	verage exercise	exercisable at	exercise	price
Exercis	se price in CAD\$	December 31, 2016	(Years)		price in CAD\$	December 31, 2016	in	CAD\$
\$	0.66	3,600,179	2.00	\$	0.66	1,734,417		0.66
\$	1.43	1,553,431	3.42	\$	1.43	710,931		1.43
\$	1.75	398,500	2.41	\$	1.75	242,125		1.75
\$	1.76	257,527	2.78	\$	1.76	125,127		1.76
\$	2.98	139,437	2.06	\$	2.98	94,595		2.98
\$	3.25	182,187	1.42	\$	3.25	159,313		3.25
\$	3.41	275,312	1.70	\$	3.41	223,563		3.41
\$	3.91	177,250	1.18	\$	3.91	166,064		3.91
\$	4.34	143,000	2.71	\$	4.34	-		-
\$	5.35	180,000	0.60	\$	5.35	180,000		5.35
\$	5.40	184,000	1.17	\$	5.40	184,000		5.40
\$	6.53	141,000	0.71	\$	6.53	141,000		6.53
\$	6.69	296,000	0.43	\$	6.69	296,000		6.69
	\$ 0.66 - 6.69	7,527,823	2.15	\$	1.84	4,257,135	\$	2.32

# Notes to Condensed Consolidated Interim Financial Statements as at December 31, 2016 and for three and nine months ended December 31, 2016 and 2015

(Unaudited)(Expressed in thousands of U.S. dollars, unless otherwise stated)

Subsequent to December 31, 2016, a total of 76,436 options with exercise prices ranging from CAD\$0.66 to CAD\$3.41 were exercised.

### (c) Cash dividends declared

During the three and nine months ended December 31, 2016, dividends of \$1,585 and \$1,585, respectively (for three and nine months ended December 31, 2015 - \$nil and \$685, respectively) were declared and paid.

#### 10. ACCUMULATED OTHER COMPREHENSIVE INCOME

	Dece	mber 31, 2016	March 31, 2016
Change in fair value on equity investments designated as FVTOCI	\$	<b>(38,063)</b> \$	(38,082)
Share of other comprehensive loss in associate		(198)	(186)
Currency translation adjustment		(14,724)	2,274
Balance, end of the period	\$	<b>(52,985)</b> \$	(35,994)

The unrealized loss on equity investments designated as FVTOCI, share of other comprehensive loss in associate and currency translation adjustment are net of tax of \$nil for all periods presented.

### 11. NON-CONTROLLING INTERESTS

The continuity of non-controlling interests is summarized as follows:

	Henar	1	Henan		G	uangdong			
	Found		Huawei	Yunxiang		Found	SX Gold		Total
Balance, April 1, 2015	\$ 49,924	\$	5,307	\$ 4,713	\$	(3,066) \$	(3,244)	\$ 5	53,634
Share of net income (loss)	4,365	;	(66)	(354)		(48)	(294)		3,603
Share of other comprehensive (loss) income	(1,411)	)	(631)	(162)		32	390	(	1,782)
Distributions	(1,282)	)	(379)	-		-	-	(	1,661)
Disposition upon sale of a subsidiary		-	-	-		-	(773)		(773)
Balance, March 31, 2016	\$ 51,596	; \$	4,231	\$ 4,197	\$	(3,082) \$	(3,921)	\$ 5	53,021
Share of net income (loss)	8,570	)	559	(277)		172	(27)		8,997
Share of other comprehensive (loss) income	(3,118	)	(372)	(222)		53	55	(	3,604)
Distributions	(1,460)	)	-	-		-	-	(	1,460)
Balance, December 31, 2016	\$ 55,588	\$	4,418	\$ 3,698	\$	(2,857) \$	(3,893)	\$ 5	56,954

As at December 31, 2016, non-controlling interests in Henan Found, Henan Huawei, Yunxiang, Guangdong Found and SX Gold were 22.5%, 20%, 30%, 5% and 22.5%, respectively.

## Notes to Condensed Consolidated Interim Financial Statements as at December 31, 2016 and for three and nine months ended December 31, 2016 and 2015

(Unaudited)(Expressed in thousands of U.S. dollars, unless otherwise stated)

#### 12. RELATED PARTY TRANSACTIONS

Related party transactions not disclosed elsewhere in the consolidated financial statements are as follows:

Due from related parties	December 31, 2016	Mar	ch 31, 2016
NUX (a)	\$ 38	\$	13
Henan Non-ferrous Geology Bureau (b)	50		90
	\$ 88	\$	103

Due to related parties	December 31, 2	016	March 3	1,2016
Parkside Management Ltd. (c)	\$	-	\$	179

- (a) According to a services and administrative costs reallocation agreement between the Company and NUX, the Company recovers costs for services rendered to NUX and expenses incurred on behalf of NUX. During the three and nine months ended December 31, 2016, the Company recovered \$46 and \$139, respectively (three and nine months ended December 31, 2015 - \$40 and \$177, respectively) from NUX for services rendered and expenses incurred on behalf of NUX. The costs recovered from NUX were recorded as a direct reduction of general and administrative expenses on the consolidated statements of income.
- (b) Henan Non-ferrous Geology Bureau ("Henan Geology Bureau") is the 22.5% equity interest holder of Henan Found. During the nine months ended December 31, 2016, Henan Found declared and paid dividends of \$1,460 (nine months ended December 31, 2015 \$1,282) to Henan Geology Bureau.
- (c) Parkside Management Limited is a private consulting services company controlled by a director of the Company. For the three and nine months ended December 31, 2016 and 2015, the Company paid consulting fees of \$250 and \$250, respectively to Parkside Management Ltd (for three and nine months ended December 31, 2015 - \$nil).
- (d) The Company rents a Beijing office from a relative of a director and officer of the Company for \$21 (RMB ¥130,746) per month. For the three and nine months ended December 31, 2016, total rents were \$63 and \$189, respectively (three and nine months ended December 31, 2015 \$63 and \$189, respectively).
- (e) Henan Xinhui Mining Co., Ltd. ("Henan Xinhui") is a 20% equity interest holder of Henan Huawei. During the three and nine months ended December 31, 2016, Henan Huawei did not declare and pay any dividends to Henan Xinhui (for three and nine months ended December 31, 2015 \$651 and \$651, respectively).

Transactions with related parties are made on terms agreed upon by the two parties. The balances with related parties are unsecured, non-interest bearing, and due on demand.

Notes to Condensed Consolidated Interim Financial Statements as at December 31, 2016 and for three and nine months ended December 31, 2016 and 2015

(Unaudited)(Expressed in thousands of U.S. dollars, unless otherwise stated)

### 13. COST OF SALES

Cost of sales consists of:

	Three	months ended Dec	ember 31, N	Nine months ended December 3			
		2016	2015	2016	2015		
Cash cost	\$	<b>14,922</b> \$	13,578 <b>\$</b>	<b>43,275</b> \$	44,204		
Depreciation, amortization and depletion		5,178	5,965	15,861	14,488		
Cost of sales	\$	<b>20,100</b> \$	19,543 <b>\$</b>	<b>59,136</b> \$	58,692		

### 14. GENERAL AND ADMINISTRATIVE

General and administrative expenses consist of:

	Three	months ended De	cember 31, N	ine months ended De	ecember 31,
General and administrative		2016	2015	2016	2015
Office and administrative expenses	\$	<b>1,379</b> \$	668 <b>\$</b>	<b>4,074</b> \$	4,570
Amortization and depreciation		285	390	951	1,244
Salaries and benefits		1,833	2,129	5,305	5,744
Share-based compensation		214	234	654	742
Professional fees		239	(281)	1,478	1,091
	\$	<b>3,950</b> \$	3,140 <b>\$</b>	<b>12,462</b> \$	13,391

### 15. GOVERNMENT FEES AND OTHER TAXES

Government fees and other taxes consist of:

	 Three months ended December 31,				Nine months ended December 31,			
	2016		2015		2016	2015		
Government fees	\$ 141	\$	865	\$	<b>1,317</b> \$	2,617		
Other taxes	2,269		692		4,549	2,136		
	\$ 2,410	\$	1,557	\$	<b>5,866</b> \$	4,753		

Government fees include mineral resource compensation fees and environmental protection fees paid to the state and local Chinese government. Other taxes were composed of mineral resource tax, surtax on value-added tax, land usage levy, stamp duty and other miscellaneous levies, duties and taxes imposed by the state and local Chinese government.

## Notes to Condensed Consolidated Interim Financial Statements as at December 31, 2016 and for three and nine months ended December 31, 2016 and 2015

(Unaudited)(Expressed in thousands of U.S. dollars, unless otherwise stated)

#### 16. FINANCE ITEMS

Finance items consist of:

	Three	months end	ed December 31	,	Nine months ended December 31,		
Finance income		2016	201	.5	2016	2015	
Interestincome	\$	647	\$ 51	7 \$	<b>1,615</b> \$	1,058	
	<b>T</b>		- d D 24		Niles are and be a selected	d Da	
	Inree	montns ena	ed December 31	,	Nine months ende	a December 31,	
Finance costs		2016	201	.5	2016	2015	
Interest on mine right fee	\$	10	\$ 15	7 \$	226 \$	380	
Interest on bank loan		49		-	149	-	
Unwinding of discount of environmental							
rehabilitation provision		102	12	2	310	371	

161

280

685

751

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### 17. INCOME TAX

The significant components of income tax expense are as follows:

	Thre	ee months en	ded [	December 31,	Nine months ended Decen	nber 31,
Income tax expense		2016		2015	2016	2015
Current	\$	4,737	\$	482	\$ <b>10,343</b> \$	818
Deferred		616		971	3,748	2,419
	\$	5,353	\$	1,453	\$ <b>14,091</b> \$	3,237

### **18. FINANCIAL INSTRUMENTS**

The Company manages its exposure to financial risks, including liquidity risk, foreign exchange risk, interest rate risk, credit risk and equity price risk in accordance with its risk management framework. The Company's Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework and reviews the Company's policies on an ongoing basis.

(a) Fair value

The Company classifies its fair value measurements within a fair value hierarchy, which reflects the significance of the inputs used in making the measurements as defined in IFRS 7, Financial Instruments: Disclosures ("IFRS 7").

Level 1 – Unadjusted quoted prices at the measurement date for identical assets or liabilities in active markets.

Level 2 – Observable inputs other than quoted prices included in Level 1, such as quoted prices for similar assets and liabilities in active markets; quoted prices for identical or similar assets and liabilities in markets that are not active; or other inputs that are observable or can be corroborated by observable market data.

Level 3 – Unobservable inputs which are supported by little or no market activity.

# Notes to Condensed Consolidated Interim Financial Statements as at December 31, 2016 and for three and nine months ended December 31, 2016 and 2015

(Unaudited)(Expressed in thousands of U.S. dollars, unless otherwise stated)

The following tables set forth the Company's financial assets and liabilities that are measured at fair value level on a recurring basis within the fair value hierarchy at December 31, 2016 and March 31, 2016 that are not otherwise disclosed. As required by IFRS 7, assets and liabilities are classified in their entirety based on the lowest level of input that is significant to the fair value measurement.

	Fair value as at December 31,2016										
Recurring measurements		Level 1		Level 2	Level 3	Total					
Financial assets											
Cash and cash equivalents	\$	66,974	\$	- \$	- \$	66,974					
Investments in publicly traded companies		1,026		-	-	1,026					
Luoyang Yongning Smelting Co. Ltd. (1)		-		-	-	-					
Jinduicheng Xise (Canada) Co. Ltd. (1)		-		-	-	-					

<sup>(1)</sup> Level 3 financial instruments

	 Fair	value as at Mar	rch 31, 2016	
Recurring measurements	Level 1	Level 2	Level 3	Total
Financial assets				
Cash and cash equivalents	\$ 41,963 \$	- \$	- \$	41,963
Investments in publicly traded companies	287	-	-	287
Luoyang Yongning Smelting Co. Ltd. (1)	-	-	-	-
Jinduicheng Xise (Canada) Co. Ltd. (1)	-	-	-	-

<sup>(1)</sup> Level 3 financial instruments

Fair value of the other financial instruments excluded from the table above approximates their carrying amount as of December 31, 2016 and March 31, 2016, respectively.

### (b) Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its short term business requirements. The Company has in place a planning and budgeting process to help determine the funds required to support the Company's normal operating requirements on an ongoing basis and its expansion plans.

In the normal course of business, the Company enters into contracts that give rise to commitments for future minimum payments. The following summarizes the remaining contractual maturities of the Company's financial liabilities.

				March 31, 2016				
	W	ithin a year	2-3 years	4-5 years	Total		Total	
Mine right fee payable	\$	-	\$ - \$	- \$	-	\$	9,766	
Bank loan		4,317	-	-	4,317		4,657	
Accounts payable and accrued liabilities		32,741	-	-	32,741		27,457	
	\$	37,058	\$ - \$	- \$	37,058	\$	41,880	

# Notes to Condensed Consolidated Interim Financial Statements as at December 31, 2016 and for three and nine months ended December 31, 2016 and 2015

(Unaudited)(Expressed in thousands of U.S. dollars, unless otherwise stated)

#### (c) Foreign exchange risk

The Company reports its financial statements in US dollars. The functional currency of the head office, Canadian subsidiaries and all intermediate holding companies is CAD and the functional currency of all Chinese subsidiaries is RMB. The Company is exposed to foreign exchange risk when the Company undertakes transactions and holds assets and liabilities in currencies other than its functional currencies.

The Company currently does not engage in foreign exchange currency hedging. The Company's exposure to currency risk affect net income arise from non-functional currency financial assets is summarized as follow:

	Decei	mber 31, 2016	March 31, 2016
Financial assets denominated in U.S. Dollars	\$	<b>23,554</b> \$	24,968
Financial assets denominated in Chinese RMB	\$	<b>6,979</b> \$	35,521

As at December 31, 2016, with other variables unchanged, a 10% strengthening (weakening) of the RMB against the CAD would have increased (decreased) net income by approximately \$0.7 million.

As at December 31, 2016, with other variables unchanged, a 10% strengthening (weakening) of the CAD against the USD would have decreased (increased) net income by approximately \$2.4 million.

#### (d) Interest rate risk

The Company is exposed to interest rate risk on its cash equivalents, short term investments, bank loan and outstanding mine right fee payable. As at December 31, 2016, all of its interest-bearing cash equivalents and short term investments earn interest at market rates that are fixed to maturity or at variable interest rate with terms of less than one year. The Company monitors its exposure to changes in interest rates on cash equivalents and short term investments. Due to the short term nature of the financial instruments, fluctuations in interest rates would not have a significant impact on the Company's after-tax net income.

#### (e) Credit risk

Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss. The Company is exposed to credit risk primarily associated to accounts receivable, due from related parties, cash and cash equivalents and short term investments. The carrying amount of assets included on the balance sheet represents the maximum credit exposure.

The Company undertakes credit evaluations on counterparties as necessary and has monitoring processes intended to mitigate credit risks. The Company has trade receivables from time to time from its major customers primarily in China engaged in the mining and milling of base and polymetallic metals. The historical level of customer default is zero and aging of trade receivables are no more than 180 days, and, as a result, the credit risk associated with trade receivables from customers as at December 31, 2016 is considered to be immaterial. There were no amounts in receivables which were past due at December 31, 2016 (at March 31, 2016 - \$nil) for which no provision is recognized.

# Notes to Condensed Consolidated Interim Financial Statements as at December 31, 2016 and for three and nine months ended December 31, 2016 and 2015

(Unaudited)(Expressed in thousands of U.S. dollars, unless otherwise stated)

### (f) Equity price risk

The Company holds certain marketable securities that will fluctuate in value as a result of trading on financial markets. As the Company's marketable securities holding are mainly in mining companies, the value will also fluctuate based on commodity prices. Based upon the Company's portfolio at December 31, 2016, a 10% increase (decrease) in the market price of the securities held, ignoring any foreign currency effects would have resulted in an increase (decrease) to comprehensive income of approximately \$1 million.

#### 19. SEGMENTED INFORMATION

The Company's reportable operating segments are components of the Company where separate financial information is available that is evaluated regularly by the Company's Chief Executive Officer who is the Chief Operating Decision Maker ("CODM"). The operational segments are determined based on the Company's management and internal reporting structure. Operating segments are summarized as follows:

Operational Segments	Subsidiaries Included in the Segment	Properties Included in the Segment
Mining		
Henan Luoning	Henan Found and Henan Huawei	Ying Mining District
Hunan	Yunxiang	BYP
Guangdong	Guangdong Found	GC
Other	SX Gold and 0875786 B.C. Ltd.	XHP
Administrative		
Vancouver	Silvercorp Metals Inc. and BVI's holding companies	RZY
Beijing	Silvercorp Metals (China) Inc.	

Total liabilities

# Notes to Condensed Consolidated Interim Financial Statements as at December 31, 2016 and for three and nine months ended December 31, 2016 and 2015

(Unaudited)(Expressed in thousands of U.S. dollars, unless otherwise stated)

(a) Segmented information for assets and liabilities are as follows:

Balance sheet items:         Luoning         Hunan         Guangdong         Other         Beijing         Vancouver           Current assets         \$ 67,261         \$ 1,951         \$ 6,318         \$ 517         \$ 4,003         \$ 32,616         \$ 112,71           Plant and equipment         43,494         4,872         15,781         . 1,093         . 73         65,           Mineral rights and properties         167,559         6,888         28,660					Dece	mbe	er 31, 2016	5							
Balance sheet items:         Luoning         Hunan         Guangdong         Other         Beijing         Vancouver           Current assets         \$ 67,261         \$ 1,951         \$ 6,318         \$ 517         \$ 4,003         \$ 32,616         \$ 112,71           Plant and equipment         43,494         4,872         15,781         — 1,093         373         65,71           Mineral rights and properties         167,559         6,888         28,660         — 1,093         3,171         3,00           Other investments         — 2         — 2         — 2         — 2         — 3,171         3,17<					Mir	ning					Admini	istra	tive		
Current assets \$ 67,261 \$ 1,951 \$ 6,318 \$ 517 \$ 4,003 \$ 32,616 \$ 112, Plant and equipment 43,494 4,872 15,781 - 1,093 73 65, Mineral rights and properties 167,559 6,888 28,660 3 3,171 3, Other investments 3,171 3, Other investments															Tota
Plant and equipment	Balance sheet items:		Luoning		Hunan	Gı	uangdong		Other		Beijing	Va	ancouver		
Mineral rights and properties   167,559   6,888   28,660	Current assets	\$	67,261	\$	1,951	\$	6,318	\$	517	\$	4,003	\$	32,616	\$	112,666
Note   Note	Plant and equipment		43,494		4,872		15,781		-		1,093		73		65,313
Other investments         -         -         -         -         -         1,026         1,1,026         1,1,26         1,1,26         1,1,26         1,1,26         1,2,26         1,2,26         1,2,26         1,2,26         1,2,26         1,2,26         1,2,26         1,2,27         4,2,2,2,2,2         2,2,2,2,2         9         91         - <t< td=""><td>Mineral rights and properties</td><td></td><td>167,559</td><td></td><td>6,888</td><td></td><td>28,660</td><td></td><td>-</td><td></td><td>-</td><td></td><td>-</td><td></td><td>203,107</td></t<>	Mineral rights and properties		167,559		6,888		28,660		-		-		-		203,107
Reclamation deposits	Investment in an associate		-		-		-		-		-		3,171		3,171
Current liabilities	Other investments		-		-		-		-		-		1,026		1,026
Total assets	Reclamation deposits		4,056		-		144		-		-		7		4,207
Current liabilities         \$ 35,040         \$ 1,424         \$ 7,357         \$ 2,943         \$ 216         \$ 1,273         \$ 48, Deferred income tax liabilities         24,308         820         25, Environmental rehabilitation         11,431         1,002         855         293         13, Total liabilities         \$ 70,779         \$ 3,246         \$ 8,212         \$ 3,236         \$ 216         \$ 1,273         \$ 86,           Current assets         Menan Luoning         Hunan         Guangdong         Other         Beijing         Vancouver           Current assets         \$ 34,277         \$ 2,399         \$ 5,310         \$ 565         \$ 287         \$ 34,479         \$ 77, Plant and equipment         46,387         5,477         17,800         1,254         127         71, Mineral rights and properties         176,603         7,429         31,869         1,254         127         71, Plant and equipment         179         216, Plant and equipment         2         3,3133         3, 3, 33         3, 3, 33         3, 3, 33         3, 3, 33         3, 3, 33         3, 3, 33         3, 3, 33         3, 3, 33         3, 22, 22, 23	Long-term prepaids and deposits		213		95		299		91		-				698
Deferred income tax liabilities         24,308         820         -         -         -         -         25,5           Environmental rehabilitation         11,431         1,002         855         293         -         -         13,7           Total liabilities         *** 70,779         *** 3,246         *** 8,212         *** 3,236         *** 216         *** 3,236         *** 216         *** 3,236         *** 216         *** 3,236         *** 216         *** 3,236         *** 216         *** 3,236         *** 216         *** 3,236         *** 216         *** 3,236         *** 216         *** 3,236         *** 216         *** 3,236         *** 216         *** 3,236         *** 216         *** 3,236         *** 216         *** 3,236         *** 216         *** 3,236         *** 28         *** 3,247         *** 2,339         *** 5,310         *** 5,310         *** 5,310         *** 5,310         *** 5,310         *** 5,310         *** 5,310         *** 5,	Total assets	\$	282,583	\$	13,806	\$	51,202	\$	608	\$	5,096	\$	36,893	\$	390,188
Deferred income tax liabilities         24,308         820         -         -         -         -         25,5           Environmental rehabilitation         11,431         1,002         855         293         -         -         13,7           Total liabilities         *** 70,779         *** 3,246         *** 85,212         *** 3,236         *** 216         *** 3,273         *** 86,212           *** Main liabilities         *** 70,779         *** 8,212         *** 3,236         *** 216         *** 3,236         *** 216         *** 3,236         *** 216         *** 3,236         *** 216         *** 3,236         *** 216         *** 3,236         *** 216         *** 3,236         *** 3,236         *** 3,236         *** 3,236         *** 3,236         *** 3,236         *** 3,236         *** 3,236         *** 3,236         *** 3,246         *** 3,236         *** 3,246         *** 3,246         *** 3,246         *** 3,247         *** 3,247         *** 3,247															

9,413

3,928

# Notes to Condensed Consolidated Interim Financial Statements as at December 31, 2016 and for three and nine months ended December 31, 2016 and 2015

(Unaudited)(Expressed in thousands of U.S. dollars, unless otherwise stated)

(b) Segmented information for operating results are as follows:

Three months ended December 31, 2016

		Mir	ning	g			Admini	strat	tive	
Statement of operations:	Henan uoning	Hunan <sup>(1)</sup>	G	iuangdong	Other	В	eijing	Va	ncouver	Tota
Sales	\$ 40,040	\$ -	\$	7,798	\$ -	\$	-	\$	-	\$ 47,838
Cost of sales	(15,560)	-		(4,540)	-		-			 (20,100)
Gross profit	24,480	-		3,258	-		-		-	 27,738
Operating expenses	(3,157)	(497)		(1,130)	(55)		(315)		(1,079)	(6,233)
Finance items	30	(34)		27	(3)		59		407	486
Income tax expenses	(5,338)	(20)		-			-		5	 (5,353)
Net income (loss)	\$ 16,015	\$ (551)	\$	2,155	\$ (58)	\$	(256)	\$	(667)	\$ 16,638
Attributed to:										
Equity holders of the Company	12,413	(386)		2,056	(45)		(256)		(667)	13,115
Non-controlling interests	3,602	(165)		99	(13)		-			3,523
Net income (loss)	\$ 16,015	\$ (551)	\$	2,155	\$ (58)	\$	(256)	\$	(667)	\$ 16,638

<sup>(1)</sup> Hunan's BYP project was placed on care and maintenance starting August 2014;

Three months ended December 31, 2015

			Mir	ing				Admini	strat	ive	
		Henan									Total
Statement of operations:	L	uoning	Hunan	Gu	angdong	Other	В	eijing	Va	ncouver	
Sales	\$	23,459	\$ -	\$	5,622	\$ -	\$	-	\$	-	\$ 29,081
Cost of sales		(14,072)	-		(5,471)			-		<u> </u>	 (19,543)
Gross profit		9,387	-		151	-		-		-	9,538
Operating (expenses) income		(4,678)	(160)		(795)	(596)		(441)		2,264	(4,406)
Finance items		(120)	(9)		(3)	(3)		78		294	237
Income tax expenses		(808)	(33)		_			-		(612)	 (1,453)
Net income (loss)	\$	3,781	\$ (202)	\$	(647)	\$ (599)	\$	(363)	\$	1,946	\$ 3,916
Attributed to:											
Equity holders of the Company		2,962	(141)		(605)	(473)		(363)		1,946	3,326
Non-controlling interests		819	(61)		(42)	(126)		-			 590
Net income (loss)	\$	3,781	\$ (202)	\$	(647)	\$ (599)	\$	(363)	\$	1,946	\$ 3,916

# Notes to Condensed Consolidated Interim Financial Statements as at December 31, 2016 and for three and nine months ended December 31, 2016 and 2015

(Unaudited)(Expressed in thousands of U.S. dollars, unless otherwise stated)

Nine months ended December 31, 2016

			Mir	ning			Admini	istr	rative	
Statement of operations:	1	Henan Luoning	Hunan <sup>(1)</sup>	Gı	uangdong	Other	Beijing	١	Vancouver	Total
Sales	\$	110,666	\$ -	\$	18,741	\$ -	\$ -	\$	-	\$ 129,407
Cost of sales		(46,851)	-		(12,285)		-		<u> </u>	 (59,136)
Gross profit		63,815	-		6,456	=	-		-	70,271
Operating expenses		(9,090)	(926)		(2,475)	(113)	(1,044)		(4,117)	(17,765)
Impairment loss		-	-		-	-	-		(181)	(181)
Finance items		(55)	(49)		29	(7)	200		812	930
Income tax (expenses) recovery		(13,617)	52		-	<u> </u>	 (1)		(525)	(14,091)
Net income (loss)	\$	41,053	\$ (923)	\$	4,010	\$ (120)	\$ (845)	\$	(4,011)	\$ 39,164
Attributable to:										
Equity holders of the Company		31,924	(646)		3,838	(93)	(845)		(4,011)	30,167
Non-controlling interests		9,129	(277)		172	(27)	-		-	8,997
Net income (loss)	\$	41,053	\$ (923)	\$	4,010	\$ (120)	\$ (845)	\$	(4,011)	\$ 39,164

<sup>(1)</sup> Hunan's BYP project was placed on care and maintenance in August 2014;

Nine months ended December 31, 2015

			Mir	ing			Admini	strativ	ve	
		Henan								Total
Statement of operations:	L	uoning	Hunan	Gι	angdong	Other	Beijing	Van	couver	
Sales	\$	72,678	\$ -	\$	15,836	\$ -	\$ -	\$	-	\$ 88,514
Cost of sales		(44,289)	_		(14,403)		-			(58,692)
Gross profit		28,389	=		1,433	=	 -		-	29,822
Operating expenses		(10,474)	(674)		(2,272)	(803)	(1,436)		(567)	(16,226)
Finance items		(294)	(28)		20	(4)	272		341	307
Income tax expenses		(2,471)	(142)		_		 (2)		(622)	(3,237)
Net income (loss)	\$	15,150	\$ (844)	\$	(819)	\$ (807)	\$ (1,166)	\$	(848)	\$ 10,666
Attributable to:										
Equity holders of the Company		11,679	(591)		(689)	(529)	(1,166)		(848)	7,856
Non-controlling interests		3,471	(253)		(130)	(278)	 -			 2,810
Net income (loss)	\$	15,150	\$ (844)	\$	(819)	\$ (807)	\$ (1,166)	\$	(848)	\$ 10,666

# Notes to Condensed Consolidated Interim Financial Statements as at December 31, 2016 and for three and nine months ended December 31, 2016 and 2015

(Unaudited)(Expressed in thousands of U.S. dollars, unless otherwise stated)

### (c) Sales by metal

The sales generated for the three and nine months ended December 31, 2016 and 2015 was all earned in China and is comprised of:

Three	months	hahna	December	21	201

	Henan Luoning	Guangdong	Total
Silver (Ag)	\$ 21,664	\$ 1,746 \$	23,410
Gold (Au)	723	-	723
Lead (Pb)	16,658	2,085	18,743
Zinc (Zn)	995	3,775	4,770
Other	-	192	192
	\$ 40,040	\$ 7,798 \$	47,838

Three months ended December 31, 2015

		Henan Luoning	Guangdong	Total		
Silver (Ag)	\$	14,770	\$ 2,014	\$ 16,784		
Gold (Au)		379	20	399		
Lead (Pb)		7,738	1,818	9,556		
Zinc (Zn)		572	1,602	2,174		
Other		-	168	168		
	\$	23,459	5,622	\$ 29,081		

Nine months ended December 31, 2016

	Henan Luoning	Guangdong	Total	
Silver (Ag)	\$ 65,953	\$ 5,268	\$	71,221
Gold (Au)	2,682	-		2,682
Lead (Pb)	38,723	4,656		43,379
Zinc (Zn)	3,308	8,514		11,822
Other	-	303		303
	\$ 110,666	\$ 18,741	\$	129,407

Nine menths	anded December	21	2015

	Mille illolltiis elided Detelliber 31, 2013					
	Henan Luoning		Guangdong	Total		
Silver (Ag)	\$ 44,293	\$	5,121 \$	49,414		
Gold (Au)	1,609		43	1,652		
Lead (Pb)	24,429		4,630	29,059		
Zinc (Zn)	2,347		5,498	7,845		
Other	-		544	544		
	\$ 72,678	\$	15,836 \$	88,514		

### (d) Major customers

For the nine months ended December 31, 2016, three major customers (nine months ended December 31, 2015 - three) accounted for 16% to 32%, (nine months ended December 31, 2015 - 10% to 53%) and collectively 78% (nine months ended December 31, 2015 - 77%) of the total sales of the Company.

# Notes to Condensed Consolidated Interim Financial Statements as at December 31, 2016 and for three and nine months ended December 31, 2016 and 2015

(Unaudited)(Expressed in thousands of U.S. dollars, unless otherwise stated)

#### 20. COMMITMENTS AND CONTINGENCIES

Commitments, not disclosed elsewhere in these financial statements, are as follows:

	Total	Less than 1 year	1-5 years	After 5 years
Operating leases	\$ 3,972	\$ 379	\$ 3,079 \$	514
Commitments	\$ 6,418	\$ -	\$ - \$	6,418

As of December 31, 2016, the Company has two office rental agreements totaling \$3,972 for the next seven years and commitments of \$6,418 related to the GC property. During the three and nine months ended December 31, 2016, the Company incurred rental expenses of \$93 and \$393, respectively (three and nine months ended December 31, 2015 - \$144 and \$479, respectively), which were included in office and administrative expenses on the consolidated statement of income.

Although the Company has taken steps to verify title to properties in which it has an interest, these procedures do not guarantee the Company's title. Property title may be subject to, among other things, unregistered prior agreements or transfers and may be affected by undetected defects.

Due to the size, complexity and nature of the Company's operations, the Company is subject to various claims, legal and tax matters arise in the ordinary course of business. Each of these matters is subject to various uncertainties and it is possible that some of these matters may be resolved unfavorably to the Company. The Company accrues for such items when a liability is both probable and the amount can be reasonably estimated.

In assessing loss contingencies related to legal proceedings that are pending against the Company or unasserted claims that may result in such proceedings, the Company and its legal counsel evaluate the perceived merits of any legal proceedings or unasserted claims as well as the perceived merits of the amount of relief sought or expected to be sought. Major legal proceedings against the Company are summarized as follows:

An action commenced pursuant to the Class Proceedings Act (Ontario) against the Company and certain of its senior officers and expert advisors was initiated in the Ontario Superior Court of Justice on May 21, 2013 relating to claims for misrepresentation, at common law and pursuant to secondary market civil liability provisions under the Securities Act (Ontario) (the "Mask Action"). The lead plaintiff is John Mask and the amount claimed as special damages or general damages, not including claims for costs and interest, is \$80 million or such other sum the court finds appropriate in the event this action is certified and judgment pronounced at trial. Two other class action lawsuits have been filed against the Company and certain of its senior officers and expert advisors in the Ontario Superior Court of Justice pursuant to the Class Proceedings Act (Ontario) on September 11, 2013 and in the British Columbia Supreme Court pursuant to the Class Proceedings Act (British Columbia) on September 9, 2013. The Company understands that, as between the three actions, only the Mask Action is proceeding at this time. On October 22, 2015 the Ontario Superior Court of Justice denied Mr. Mask leave to proceed with a class action and awarded costs in favour of Silvercorp. An appeal with the Court of Appeal for Ontario was denied on August 24, 2016 with further costs awarded in favour of Silvercorp. On October 23, 2016 Mr. Mask filed an application for leave to appeal to the Supreme Court of Canada. Subsequent to year end Mask discontinued the leave to appeal motion.

# Notes to Condensed Consolidated Interim Financial Statements as at December 31, 2016 and for three and nine months ended December 31, 2016 and 2015

(Unaudited)(Expressed in thousands of U.S. dollars, unless otherwise stated)

- On August 19, 2014, an action was commenced against the Company in the Supreme Court of British
  Columbia seeking an unspecified amount of damages for a claim of false imprisonment and
  defamation (the "Huang Action"). The case is currently scheduled for a 60 day jury trial, commencing
  February 2018. The Company believes that there is no merit to the allegations and intends to pursue
  a vigorous defence.
- During the year ended March 31, 2016, an action was initiated by Luoyang Mining Group Co., Ltd. ("Luoyang Mining") against Henan Found seeking payment of \$1.6 million (RMB10.0 million) plus interest related to the acquisition agreements Henan Found entered into in August 2012 to acquire the XHP Mine. The \$1.6 million has been included into the accounts payable and accrued liabilities on the consolidated statements of financial position of the Company. Henan Found did not make the final payment as certain commercial conditions were not fulfilled by Luoyang Mining. In April 2016, Henan Found filed a counter claim in Luoyang People's Court against Luoyang Mining to have the original acquisition agreements nullified and is seeking repayment of the amount paid to date of \$9.7 million (RMB62.8 million) plus compensation of direct loss of \$2.5 million (RMB16.5 million) arising from XHP mine. The carrying value of XHP mine was impaired to \$nil in fiscal year 2015.
- During the year ended March 31, 2016, SX Gold, a 100% owned subsidiary of Henan Found, commenced a legal action against Luoyang HA Mining Co. Ltd. ("HA Mining") to seek payment of \$4.0 million (RMB26.0 million) plus interest related to a share transfer agreement that SX Gold entered into with HA Mining in September 2013. Pursuant to the agreement, SX Gold was to transfer all shares it held in Songxian Zhongxin Mining Co. Ltd. to HA Mining for \$11.8 million (RMB76.0 million). SX Gold fulfilled its responsibilities and the title of the shares was transferred to HA Mining, who paid \$7.8 million (RMB50.0 million). The remaining \$4.0 million (RMB26.0 million) was unpaid. In April 2016, HA Mining filed a counter claim for \$2.2 million (RMB14.0 million). On June 17, 2016, the court issued an order in favor of SX Gold. The court order demands HA Mining to pay \$3.4 million (RMB22.75 million) to SX Gold. On July 1, 2016, HA Mining filed an appeal to the court order. This case is currently under appeal. The outstanding receivable amount of \$4.0 million (RMB26.0 million) was written off in prior years.

#### 21. SUPPLEMENTARY CASH FLOW INFORMATION

	December 31, 2016	March 31, 2016
Cash on hand and at bank	\$ 31,990	\$ 28,839
Bank term deposits and GICs	34,984	13,124
Total cash and cash equivalents	\$ 66,974	\$ 41,963

Changes in non-cash operating working capital:	Three Months Ended December 31,				Nine Months Ended December 31,			
		2016	2015		2016	2015		
Trade and other receivables	\$	77 \$	(55)	\$	<b>866</b> \$	(661)		
Inventories		(618)	(492)		(1,097)	(2,940)		
Prepaids and deposits		414	685		184	(16)		
Accounts payable and accrued liabilities		3,956	(2,701)		8,744	3,007		
Deposits received		(1,824)	(187)		127	(2,538)		
Due to related parties		(50)	(169)		(168)	(291)		
	\$	<b>1,955</b> \$	(2,919)	\$	<b>8,656</b> \$	(3,439)		