



**SANDSTORM**

GOLD ROYALTIES

# 2019 Third Quarter Report

For The Period Ended September 30, 2019

**Q3**

THE **GOLD STANDARD** IN ROYALTY INVESTMENTS



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**SECTION 01**

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# Management's Discussion and Analysis

For The Period Ended September 30, 2019

This management's discussion and analysis ("MD&A") for Sandstorm Gold Ltd. and its subsidiary entities (collectively "Sandstorm", "Sandstorm Gold" or the "Company") should be read in conjunction with the unaudited condensed consolidated interim financial statements of Sandstorm for the three and nine months ended September 30, 2019 and related notes thereto which have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB"), applicable to the preparation of interim financial statements including International Accounting Standard 34 – Interim Financial Reporting ("IAS 34"). Readers are encouraged to consult the Company's audited consolidated financial statements for the year ended December 31, 2018 and the corresponding notes to the financial statements which are available on SEDAR at [www.sedar.com](http://www.sedar.com). The information contained within this MD&A is current to October 30, 2019 and all figures are stated in U.S. dollars unless otherwise noted.

## COMPANY HIGHLIGHTS

### RECORD RESULTS

- Attributable Gold Equivalent ounces sold<sup>1</sup> (as defined hereinafter), for the three and nine months ended September 30, 2019 were 17,289 ounces and 47,716 ounces, respectively, compared with 14,314 and 43,464 ounces for the comparable periods in 2018. Attributable Gold Equivalent ounces sold for the three months ended September 30, 2019 represented a record for the Company.
- Revenue for the three and nine months ended September 30, 2019 was \$25.8 million and \$65.4 million, respectively, compared with \$17.3 million and \$55.7 million for the comparable periods in 2018. Revenue for the three months ended September 30, 2019 represented a record for the Company.
- Cash flows from operating activities, excluding changes in non-cash working capital<sup>1</sup>, for the three and nine months ended September 30, 2019 were \$18.2 million and \$45.5 million, respectively, compared with \$11.7 million and \$37.9 million for the comparable periods in 2018. Cash flows from operating activities, excluding changes in non-cash working capital<sup>1</sup>, for the three months ended September 30, 2019 represented a record for the Company.
- Cost of sales, excluding depletion, for the three and nine months ended September 30, 2019 were \$5.0 million and \$13.3 million, respectively, compared with \$3.5 million and \$11.9 million for the comparable periods in 2018.
- Average cash costs<sup>1</sup> for the three and nine months ended September 30, 2019 were \$288 and \$279 per Attributable Gold Equivalent ounce, respectively, compared with \$248 and \$273 per Attributable Gold Equivalent ounce for the comparable periods in 2018.
- Cash operating margins<sup>1</sup> for the three and nine months ended September 30, 2019 were \$1,203 and \$1,092 per Attributable Gold Equivalent ounce, respectively, compared with \$960 and \$1,008 per Attributable Gold Equivalent ounce for the comparable periods in 2018.

<sup>1</sup> Refer to section on non-IFRS and other measures of this MD&A.

### COMMERCIAL PRODUCTION

- On July 1, 2019, Equinox Gold achieved commercial production at the Aurizona Gold Mine. Sandstorm has a 3%-5% sliding scale NSR royalty on the project. At gold prices less than or equal to \$1,500 per ounce, the royalty is a 3% NSR. At gold prices between \$1,500 and \$2,000 per ounce, the royalty is a 4% NSR.

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## OVERVIEW

Sandstorm is a growth-focused company that seeks to acquire royalties and gold and other metals purchase agreements (“Gold Streams” or “Streams”) from companies that have advanced stage development projects or operating mines. In return for making upfront payments to acquire a Stream, Sandstorm receives the right to purchase, at a fixed price per ounce or at a fixed percentage of the spot price, a percentage of a mine’s gold, silver, or other commodity (“Gold Equivalent”)<sup>1</sup> production for the life of the mine. Sandstorm helps other companies in the resource industry grow their businesses, while acquiring attractive assets in the process. The Company is focused on acquiring Gold Streams and royalties from mines with low production costs, significant exploration potential and strong management teams. The Company currently has 189 Streams and royalties, of which 23 relate to properties where the underlying mines are producing.

<sup>1</sup> Refer to section on non-IFRS and other measures of this MD&A.

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## OUTLOOK

Based on the Company’s existing Gold Streams and royalties, attributable Gold Equivalent ounces sold (individually and collectively referred to as “Attributable Gold Equivalent”) are forecasted to be between 63,000–70,000 ounces in 2019. The Company is forecasting Attributable Gold Equivalent production of 140,000 ounces in 2023.

## — KEY PRODUCING ASSETS

### Yamana Silver Stream

◀ YAMANA GOLD INC.

The Company has a silver stream on Yamana Gold Inc.'s ("Yamana") gold-silver Cerro Moro mine, located in Santa Cruz, Argentina (the "Cerro Moro Mine" or "Cerro Moro"). Under the terms of the Yamana silver stream, Sandstorm has agreed to purchase for ongoing per ounce cash payments equal to 30% of the spot price of silver, an amount of silver from Cerro Moro equal to 20% of the silver produced (up to an annual maximum of 1.2 million ounces of silver), until Yamana has delivered to Sandstorm 7.0 million ounces of silver; then 9% of the silver produced thereafter.

#### ABOUT CERRO MORO

The Cerro Moro Mine, which commenced commercial production in 2018, is located approximately 70 kilometres southwest of the coastal port city of Puerto Deseado in the Santa Cruz province of Argentina. Cerro Moro contains several high-grade epithermal gold and silver deposits, some of which will be mined via open pit and some via underground mining methods. Yamana has also set an exploration objective of adding one million gold equivalent ounces to the mineral inventory at Cerro Moro over the next several years.

Yamana announced a \$15 million exploration budget in 2019 for the Cerro Moro mine. The budget is intended to be used for a drill program designed to test major structures that have the potential to host new mineralized zones and generate new targets.

### Chapada Copper Stream

◀ LUNDIN MINING CORPORATION

The Company has a copper stream on Lundin Mining Corporation's ("Lundin Mining") open pit gold-copper Chapada mine located 270 kilometres northwest of Brasília in Goiás State, Brazil ("Chapada" or the "Chapada Mine"). Under the terms of the Lundin Mining copper stream, Sandstorm has agreed to purchase, for ongoing per pound cash payments equal to 30% of the spot price of copper, an amount of copper from the Chapada Mine equal to:

- i. 4.2% of the copper produced (up to an annual maximum of 3.9 million pounds of copper) until the mine has delivered 39 million pounds of copper to Sandstorm; then
- ii. 3.0% of the copper produced until, on a cumulative basis, the mine has delivered 50 million pounds of copper to Sandstorm; then
- iii. 1.5% of the copper produced thereafter, for the life of the mine.

## ABOUT CHAPADA

In July 2019, Lundin Mining completed its previously announced agreement to acquire the Chapada Mine from Yamana. Chapada has been in production since 2007 and is a relatively low-cost South American copper-gold operation. The ore is treated through a flotation plant with processing capacity of 24 million tonnes of ore per annum. Yamana, the previous owners, discovered additional resources at Chapada and as a result began examining a potential plant expansion that would increase the processing rate up to 32 million tonnes of ore per annum. Lundin Mining is currently evaluating these and other scenarios for expansion. In October 2019, an updated technical report was filed which outlines production through 2050. For more information, visit the Lundin Mining website at [www.lundinmining.com](http://www.lundinmining.com).

## Houndé Royalty

◀ ENDEAVOUR MINING CORPORATION

The Company has a 2% net smelter returns royalty ("NSR") based on the production from the Houndé gold mine located in Burkina Faso, West Africa ("Houndé" or the "Houndé Mine") which is owned and operated by Endeavour Mining Corporation ("Endeavour").

The royalty covers the Kari North and Kari South tenements, representing approximately 500 square kilometres of the Houndé property package, and includes a Mineral Reserve of 1.7 million ounces (27.5 million tonnes at 2.0 grams per tonne using a cut-off grade of 0.5 grams per tonne gold, as of December 2018), including the Vindaloo deposit and the Bouéré deposit. See [www.endeavourmining.com](http://www.endeavourmining.com) for more information.

## ABOUT HOUNDÉ

Houndé is an open pit gold mine with a 3.0 million tonne per year processing plant using a gravity circuit and a carbon-in-leach plant. Endeavour recently announced that it has successfully extended the Kari Pump mineralized zone along with discovering additional mineralized zones. A number of the high-priority targets are on the Sandstorm royalty ground.

A 90,000 meter drilling campaign continues with the aim of delineating a maiden resource and reserve for the Kari West and Kari Center discoveries by the end of 2019.

## Diavik Diamond Royalty

◀ RIO TINTO PLC

The Company has a 1% gross proceeds royalty based on the production from the Diavik mine located in Lac de Gras, Northwest Territories, Canada ("Diavik" or the "Diavik Mine") which is operated by Rio Tinto PLC ("Rio Tinto").

The Diavik Mine is Canada's largest diamond mine. The mine began producing diamonds in January 2003 and has since produced more than 120 million carats from three kimberlite pipes (A154 South, A154 North, and A418). In the fourth quarter of 2018, Rio Tinto announced that it had achieved commercial production at its fourth open pit diamond pipe (A21).

### Santa Elena Gold Stream

◀ FIRST MAJESTIC SILVER CORP.

The Company has a Gold Stream to purchase 20% of the life of mine gold produced from First Majestic Silver Corp.'s ("First Majestic") open-pit and underground Santa Elena mine, located in Mexico (the "Santa Elena Mine"), for a per ounce cash payment equal to the lesser of \$455 and the then prevailing market price of gold.

The Santa Elena Mine was successfully transitioned from an open pit heap leach operation to an underground mining and milling operation and commercial production for the 3,000 tonne per day processing plant was declared in 2014. First Majestic recently announced that it has installed a new high intensity grinding mill with a design capacity of 3,000 tonnes per day. First Majestic further anticipates that the new mill will improve overall metallurgical recoveries and lower energy costs compared to traditional ball milling.

### Aurizona Gold Royalty

◀ EQUINOX GOLD CORP.

The Company has a 3%-5% sliding scale NSR on the production from Equinox Gold Corp.'s ("Equinox") open-pit Aurizona mine, located in Brazil ("Aurizona" or the "Aurizona Mine"). At gold prices less than or equal to \$1,500 per ounce, the royalty is a 3% NSR. At gold prices between \$1,500 and \$2,000 per ounce, the royalty is a 4% NSR. The royalty is calculated based on sales for the month and the average monthly gold price. In addition, Sandstorm holds a 2% NSR on Equinox's greenfields exploration ground. At any time prior to the commencement of commercial production at the greenfields exploration ground, Equinox can purchase one-half of the greenfields NSR for a cash payment of \$10 million.

On July 1, 2019, Equinox achieved commercial production at the Aurizona Gold Mine. A Feasibility Study on the Aurizona project, which was released on July 31, 2017, included estimated Proven and Probable Mineral Reserves of 971,000 ounces of gold (contained in 19.8 million tonnes at 1.5 grams per tonne gold with a cut-off grade of 0.4 grams per tonne from Boa Esperanza and 0.6 grams per tonne from Piaba) with expected annual production of 136,000 ounces. In March 2019, Equinox announced an updated mineral resource estimate whereby the total Measured & Indicated Resources (exclusive of reserves) increased to an estimated 692,000 ounces contained in 12.8 million tonnes at 1.7 grams per tonne gold (cut-off grade of 0.6 grams per tonne for open pit and 1.0 grams per tonne for underground resources). For more information refer to [www.equinoxgold.com](http://www.equinoxgold.com).



### Black Fox Gold Stream

◀ MCEWEN MINING INC.

The Company has a Gold Stream to purchase 8% of the life of mine gold produced from McEwen Mining Inc.'s ("McEwen") open pit and underground Black Fox mine, located in Ontario, Canada (the "Black Fox Mine"), and 6.3% of the life of mine gold produced from McEwen's Black Fox Extension, which includes a portion of McEwen's Pike River concessions, for a per ounce cash payment equal to the lesser of \$551 and the then prevailing market price of gold.

The Black Fox Mine began operating as an open pit mine in 2009 (depleted in 2015) and transitioned to underground operations in 2011. McEwen announced a 2019 exploration budget of \$18 million for the Black Fox complex which includes surface and underground drilling. For more information on the recently announced positive drill results, refer to [www.mcewenmining.com](http://www.mcewenmining.com)

### Bachelor Lake Gold Stream & Royalties

◀ BONTERRA RESOURCES INC.

The Company has a Gold Stream to purchase 20% of the gold produced from Bonterra Resources Inc.'s ("Bonterra") Bachelor Lake gold mine located in Quebec, Canada (the "Bachelor Lake Mine"), for a per ounce cash payment equal to the lesser of \$500 and the then prevailing market price of gold. Under the terms of the agreement, once a cumulative 12,000 ounces of gold were purchased by the Company, during the period between October 1, 2017 and October 1, 2019, the Gold Stream converted into a 3.9% NSR (the "Conversion Threshold"). As at the date of the MD&A, the Conversion Threshold had been met and accordingly, when combined with Sandstorm's existing royalties, the Company now holds a total 4.9% NSR on the Bachelor Lake Mine, a 3.9%–4.9% NSR on Bonterra's Barry gold project and a 1% NSR on a portion of Bonterra's Gladiator gold project.

Bonterra has the option to reduce the respective NSRs on the Bachelor Lake Mine or the Barry gold project by making a \$2.0 million payment to Sandstorm in each case (the "Purchase Option"). Upon exercising either of the Purchase Options, the respective NSR will decrease by 2.1%.

The Bachelor Lake Mine is an underground mining operation with an operating mill and surface infrastructure, which began production in early 2013. The Barry gold project and the Gladiator gold deposit are advanced exploration-stage assets located in the emerging Urban Barry camp.

Bonterra recently announced a company-wide mineral resource estimate for all of its Urban Barry exploration assets, including the Gladiator, Barry and Moroy deposits. The combined mineral resource estimate is part of Bonterra's strategy to fast track the development of the three deposits simultaneously and to optimize feed to the Urban Barry Mill over the life of the three mines. In order to concentrate on the exploration of all three of the deposits, Bonterra's mining operations are on care and maintenance.

### Karma Gold Stream

◀ ENDEAVOUR MINING CORPORATION

The Company has a Gold Stream which entitles it to purchase 25,000 ounces of gold over a five year period and thereafter 1.625% of the gold produced from Endeavour's open pit heap leach Karma gold mine located in Burkina Faso, West Africa ("Karma" or the "Karma Mine") for ongoing per ounce cash payment equal to 20% of the spot price of gold.

The Gold Stream, which on a gross basis requires Endeavour to deliver 100,000 ounces of gold over a five-year period starting March 31, 2016 and thereafter 6.5% of the equivalent gold production at the Karma Mine, is syndicated 75% and 25% between Franco-Nevada Corp. and Sandstorm, respectively.

The Karma Mine has several defined mineral deposits that make up the Karma project. Based on recent exploration work, Endeavour expects to extend the mine life beyond 10 years.

### Bracemac-McLeod Royalty

◀ GLENCORE PLC

Sandstorm has a 3% NSR based on 100% of the production from the Bracemac-McLeod property located in Matagami, Quebec, Canada ("Bracemac-McLeod" or the "Bracemac-McLeod Mine") which is owned and operated by a subsidiary of Glencore PLC ("Glencore").

The Bracemac-McLeod Mine is a high-grade volcanogenic massive sulphide deposit located in the historic and prolific Matagami mining district of Quebec. Continuous mining and milling operations have been active in the Matagami district for over fifty years with ten previously operating mines and one other currently producing mine. The Bracemac-McLeod Mine began initial production in the second half of 2013.

### Ming Gold Stream

◀ RAMBLER METALS & MINING PLC

The Company has a Gold Stream to purchase approximately 25% of the first 175,000 ounces of gold produced and 12% of the life of mine gold produced thereafter, from Rambler Metals & Mining PLC's ("Rambler") Ming Copper-Gold mine, located in Newfoundland, Canada (the "Ming Mine"). There are no ongoing per ounce payments required by Sandstorm in respect of the Ming Mine Gold Stream. In the event that the metallurgical recoveries of gold at the Ming Mine are below 85%, the percentage of gold that Sandstorm shall be entitled to purchase shall be increased proportionally. Based on 2018 metallurgical recoveries, Sandstorm's 2019 gold purchase entitlement was adjusted to 30%.

In 2018, Rambler announced a new Mineral Resource and Reserve estimate for the Ming Mine which results in a life of mine plan of more than 20 years. Production is expected from both the high-grade Massive Sulphide Zone and the Lower Footwall Zone at an average throughput of 1,250 tonnes of ore per day. For more information refer to [www.ramblermines.com](http://www.ramblermines.com).

## — OTHER PRODUCING ASSETS

### Gualcamayo Royalty

◀ MINEROS S.A.

The Company has a 1% NSR on the Gualcamayo gold mine (the “Gualcamayo Mine”) which is located in San Juan province, Argentina and owned and operated by Mineros S.A. (“Mineros”). The Gualcamayo Mine is an open pit, heap leach operation. Mineros is a Latin American gold producer with operations in Argentina, Colombia and Nicaragua.

### Thunder Creek Royalty

◀ PAN AMERICAN SILVER CORP.

The Company has a 1% NSR on the gold produced from the Thunder Creek and 144 properties (“Thunder Creek” or the “Thunder Creek Mine”) which are part of the Timmins West mine complex in Ontario, Canada which is owned and operated by Pan American Silver Corp. Thunder Creek is an underground mine that has been in production since 2010 and has produced more than 500,000 ounces of gold.

### Mine Waste Solutions Royalty

◀ ANGLOGOLD ASHANTI LTD.

The Company has a 1% NSR on the gold produced from Mine Waste Solutions tailings recovery operation (“MWS”) which is located near Stilfontein, South Africa, and is owned and operated by AngloGold Ashanti Ltd. (“AngloGold”). MWS is a gold and uranium tailings recovery operation. The operation re-processes multiple tailings dumps in the area through three production modules, the last of which was commissioned in 2011.

### San Andres Royalty

◀ AURA MINERALS INC.

The Company has a 1.5% NSR on the San Andres gold mine (the “San Andres Mine”) which is located in La Unión, Honduras and is owned and operated by Aura Minerals Inc. (“Aura Minerals”). The San Andres Mine is an open pit, heap leach operation. The mine has been in production since 1983 and has well-developed infrastructure, which includes power and water supply, warehouses, maintenance facilities, assay laboratory and on-site camp facilities.

### Emigrant Springs Royalty

◀ NEWMONT GOLDCORP CORPORATION

The Company has a 1.5% NSR on a portion of the Emigrant Springs gold mine (the “Emigrant Springs Mine”) which is located in the Carlin Trend in Nevada, U.S.A. and is owned and operated by Newmont Goldcorp Corporation (“Newmont”). The Emigrant Springs Mine is an open pit, heap leach operation that has been in production since the third quarter of 2012.

## — DEVELOPMENT ASSETS

### Hod Maden

◀ LIDYA MADENCILIK SANAYI VE TICARET A.S.

The Company has a 30% net profits interest and a 2% NSR on the Hod Maden gold-copper project, which is located in Artvin Province, northeastern Turkey (the “Hod Maden Project” or “Hod Maden”). The project is operated and co-owned by a Turkish partner, Lidya Madencilik Sanayi ve Ticaret A.S. (“Lidya”), which owns the remaining interest in the project. Lidya is an experienced Turkish company and is also a joint-venture partner with Alacer Gold Corp. on the producing Çöpler mine in Turkey. The Hod Maden Project Preliminary Feasibility Study envisions a conventional underground mine and processing facility producing copper-gold concentrates. The results of the recent 2018 Preliminary Feasibility Study demonstrate an estimated Proven and Probable Mineral Reserve of 2.6 million ounces of gold and 284.4 million pounds of copper being mined over an 11 year mine life (9.12 million tonnes at 8.9 grams per tonne gold and 1.4% copper or 11.9 grams per tonne gold equivalent based on a 2.6 grams per tonne gold equivalent cut-off grade). The study projects an estimated pre-tax net present value (5% discount rate) of \$1.4 billion and an internal rate of return of 60%. It is estimated that gold will be produced at an all-in sustaining cost on a co-product basis<sup>1</sup> of \$374 per ounce. For more information refer to [www.sandstormgold.com](http://www.sandstormgold.com).

With the release of the study, Hod Maden moves into the next stage of development. A gap analysis and trade-off studies on Hod Maden were completed during the first quarter of 2019 which will contribute to the Feasibility Study work, which began during the second quarter of 2019. In conjunction with the Feasibility Study, an Environmental Impact Assessment has been submitted and a public participation meeting was successfully conducted as part of the permitting process. The Feasibility Study is expected to be completed in the second half of 2020, with first production projected by the end of 2022.

The 30% Hod Maden net profits interest is a key component of the Company's portfolio, with some of the highlights including:

- ▶ **Significant increase in expected future production:** Hod Maden is an anchor asset that is expected to increase the Company's Attributable Gold Equivalent ounces to over 140,000 in 2023.
- ▶ **Significant exploration upside:** The Hod Maden deposit occurs within a significant 7.0 kilometre long north-south alteration zone. The majority of the exploration drilling has been within a 1.0 kilometre strike length of this alteration zone with several exploration targets identified along strike and parallel to the identified orebody.
- ▶ **Strong Partner:** Majority operator Lidya is a strong local partner with experience exploring, developing, permitting and operating projects in Turkey. Lidya is part of a large Turkish conglomerate called Çalik Holding and is currently involved in several projects in Turkey including a partnership with Alacer Gold Corp. on the producing Çöpler mine.

<sup>1</sup> Refer to section on non-IFRS and other measures of this MD&A.

## Relief Canyon Gold Stream

### AMERICAS GOLD AND SILVER CORPORATION

On April 3, 2019, the Company entered into a \$42.5 million financing package with Americas Gold and Silver Corporation ("Americas Silver") which includes a \$25 million precious metal stream and an NSR on the Relief Canyon gold project in Nevada, U.S.A. ("Relief Canyon" or the "Relief Canyon Project"), a \$10 million convertible debenture and a \$7.5 million private placement.

Under the terms of the precious metals stream, Sandstorm is entitled to receive 32,022 ounces of gold over a 5.5 year period beginning in April 2020 (the "Fixed Deliveries"). Under certain conditions, the starting date under the Fixed Deliveries may be extended by up to six months. After receipt of the Fixed Deliveries, the Company is entitled to purchase 4% of the gold and silver produced from the Relief Canyon Project for ongoing per ounce cash payments equal to 30%–65% of the spot price of gold or silver, with the range dependent on the concession's existing royalty obligations. In addition, Sandstorm will also receive a 1.4%–2.8% NSR on the area surrounding the Relief Canyon mine. The \$25 million precious metal stream advance, of which \$10 million was advanced during the nine months ended September 30, 2019 and an additional \$5 million which was advanced in October 2019, is conditional upon commencement of construction of the project and other customary provisions.

Americas Silver may elect to reduce the 4.0% Stream and NSR on the Relief Canyon Project by delivering 4,000 ounces of gold to Sandstorm (the "Purchase Option"). The Purchase Option may be exercised by Americas Silver at any time and is subject to a 10% annual premium. Upon exercising the Purchase Option, the 4.0% Stream will decrease to 2.0% and the NSR will decrease to 1.0%. Acquisition highlights include:

- ▶ **Near-Term Cash Flow:** Americas Silver expects Relief Canyon to produce an average of 91,000 ounces of gold per year.
- ▶ **Exploration Upside:** Relief Canyon has a large prospective land package that is relatively underexplored. Sandstorm's royalty covers the full property area surrounding the mine site.
- ▶ **Safe Jurisdiction:** Relief Canyon is located in Nevada, USA, one of the world's best mining jurisdictions. Americas Silver has mining and processing permits in place to re-start operations at the past-producing Relief Canyon mine.

The Relief Canyon Project is a past producing open pit mine located in Nevada, USA at the southern end of the Pershing Gold and Silver Trend, which hosts other projects such as Coeur Mining Inc.'s Rochester mine. Americas Silver has received permits to start construction and resume mining. Infrastructure on site includes access to power and water as well as a 21,500 ton per day heap leach processing facility that is fully permitted and constructed.

### Fruta Del Norte Royalty

◀ LUNDIN GOLD INC.

In January 2019, the Company acquired a 0.9% NSR on the precious metals produced from Lundin Gold Inc.'s ("Lundin Gold") Fruta del Norte gold project located in Ecuador ("Fruta del Norte" or "Fruta del Norte Mine").

The royalty was acquired from a private third party for \$32.8 million in cash and covers more than 644 square kilometres, including all 30 mining concessions held by Lundin Gold. The Fruta del Norte Mineral Reserve contains an estimated 5.0 million ounces of gold in 17.8 million tonnes of ore with an average grade of 8.7 grams per tonne, as of September 2018, ranking it amongst the highest-grade gold projects in the world (based on cut-off grade of 3.8 grams per tonne and 5.0 grams per tonne depending on mining method). Acquisition highlights include:

- ▶ **Near-Term Cash Flow:** Lundin Gold expects to pour first gold at Fruta del Norte in the fourth quarter of 2019, with commercial production expected in the first half of 2020. Fruta del Norte's average annual production is expected to exceed 300,000 ounces of gold per year over the initial mine life. Current reserves support a 15-year initial mine life.
- ▶ **Exploration Upside:** The royalty covers precious metals production from all 644 square kilometres of concessions held by Lundin Gold, plus an additional one kilometre area of interest around the property. Exploration potential at Fruta del Norte remains excellent, with multiple early and advanced exploration targets already identified. Exploration is currently focused on the Suarez pull-apart basin, the structure that hosts the Fruta del Norte gold deposit.
- ▶ **Strong Partner:** Lundin Gold is backed by Mr. Lukas Lundin, an established mining entrepreneur, and its management team has significant mine development and operating experience.

### Hugo North Extension & Heruga Gold Stream

◀ ENTRÉE RESOURCES LTD.

The Company has a Gold Stream with Entrée Resources Ltd. ("Entrée") to purchase an amount equal to 5.62% and 4.26%, respectively, of the gold and silver produced from the Hugo North Extension and Heruga deposits located in Mongolia, (the "Hugo North Extension" and "Heruga", respectively) for per ounce cash payments equal to the lesser of \$220 per ounce of gold and \$5 per ounce of silver and the then prevailing market price of gold and silver, respectively. Additionally, Sandstorm has a copper stream to purchase an amount equal to 0.42% of the copper produced from Hugo North Extension and Heruga for per pound cash payments equal to the lesser of \$0.50 per pound of copper and the then prevailing market price of copper.

The Company is not required to contribute any further capital, exploration, or operating expenditures to Entrée.

The Hugo North Extension is a copper-gold porphyry deposit and Heruga is a copper-gold-molybdenum porphyry deposit. Both projects are located in the South Gobi desert of Mongolia, approximately 570 kilometres south of the capital city of Ulaanbaatar and 80 kilometres north of the border with China. The Hugo North Extension and Heruga are part of the Oyu Tolgoi mining complex and are managed by Oyu Tolgoi LLC, a subsidiary of Turquoise Hill Resources Ltd. and the Government of Mongolia, and its project manager Rio Tinto PLC. Entrée retains a 20% interest in the Hugo North Extension and Heruga.

In 2018, Entrée released a National Instrument 43-101 Technical Report relating to its interests in the Hugo North Extension and Heruga. The report allows Entrée to discuss preliminary economics for the potential future phases of the Oyu Tolgoi mine, beyond Lift 1, including Lift 2 and Heruga.

### Hackett River Royalty

◀ GLENCORE PLC

The Company has a 2% NSR on the Hackett River property located in Nunavut, Canada (the “Hackett River Project” or “Hackett River”) which is owned by a subsidiary of Glencore.

Hackett River is a silver-rich volcanogenic massive sulphide deposit and is one of the largest undeveloped projects of its kind. The property contains four massive sulphide bodies that occur over a 6.6 kilometre strike length. A Preliminary Economic Assessment updated in 2010 evaluated a possible large-scale open pit and underground operation, processing up to 17,000 tonnes per day. The most recent Glencore Reserves and Resources statement, effective December 31, 2018, reported an estimated 27.1 million tonnes of Indicated Resources containing 4.5% zinc and 130.0 grams per tonne silver plus 60.0 million tonnes of Inferred Resources with 4.0% zinc and 150.0 grams per tonne silver. For more information refer to [www.glencore.com](http://www.glencore.com) and the Technical Report dated July 26, 2010 under Sabina Gold & Silver Corp.’s profile on [www.sedar.com](http://www.sedar.com).

### Lobo-Marte Royalty

◀ KINROSS GOLD CORPORATION

The Company has a 1.05% NSR on production from the Lobo-Marte project located in the Maricunga gold district of Chile (the “Lobo-Marte Project” or “Lobo-Marte”) which is owned by Kinross Gold Corp. (“Kinross”).

In 2019, Kinross announced a Scoping Study for Lobo-Marte (effective December 31, 2018). The study estimates a mine life that could extend beyond 10 years and a total life of mine production of approximately 4.1 million ounces of gold at a grade of 1.2 grams per tonne gold from the current Measured and Indicated Resources of 185.4 million tonnes at 1.2 grams per tonne containing 7.0 million ounces. Kinross is now progressing to a Preliminary Feasibility Study with permitting efforts also underway. For more information refer to [www.kinross.com](http://www.kinross.com).

**Agi Dagi & Kirazli Royalty**

◀ ALAMOS GOLD INC.

The Company has a \$10 per ounce royalty based on the production from the Agi Dagi and the Kirazli gold development projects located in the Çanakkale Province of northwestern Turkey ("Agi Dagi" and "Kirazli", respectively) which are both owned by Alamos Gold Inc. ("Alamos Gold"). The royalty is payable by Newmont and is subject to a maximum of 600,000 ounces from Agi Dagi and a maximum of 250,000 ounces from Kirazli.

A 2017 Feasibility Study on Agi Dagi and a 2017 Feasibility Study on Kirazli contemplated both projects as stand-alone open pit, heap leach operations. Under the respective studies, Agi Dagi is expected to produce an average of 177,600 ounces of gold per year over a 6-year mine life while Kirazli is expected to produce an average of 104,000 ounces of gold per year over a 5 year mine life. For more information refer to [www.alamosgold.com](http://www.alamosgold.com).

**Prairie Creek Royalty**

◀ NORZINC LTD.

The Company has a 1.2% NSR on the Prairie Creek project (the "Prairie Creek Project") located in the Northwest Territories, Canada and owned by NorZinc Ltd. ("NorZinc"). The Prairie Creek Project is a zinc, silver and lead project that is 100%-owned by NorZinc and based on a Feasibility Study has an estimated Proven and Probable Mineral Reserve of 8.1 million tonnes containing 8.6% zinc, 124.2 grams per tonne silver and 8.1% lead. For more information, refer to [www.norzinc.com](http://www.norzinc.com).

**Mt. Hamilton Royalty**

◀ WATERTON PRECIOUS METALS FUND II CAYMAN, LP

The Company has a 2.4% NSR on the Mt. Hamilton gold project (the "Mt. Hamilton Project"). The Mt. Hamilton Project is located in White Pine County, Nevada, U.S.A. and is owned by Waterton Precious Metals Fund II Cayman, LP.

**— OTHER**

Under the Company's normal course issuer bid ("NCIB"), the Company is able until April 4, 2020, to purchase up to 13.0 million common shares. The NCIB provides the Company with the option to purchase its common shares from time to time. During the nine months ended September 30, 2019, the Company, under its previous and current NCIB, purchased and cancelled approximately 8.1 million common shares for a total of \$43.2 million. Subsequent to period end and under the Company's current NCIB, the Company purchased and cancelled an additional 0.6 million common shares for a total of \$3.4 million.



## Summary of Quarterly Results

QUARTERS ENDED

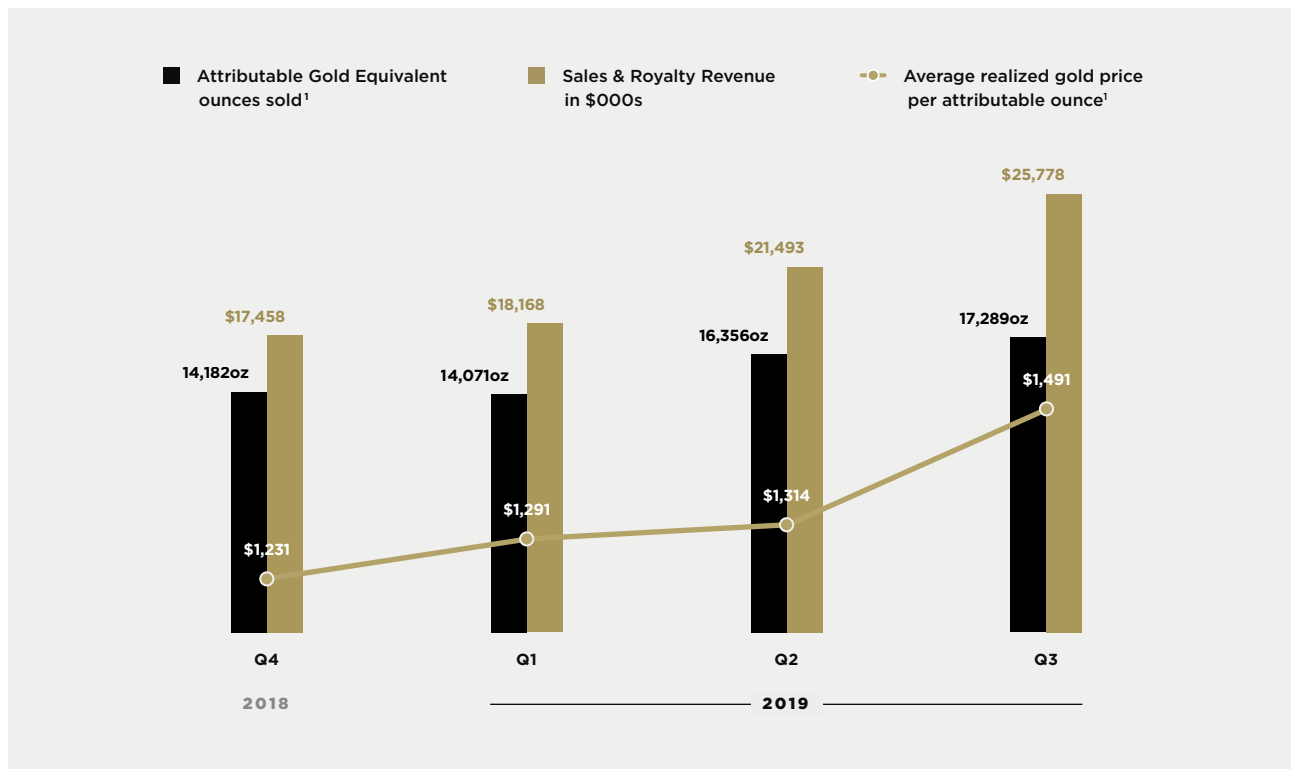
In \$000s (except for per share amounts)	Sep. 30, 2019	Jun. 30, 2019	Mar. 31, 2019	Dec. 31, 2018
Total revenue	\$ 25,778	\$ 21,493	\$ 18,168	\$ 17,458
Attributable Gold Equivalent ounces sold <sup>1</sup>	17,289	16,356	14,071	14,182
Sales	\$ 17,518	\$ 16,443	\$ 12,627	\$ 12,523
Royalty revenue	8,260	5,050	5,541	4,935
Average realized gold price per attributable ounce <sup>1</sup>	1,491	1,314	1,291	1,231
Average cash cost per attributable ounce <sup>1</sup>	288	301	241	292
Cash flows from operating activities	14,255	13,449	13,965	10,844
Net income	6,150	2,434	2,497	2,749
Basic income per share	0.03	0.01	0.01	0.02
Diluted income per share	0.03	0.01	0.01	0.01
Total assets	608,817	601,062	620,143	588,887
Total long-term liabilities	51,576	40,727	47,265	510

In \$000s (except for per share amounts)	Sep. 30, 2018	Jun. 30, 2018	Mar. 31, 2018	Dec. 31, 2017
Total revenue	\$ 17,289	\$ 18,933	\$ 19,470	\$ 15,446
Attributable Gold Equivalent ounces sold <sup>1</sup>	14,314	14,465	14,685	12,032
Sales	\$ 10,766	\$ 13,771	\$ 13,572	\$ 12,978
Royalty revenue	6,523	5,162	5,898	2,468
Average realized gold price per attributable ounce <sup>1</sup>	1,208	1,309	1,326	1,284
Average cash cost per attributable ounce <sup>1</sup>	248	296	276	340
Cash flows from operating activities	11,092	14,110	11,528	9,859
Net income	2,093	658	372	709
Basic income per share	0.01	0.00	0.00	0.00
Diluted income per share	0.01	0.00	0.00	0.00
Total assets	577,098	623,430	647,321	660,915
Total long-term liabilities	582	660	2,749	2,807

<sup>1</sup> Refer to section on non-IFRS and other measures of this MD&A.

## Summary of Quarterly Results

QUARTERS ENDED



<sup>1</sup> Refer to section on non-IFRS and other measures of this MD&A.

Changes in sales, net income and cash flow from operating activities from quarter to quarter are affected primarily by fluctuations in production at the mines, the timing of shipments, changes in the price of commodities, as well as acquisitions of Streams and royalty agreements and the commencement of operations of mines under construction. For more information refer to the quarterly commentary discussed below.

The Company's operating segments for the three months ended September 30, 2019 are summarized in the table below:

In \$000s	Product	Attributable Gold Equivalent ounces sold	Sales and royalty revenues	Cost of sales, excluding depletion	Depletion expense	Other	Income (loss) before taxes	Cash flow from operating activities
Aurizona	Gold	985	\$ 1,468	\$ -	\$ 371	\$ -	\$ 1,097	\$ 168
Bachelor Lake	Gold	1,500	2,250	750	150	-	1,350	750
Black Fox	Gold	690	1,024	380	459	-	185	645
Bracemac-McLeod <sup>1</sup>	Various	653	973	-	399	-	574	903
Chapada	Copper	1,780	2,654	797	803	-	1,054	1,857
Diavik	Diamonds	1,193	1,779	-	1,324	-	455	1,729
Houndé	Gold	1,073	1,600	-	934	-	666	737
Karma	Gold	1,250	1,851	372	806	-	673	1,485
Ming	Gold	590	884	-	505	-	379	884
Santa Elena	Gold	2,901	4,325	1,332	174	-	2,819	2,994
Yamana silver stream	Silver	3,038	4,530	1,355	3,052	-	123	3,174
Other Royalties <sup>2</sup>	Various	1,636	2,440	-	1,021	(59)	1,478	1,474
Corporate		-	-	-	-	550	(2,275)	(2,545)
<b>Consolidated</b>		<b>17,289</b>	<b>\$ 25,778</b>	<b>\$ 4,986</b>	<b>\$ 9,998</b>	<b>\$ 491</b>	<b>\$ 8,578</b>	<b>\$ 14,255</b>

<sup>1</sup> Royalty revenue from Bracemac-McLeod consists of \$0.4 million from copper and \$0.6 million from zinc.

<sup>2</sup> Includes royalty revenue from gold of \$2.3 million and other base metals of \$0.1 million.

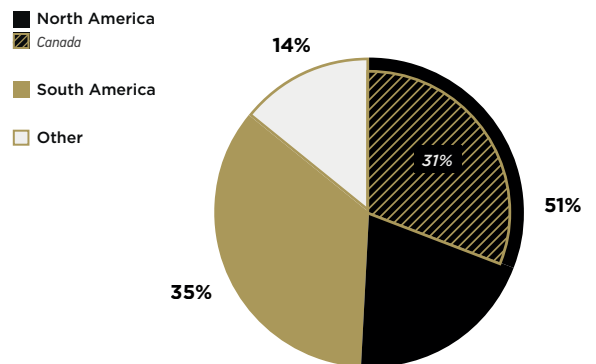
### Q3 2019

#### Attributable Gold Equivalent Ounces Sold

Yamana Silver Stream	3,038oz
Santa Elena	2,901oz
Chapada	1,780oz
Bachelor Lake	1,500oz
Karma	1,250oz
Diavik	1,193oz
Houndé	1,073oz
Aurizona	985oz
Black Fox	690oz
Bracemac-McLeod	653oz
Ming	590oz
Other Royalties	1,636oz

### Q3 2019

#### Sales & Royalty Revenues by Region



The Company's operating segments for the three months ended September 30, 2018 are summarized in the table below:

In \$000s	Product	Attributable Gold Equivalent ounces sold	Sales and royalty revenues	Cost of sales, excluding depletion	Depletion expense	Other	Income (loss) before taxes	Cash flow from operating activities
Bachelor Lake	Gold	1,541	\$ 1,859	\$ 750	\$ 113	\$ -	\$ 996	\$ 1,122
Black Fox	Gold	895	1,080	484	261	-	335	596
Bracemac-McLeod <sup>1</sup>	Various	595	718	-	332	-	386	783
Chapada	Copper	2,347	2,835	851	1,032	-	952	1,984
Diavik	Diamonds	2,110	2,549	-	1,196	-	1,353	2,249
Houndé	Gold	1,399	1,690	-	973	-	717	1,469
Karma	Gold	1,484	1,799	365	913	-	521	1,435
Ming	Gold	204	246	-	120	-	126	246
Santa Elena	Gold	1,886	2,274	858	124	-	1,292	1,278
Yamana silver stream	Silver	598	722	236	482	-	4	485
Other Royalties <sup>2</sup>	Various	1,255	1,517	-	904	-	613	1,260
Other	Gold	-	-	-	-	359	(359)	-
Corporate		-	-	-	-	(505)	(3,737)	(1,815)
<b>Consolidated</b>		<b>14,314</b>	<b>\$ 17,289</b>	<b>\$ 3,544</b>	<b>\$ 6,450</b>	<b>\$ (146)</b>	<b>\$ 3,199</b>	<b>\$ 11,092</b>

<sup>1</sup> Royalty revenue from Bracemac-McLeod consists of \$0.3 million from copper and \$0.4 million from zinc.

<sup>2</sup> Includes royalty revenue from gold of \$1.3 million and other base metals of \$0.2 million.

### — THREE MONTHS ENDED SEPTEMBER 30, 2019 COMPARED TO THE THREE MONTHS ENDED SEPTEMBER 30, 2018

For the three months ended September 30, 2019, net income and cash flow from operating activities were \$6.2 million and \$14.3 million, respectively, compared with net income and cash flow from operating activities of \$2.1 million and \$11.1 million for the comparable period in 2018. The change in net income is attributable to an increase in revenue (described in greater detail below) and several other factors including:

- A \$2.0 million increase in the gains recognized on the revaluation of the Company's investments; whereby, a gain of \$2.1 million was recognized during the three months ended September 30, 2019 largely driven by the change in fair value of the Americas Silver and Equinox convertible debentures, while during the three months ended September 30, 2018, the Company recognized a gain of \$0.1 million;

Partially offset by:

- A \$3.5 million increase in non-cash depletion expense and a \$1.4 million increase in cost of sales, excluding depletion, primarily driven by an increase in the number of Attributable Gold Equivalent ounces sold.

For the three months ended September 30, 2019, revenue was \$25.8 million compared with \$17.3 million for the comparable period in 2018. The increase is largely attributable to a 21% increase in the Attributable Gold Equivalent Ounces sold and a 23% increase in the average realized gold price per attributable ounce.

In particular, the increase in revenue was driven by:

- A \$3.8 million increase in sales revenue attributable to the Yamana silver stream largely driven by an increase in the number of silver ounces sold. In July 2019, Sandstorm received its second quarterly silver delivery from Yamana's Cerro Moro Mine. This delivery, which amounted to 300,000 silver ounces, represented the maximum quarterly amount under the stream agreement;
- A \$2.1 million increase in sales revenue from the Santa Elena mine largely driven by an increase of approximately 1,015 gold ounces sold. The increase is partly attributed to the timing of sales and higher gold grades from the mine's Main Vein;
- A \$1.5 million increase in royalty revenue attributable to the Aurizona Mine which commenced commercial production in July 2019; and
- A \$0.9 million increase in revenue attributable to the Company's Other Royalties. This increase is partly attributable to the commencement of production on several mineral concessions which are subject to the Company's underlying royalties.

#### — NINE MONTHS ENDED SEPTEMBER 30, 2019 COMPARED TO THE NINE MONTHS ENDED SEPTEMBER 30, 2018

For the nine months ended September 30, 2019, net income and cash flow from operating activities were \$11.1 million and \$41.7 million, respectively, compared with net income and cash flow from operating activities of \$3.1 million and \$36.7 million for the comparable period in 2018. The increase is partly related to an increase in revenue (described in greater detail below) as well as due to items that were recognized during the nine months ended September 30, 2018 that did not occur during the nine months ended September 30, 2019, including the recognition of a \$4.5 million non-cash impairment charge relating to the Company's Gualcamayo royalty. In addition, the increase is attributable to several other factors including:

- A \$5.7 million increase on the gains recognized on the revaluation of the Company's investments; whereby, a gain of \$4.7 million was recognized during the nine months ended September 30, 2019 largely driven by the change in fair value of the Americas Silver and Equinox convertible debentures, while during the nine months ended September 30, 2018, the Company recognized a loss of \$1.0 million;

Partially offset by:

- A \$6.6 million increase in non-cash depletion expense, primarily driven by an increase in the number of Attributable Gold Equivalent ounces sold;
- A \$3.3 million increase in deferred income tax expense partly related to certain items that were recognized during the nine months ended September 30, 2018 that did not occur during the nine months ended September 30, 2019 including a reduction in the deferred tax liability on the Gualcamayo royalty as a result of the related impairment charge recognized thereon; and
- A \$1.4 million increase in finance expense as the Company had drawn more debt under its revolving credit facility during the nine months ended September 30, 2019 when compared to the comparable period in 2018.

For the nine months ended September 30, 2019, revenue was \$65.4 million compared with \$55.7 million for the comparable period in 2018. The increase is largely attributable to a 10% increase in the number of Attributable Gold Equivalent ounces sold and a 7% increase in the average realized gold price per attributable ounce. In particular, the increase in revenue was driven by:

- A \$6.9 million increase in sales revenue attributable to the Yamana silver stream largely driven by an increase in the number of silver ounces sold. In April and July of 2019, Sandstorm received its respective quarterly silver deliveries from Yamana's Cerro Moro Mine. Both deliveries, which amounted to 300,000 silver ounces each, represented the maximum quarterly amount under the stream agreement;
- A \$2.5 million increase in sales revenue from the Ming Mine largely driven by a 249% increase in the number of gold ounces sold. The increase is largely attributable to the timing of sales, whereby the Company had received 1,191 gold ounces by December 31, 2018 and those ounces were sold in the subsequent period;
- A \$1.5 million increase in revenue attributable to the Company's Other Royalties. This increase is partly attributable to the commencement of production on several mineral concessions which are subject to the Company's underlying royalties;
- A \$1.5 million increase in royalty revenue attributable to the Aurizona Mine which commenced commercial production in July 2019; and
- A \$1.4 million increase in gold sales revenue attributable to the Bachelor Lake Mine Gold Stream largely driven by a 20% increase in the number of gold ounces sold. The increase was largely related to the timing of sales. A total of 1,500 gold ounces were in inventory as at September 30, 2019 and were sold subsequent to quarter end;

Partially offset by:

- A \$1.6 million decrease in revenue attributable to the Black Fox Mine primarily driven by a 38% decrease in the number of gold equivalent ounces sold. The decrease is partly related to a reduction in production at the mine; and
- A \$0.8 million decrease in sales revenue from the Chapada copper stream primarily due to a decrease in the average realized selling price of copper which decreased from an average of \$3.05 per pound in the first nine months of 2018 to an average of \$2.76 per pound in the first nine months of 2019.

### — THREE MONTHS ENDED SEPTEMBER 30, 2019 COMPARED TO THE OTHER QUARTERS PRESENTED

When comparing net income of \$6.2 million and cash flow from operating activities of \$14.3 million for the three months ended September 30, 2019 with net income/loss and cash flow from operating activities for the other quarters presented, the following items impact comparability of analysis:

- A \$4.5 million non-cash impairment charge relating to the Company's Gualcamayo royalty was recognized during the three months ended March 31, 2018, and during the three months ended December 31, 2017, a \$4.6 million non-cash impairment charge relating to the Company's Emigrant Springs royalty was recognized;
- The Company recognized gains and losses with respect to the revaluation of its investments, which were primarily driven by changes in the fair value of the Equinox and Americas Silver convertible debentures. These gains/losses were recognized as follows:
  - During the three months ended September 30, 2019, a gain of \$2.1 million was recognized;
  - During the three months ended June 30, 2019, a gain of \$1.4 million was recognized;
  - During the three months ended March 31, 2019, a gain of \$1.2 million was recognized;
  - During the three months ended December 31, 2018, a gain of \$1.1 million was recognized;
  - During the three months ended September 30, 2018, a gain of \$0.1 million was recognized;
  - During the three months ended June 30, 2018, a loss of \$0.5 million was recognized;
  - During the three months ended March 31, 2018, a loss of \$0.6 million was recognized;
  - During the three months ended December 31, 2017, a gain of \$4.4 million was recognized; and
- Overall, Attributable Gold Equivalent ounces sold have increased over the course of the last four years as a result of the acquisition of various assets including the Houndé royalty acquisition in January 2018, the Teck Resources Limited royalty package which consists of 52 royalties and was purchased during the three months ended March 31, 2016 and the Yamana silver stream and copper stream which were acquired in the three months ended December 31, 2015.

## — CHANGE IN TOTAL ASSETS

Total assets increased by \$7.8 million from June 30, 2019 to September 30, 2019, partly resulting from (i) \$10 million remitted to Americas Silver for the construction of the Relief Canyon mine, which was partly financed through the Company's revolving credit facility; and (ii) an increase in the Hod Maden interest due to the appreciation of the Turkish Lira, which is the functional currency of the entity that holds the Hod Maden interest, relative to the U.S. dollar, which is the presentation currency of Sandstorm Gold Ltd.; partially offset by depletion expense. The appreciation was partly responsible for the increase in other comprehensive income during the three months ended September 30, 2019. Total assets decreased by \$19.1 million from March 31, 2019 to June 30, 2019, partly resulting from depletion expense. Total assets increased by \$31.3 million from December 31, 2018 to March 31, 2019 primarily resulting from the acquisition of the Fruta del Norte royalty which was partly financed through the Company's revolving credit facility; partially offset by a decrease in the Hod Maden interest due to the devaluation of the Turkish Lira. The devaluation was largely responsible for the decrease in other comprehensive income during the three months ended March 31, 2019. Total assets increased by \$11.8 million from September 30, 2018 to December 31, 2018 primarily resulting from an increase in the Hod Maden interest due to the appreciation of the Turkish Lira relative to the U.S. dollar. This change was largely responsible for the increase in other comprehensive income during the three months ended December 31, 2018. Total assets decreased by \$46.3 million from June 30, 2018 to September 30, 2018 primarily resulting from (i) a reduction in the Hod Maden interest due to a devaluation of the Turkish Lira relative to the U.S. dollar; and (ii) a decrease in the valuation of investments. Both of these items were largely responsible for the decrease in other comprehensive income in the period. Total assets decreased by \$23.9 million from March 31, 2018 to June 30, 2018 primarily resulting from (i) depletion expense; and (ii) a reduction in the Hod Maden interest due to a devaluation of the Turkish Lira relative to the U.S. dollar, with a corresponding decrease in other comprehensive income in the period; partially offset by increases in the Company's cash balance due to positive cash flow from operating activities. Total assets decreased by \$13.6 million from December 31, 2017 to March 31, 2018 primarily resulting from (i) depletion expense; (ii) non-cash impairment charges; and (iii) a reduction in the Hod Maden interest due to a devaluation of the Turkish Lira relative to the U.S. dollar, with a corresponding decrease in other comprehensive income in the period.



## — NON-IFRS AND OTHER MEASURES

The Company has included, throughout this document, certain performance measures, including (i) average cash cost per Attributable Gold Equivalent ounce, (ii) average realized gold price per Attributable Gold Equivalent ounce, (iii) cash operating margin, (iv) cash flows from operating activities excluding changes in non-cash working capital and (v) all-in sustaining cost per gold ounce on a co-product basis. The presentation of these non-IFRS measures is intended to provide additional information and should not be considered in isolation or as a substitute for measures of performance prepared in accordance with IFRS. These non-IFRS measures do not have any standardized meaning prescribed by IFRS, and other companies may calculate these measures differently.

- i. Average cash cost per Attributable Gold Equivalent ounce is calculated by dividing the Company's cost of sales, excluding depletion by the number of Attributable Gold Equivalent ounces sold. The Company presents average cash cost per Attributable Gold Equivalent ounce as it believes that certain investors use this information to evaluate the Company's performance in comparison to other streaming companies in the precious metals mining industry who present results on a similar basis. **Figure 1.1** provides a reconciliation of average cash cost of gold on a per ounce basis.

<b>Figure 1.1</b>	<b>3 Months Ended Sep. 30, 2019</b>	<b>3 Months Ended Sep. 30, 2018</b>	<b>9 Months Ended Sep. 30, 2019</b>	<b>9 Months Ended Sep 30, 2018</b>
Cost of Sales, excluding depletion <sup>1</sup>	\$ 4,986	\$ 3,544	\$ 13,314	\$ 11,867
<b>Divided by:</b>				
Total Attributable Gold Equivalent ounces sold <sup>2</sup>	17,289	14,314	47,716	43,464
<b>Equals:</b>				
<b>Average cash cost (per Attributable Gold Equivalent ounce)</b>	<b>\$ 288</b>	<b>\$ 248</b>	<b>\$ 279</b>	<b>\$ 273</b>

<sup>1</sup> Cost of Sales, excluding depletion, includes cash payments made for Gold Equivalent ounces associated with commodity streams.

<sup>2</sup> The Company's royalty and other commodity stream revenue is converted to an Attributable Gold Equivalent ounce basis by dividing the royalty and other commodity revenue for that period by the average realized gold price per ounce from the Company's Gold Streams for the same respective period. These Attributable Gold Equivalent ounces when combined with the gold ounces sold from the Company's Gold Streams equal total Attributable Gold Equivalent ounces sold.

- ii. Average realized gold price per Attributable Gold Equivalent ounce is calculated by dividing the Company's sales by the number of Attributable Gold Equivalent ounces sold. The Company presents average realized gold price per Attributable Gold Equivalent ounce as it believes that certain investors use this information to evaluate the Company's performance in comparison to other streaming companies in the precious metals mining industry that present results on a similar basis. **Figure 1.2** provides a reconciliation of average realized gold price per Attributable Gold Equivalent ounce.

<b>Figure 1.2</b>	<b>3 Months Ended Sep. 30, 2019</b>	<b>3 Months Ended Sep. 30, 2018</b>	<b>9 Months Ended Sep. 30, 2019</b>	<b>9 Months Ended Sep. 30, 2018</b>
Total Revenue	\$ 25,778	\$ 17,289	\$ 65,439	\$ 55,692
<b>Divided by:</b>				
Total Attributable Gold Equivalent ounces sold	17,289	14,314	47,716	43,464
<b>Equals:</b>				
Average realized gold price (per Attributable Gold Equivalent ounce)	\$ 1,491	\$ 1,208	\$ 1,371	\$ 1,281

iii. Cash operating margin is calculated by subtracting the average cash cost per Attributable Gold Equivalent ounce from the average realized gold price per Attributable Gold Equivalent ounce. The Company presents cash operating margin as it believes that certain investors use this information to evaluate the Company's performance in comparison to other streaming companies in the precious metals mining industry that present results on a similar basis.

iv. Cash flows from operating activities excluding changes in non-cash working capital is calculated by adding back the decrease or subtracting the increase in changes in non-cash working capital to or from cash provided by (used in) operating activities. The Company presents cash flows from operating activities excluding changes in non-cash working capital as it believes that certain investors use this information to evaluate the Company's performance in comparison to other streaming companies in the precious metals mining industry that present results on a similar basis. **Figure 1.3** provides a reconciliation of cash flows from operating activities excluding changes in non-cash working capital.

<b>Figure 1.3</b>	<b>3 Months Ended Sep. 30, 2019</b>	<b>3 Months Ended Sep. 30, 2018</b>	<b>9 Months Ended Sep. 30, 2019</b>	<b>9 Months Ended Sep. 30, 2018</b>
Cash flows from operating activities	\$ 14,255	\$ 11,092	\$ 41,669	\$ 36,730
<b>Add:</b>				
Changes in non-cash working capital	\$ 3,947	\$ 564	\$ 3,871	\$ 1,161
<b>Equals:</b>				
Cash flows from operating activities excluding changes in non-cash working capital	\$ 18,202	\$ 11,656	\$ 45,540	\$ 37,891

- v. The Company has also used the non-IFRS measure of all-in sustaining cost per gold ounce on a co-product basis. With respect to the Hod Maden project, all-in sustaining cost per gold ounce on a co-product basis is calculated by removing the impact of other metals that are produced as a result of gold production and apportions the costs (operating costs, royalties, treatment and refining costs and sustaining capital) to each commodity produced on a percentage of revenue basis. These gold apportioned costs are then divided by the payable gold ounces produced. The Company presents all in sustaining cost per gold ounce on a co-product basis as it believes that certain investors use this information to evaluate the Company's performance in comparison to other companies in the precious metals mining industry that present results on a similar basis.

$$[(\text{Operating Costs } (\$557.6 \text{ million}) + \text{Royalties } (\$131.4 \text{ million}) + \text{Treatment \& Refining Costs } (\$164.9 \text{ million}) + \text{Sustaining Capital } (\$114.2 \text{ million})) \times \text{Gold Revenue } (\$2,586.4 \text{ million}) / \text{Total Revenue } (\$3,360.8 \text{ million})] / \text{Payable Gold Ounces } (1,990,000 \text{ ounces}) = \$374 \text{ all in sustaining cost per ounce.}$$

## — LIQUIDITY AND CAPITAL RESOURCES

As of September 30, 2019, the Company had cash and cash equivalents of \$5.1 million (December 31, 2018 — \$5.9 million) and working capital, defined as current assets less current liabilities, of \$25.6 million (December 31, 2018 — \$21.7 million). As of the date of the MD&A, \$46 million remains outstanding under the revolving credit facility, leaving \$179 million undrawn and available for future acquisitions and for general corporate purposes.

During the nine months ended September 30, 2019, the Company generated cash flows from operating activities of \$41.7 million compared with \$36.7 million during the comparable period in 2018, with the increase being primarily attributable to (i) an increase in the number of Attributable Gold Equivalent ounces sold and (ii) an increase in the average realized selling price of gold; partially offset by changes in non-cash working capital.

During the nine months ended September 30, 2019, the Company had net cash outflows from investing activities of \$50.7 million which were primarily the result of (i) the \$32.8 million payment in connection with the Fruta del Norte royalty acquisition; (ii) the \$10 million payment to Americas Silver as part of the Relief Canyon stream; and (iii) the acquisition of \$21.9 million in investments and other. These outflows were partially offset by cash receipts of \$19.0 million largely related to the sale of investments as the Company continues its strategy of monetizing its non-core assets. During the nine months ended September 30, 2018, the Company had net cash outflows from investing activities of \$29.5 million which were primarily the result of the \$45.0 million payment in connection with the Houndé royalty acquisition; partially offset by \$24.0 million in cash receipts largely driven from the sale of Equinox debt and equity investments as the Company continues to monetize its non-core investments.

During the nine months ended September 30, 2019, the Company had net cash inflows from financing activities of \$8.3 million largely related to: (i) a \$84.5 million draw down on its revolving credit facility to help fund the Company's recent acquisitions; (ii) the subsequent repayment of \$36.5 million under the same revolving credit facility as well as \$2.0 million in related interest expense; and (iii) \$42.5 million related to the redemption of the Company's common shares under the NCIB; partially offset by \$4.8 million in proceeds from the exercise of stock options and warrants. During the nine months ended September 30, 2018, the Company had net cash outflows from financing of \$8.3 million largely related to cash outflows of \$11.0 million related to the redemption of the Company's common shares under the NCIB; partially offset by \$3.4 million in proceeds from the exercise of stock options and warrants. During this same period, the Company drew down \$16 million on its revolving credit facility to help fund the acquisition of the Houndé royalty. The \$16 million draw down was subsequently repaid within the same period utilizing cash flow from operating activities and the proceeds from the sale of non-core investments.

## — CONTRACTUAL OBLIGATIONS

In connection with its commodity streams, the Company has committed to purchase the following:

Stream	% of Life of Mine Gold or Relevant Commodity <sup>4, 5, 6, 7, 8</sup>	Per Ounce Cash Payment: lesser of amount below and the then prevailing market price of commodity (unless otherwise noted) <sup>1, 2, 3</sup>
Black Fox	8%	\$551
Chapada	4.2%	30% of copper spot price
Entrée	5.62% on Hugo North Extension and 4.26% on Heruga	\$220
Karma	26,875 ounces over 5 years and 1.625% thereafter	20% of gold spot price
Ming	25% of the first 175,000 ounces of gold produced, and 12% thereafter	\$nil
Relief Canyon	32,022 ounces over 5.5 years and 4% thereafter	Varies
Santa Elena	20%	\$455
Yamana silver stream	20%	30% of silver spot price

<sup>1</sup> Subject to an annual inflationary adjustment except for Ming.

<sup>2</sup> For the Entrée Gold Stream, after approximately 8.6 million ounces of gold have been produced from the joint venture property, the price increases to \$500 per gold ounce.

<sup>3</sup> For the Entrée silver stream, percentage of life of mine is 5.62% on Hugo North Extension and 4.26% on Heruga which the Company can purchase for the lesser of the prevailing market price and \$5 per ounce of silver until 40.3 million ounces of silver have been produced from the entire joint venture property. Thereafter, the purchase price will increase to the lesser of the prevailing market price and \$10 per ounce of silver.

<sup>4</sup> For the Entrée Gold and silver stream, percentage of life of mine is 5.62% on Hugo North Extension and 4.26% on Heruga if the minerals produced are contained below 560 metres in depth.

- 5 For the Entrée Gold and silver stream, percentage of life of mine is 8.43% on Hugo North Extension and 6.39% on Heruga if the minerals produced are contained above 560 metres in depth.
- 6 For the Entrée copper stream, the Company has committed to purchase an amount equal to 0.42% of the copper produced from the Hugo North Extension and Heruga deposits. If the minerals produced are contained above 560 metres in depth, then the commitment increases to 0.62% for both the Hugo North Extension and Heruga deposits. Sandstorm will make ongoing per pound cash payments equal to the lesser of \$0.50 and the then prevailing market price of copper, until 9.1 billion pounds of copper have been produced from the entire joint venture property. Thereafter, the ongoing per pound payments will increase to the lesser of \$1.10 and the then prevailing market price of copper.
- 7 For the Chapada copper stream, the Company has committed to purchase an amount equal to 4.2% of the copper produced (up to an annual maximum of 3.9 million pounds of copper) until the mine has delivered 39 million pounds of copper to Sandstorm; then 3.0% of the copper produced until, on a cumulative basis, the mine has delivered 50 million pounds of copper to Sandstorm; then 1.5% of the copper produced thereafter, for the life of the mine.
- 8 Under the terms of the Yamana silver stream, Sandstorm has agreed to purchase an amount of silver from Cerro Moro equal to 20% of the silver produced (up to an annual maximum of 1.2 million ounces of silver), until Yamana has delivered to Sandstorm 7.0 million ounces of silver; then 9.0% of the silver produced thereafter.

As part of Sandstorm's Relief Canyon Gold Stream and subject to customary provisions, the Company has \$10 million remaining of its commitment to remit to Americas Silver for the construction of the project.

## — SHARE CAPITAL

As of October 30, 2019, the Company had 174,791,982 common shares outstanding. As disclosed previously, the funds from the issuance of share capital have been used to finance the acquisition of Gold Streams and royalties (recent acquisitions are described earlier in greater detail), with the net proceeds of the 2016 equity financing used to reduce the balance of the Company's revolving credit facility.

A summary of the Company's share purchase options as of October 30, 2019 is as follows:

Year of expiry	Number outstanding	Vested	Exercise price per share (range) (CAD) <sup>1</sup>	Weighted average exercise price per share (CAD) <sup>1, 2</sup>
2019	229,374	229,374	2.93	2.93
2020	921,333	921,333	3.60–3.64	3.61
2021	1,313,000	875,338	4.96	4.96
2022	1,257,534	727,537	4.66–15.00	5.00
2023	3,130,000	-	5.92	-
	<b>6,851,241</b>	<b>2,753,582</b>		<b>4.33</b>

<sup>1</sup> For options exercisable in British Pounds Sterling ("GBP"), exercise price is translated to Canadian Dollars ("CAD") using the period end exchange rate.

<sup>2</sup> Weighted average exercise price of options that are exercisable.

A summary of the Company's warrants as of October 30, 2019 is as follows:

Number outstanding	Exercise price per share	Expiry Date
3,000,000	\$ 4.50	March 23, 2020
15,000,000	3.50	October 27, 2020
4,959,700	4.00	November 3, 2020
<b>22,959,700</b>		

The Company has 2,263,932 Restricted Share Rights ("RSRs") outstanding as at October 30, 2019.

## — KEY MANAGEMENT PERSONNEL COMPENSATION

The remuneration of directors and those persons having authority and responsibility for planning, directing and controlling activities of the Company are as follows:

In \$000s	3 Months Ended Sep. 30, 2019	3 Months Ended Sep. 30, 2018	9 Months Ended Sep. 30, 2019	9 Months Ended Sep. 30, 2018
Employee salaries and benefits	\$ 305	\$ 299	\$ 910	\$ 912
Share based payments	921	673	2,734	1,998
<b>Total key management compensation expense</b>	<b>\$ 1,226</b>	<b>\$ 972</b>	<b>\$ 3,644</b>	<b>\$ 2,910</b>

## — FINANCIAL INSTRUMENTS

The Company's financial instruments consist of cash and cash equivalents, trade and other receivables, short-term and long-term investments, loans receivable which are included in other assets, trade and other payables and bank debt. The Company's short and long-term investments are initially recorded at fair value and subsequently revalued to their fair market value at each period end based on inputs such as equity prices. Investments are held for long-term strategic purposes. The fair value of the Company's other financial instruments which include cash and cash equivalents, trade and other receivables, loans receivable which are included in other assets, trade and other payables and bank debt approximate their carrying values at September 30, 2019.

### Credit Risk

The Company's credit risk is limited to cash and cash equivalents, loans receivable which are included in other assets, trade and other receivables and the Company's investments in convertible debentures. The Company's trade and other receivables are subject to the credit risk of the counterparties who own and operate the mines underlying Sandstorm's royalty portfolio. In order to mitigate its exposure to credit risk, the Company closely monitors its financial assets and maintains its cash deposits in several high-quality financial institutions. The Company's investments in convertible debentures are subject to the counterparties' credit risk. In particular, the Company's convertible debentures due from Equinox and Americas Silver are subject to the respective counterparty credit risk and the Company's ability to realize on its security. Furthermore, the convertible debenture due from Equinox is subject to the risk that the value of Equinox's equity decreases below the puttable price of the instrument. The impact of expected credit losses on trade receivables and financial assets held at amortized cost is not material.

### Currency Risk

Financial instruments that impact the Company's net income (loss) or other comprehensive income (loss) due to currency fluctuations include: cash and cash equivalents, trade and other receivables and trade and other payables denominated in Canadian dollars. Based on the Company's Canadian dollar denominated monetary assets and monetary liabilities at September 30, 2019 a 10% increase (decrease) of the value of the Canadian dollar relative to the United States dollar would not have a material impact on net income or other comprehensive income.

### Other Risks

Sandstorm holds common shares, convertible debentures, warrants and investments of other companies with a combined fair market value as at September 30, 2019 of \$69.6 million (December 31, 2018 — \$60.2 million). The daily exchange traded volume of these shares, including the shares underlying the warrants, may not be sufficient for the Company to liquidate its position in a short period of time without potentially affecting the market value of the shares. The Company is subject to default risk with respect to any debt instruments. The Company is exposed to equity price risk as a result of holding these investments in other mining companies. The Company does not actively trade these investments. Based on the Company's investments held as at September 30, 2019 a 10% increase (decrease) in the equity prices of these investments would increase (decrease) net income by \$1.1 million and other comprehensive income by \$3.9 million.

## — OTHER RISKS TO SANDSTORM

The primary risk factors affecting the Company are set forth below. For additional discussion of risk factors, please refer to the Company's Annual Information Form dated March 22, 2019, which is available on [www.sedar.com](http://www.sedar.com).

The Chapada Mine, the Cerro Moro Mine, the Diavik Mine, the Aurizona Mine, the Fruta del Norte Mine, the Relief Canyon Project, the Santa Elena Mine, the Karma Mine, the Ming Mine, the Black Fox Mine, the Bachelor Lake Mine, the Hugo North Extension and Heruga deposits, the Mt. Hamilton Project, the Gualcamayo Mine, the Emigrant Springs Mine, the Thunder Creek Mine, MWS, the San Andres Mine, the Prairie Creek Project, the Bracemac-McLeod Mine, the Hod Maden Project, the Hackett River Project, the Lobo-Marte Project, Agi Dagi and Kirazli, the Houndé Mine and other royalties and commodity streams in Sandstorm's portfolio are hereafter referred to as the "Mines".

### **Risks Relating to Mineral Projects**

To the extent that they relate to the production of gold or an applicable commodity from, or the operation of, the Mines, the Company will be subject to the risk factors applicable to the operators of such Mines. Whether the Mines will be commercially viable depends on a number of factors, including cash costs associated with extraction and processing, the particular attributes of the deposit, such as size, grade and proximity to infrastructure, as well as metal prices which are highly cyclical and government regulations, including regulations relating to prices, taxes, royalties, land tenure, land use, importing and exporting of minerals and environmental protection. The Mines are also subject to other risks that could lead to their shutdown and closure including flooding and weather related events, the failure to receive permits or having existing permits revoked, collapse of mining infrastructure including tailings pond, as well as community or social related issues. The exact effect of these factors cannot be accurately predicted, but the combination of these factors may result in the Mines becoming uneconomic resulting in their shutdown and closure. The Company is not entitled to purchase gold, other commodities, receive royalties or receive economic benefit from its interest in the Hod Maden Project, if no gold or applicable commodity is produced from the Mines.

### **No Control Over Mining Operations**

The Company has no contractual rights relating to the operation or development of the Mines. Except for any payments which may be payable in accordance with applicable completion guarantees or cash flow guarantees, the Company will not be entitled to any material compensation if these mining operations do not meet their forecasted gold or other production targets in any specified period or if the Mines shut down or discontinue their operations on a temporary or permanent basis. The Mines may not commence commercial production within the time frames anticipated, if at all, and there can be no assurance that the gold or other production from such properties will ultimately meet forecasts or targets. At any time, any of the operators of the Mines or their successors may decide to suspend or discontinue operations. The Company is subject to the



risk that the Mines shut down on a temporary or permanent basis due to issues including, but not limited to economics, lack of financial capital, floods, fire, mechanical malfunctions, social unrest, expropriation and other risks. There are no guarantees the Mines will achieve commercial production, ramp-up targets or complete expansion plans. These issues are common in the mining industry and can occur frequently.

### **Government Regulations**

The Mines are subject to various foreign laws and regulations governing prospecting, exploration, development, production, exports, taxes, labour standards, waste disposal, protection and remediation of the environment, reclamation, historic and cultural resources preservation, mine safety and occupational health, handling, storage and transportation of hazardous substances and other matters. It is possible that the risks of expropriation, cancellation or dispute of licenses could result in substantial costs, losses and liabilities in the future. The costs of discovering, evaluating, planning, designing, developing, constructing, operating and closing the Mines in compliance with such laws and regulations are significant. It is possible that the costs and delays associated with compliance of such laws and regulations could become such that the owners or operators of the Mines would not proceed with the development of or continue to operate the Mines. Moreover, it is possible that future regulatory developments, such as increasingly strict environmental protection laws, regulations and enforcement policies thereunder, and claims for damages to property and persons resulting from the Mines could result in substantial costs and liabilities in the future.

### **International Operations**

The operations with respect to the Company's gold, other precious metals and other interests are conducted in Canada, Mexico, the United States, Mongolia, Burkina Faso, Ecuador, South Africa, Ghana, Botswana, Cote D'Ivoire, Argentina, Brazil, Chile, Peru, Paraguay, Honduras, French Guiana, Turkey, Sweden and Australia and as such, the Mines are exposed to various levels of political, economic and other risks and uncertainties. These risks and uncertainties include, but are not limited to, terrorism, international sanctions, hostage taking, military repression, crime, political instability, currency controls, extreme fluctuations in currency exchange rates, high rates of inflation, labour unrest, the risks of war or civil unrest, expropriation and nationalization, renegotiation or nullification of existing concessions, licenses, permits, approvals and contracts, illegal mining, changes in taxation policies, restrictions on foreign exchange and repatriation, changing political conditions, and governmental regulations. Changes, if any, in mining or investment policies or shifts in political attitude may adversely affect the operations or profitability of the Mines in these countries. Operations may be affected in varying degrees by government regulations with respect to, but not limited to, restrictions on production, price controls, export controls, currency remittance, income taxes, expropriation of property, foreign investment, maintenance of claims, environmental legislation, land use, land claims of local people, water use, mine safety and the rewarding of contracts to local contractors

or require foreign contractors to employ citizens of, or purchase supplies from, a particular jurisdiction. Any adverse developments with respect to Lidya, its cooperation or in its exploration, development, permitting and operation of the Hod Maden Project in Turkey may adversely affect the Company's 30% net profits interest in the project. There are no assurances that the Company will be able to successfully convert its 30% interest in the Hod Maden Project into a commodity stream or royalty nor are there any assurances that the Company may be able to maintain its interest in Hod Maden if sanctions are imposed on Turkey or Lidya and its related entities. Any changes or unfavorable assessments with respect to (i) the validity, ownership or existence of the Entrée concessions; as well as (ii) the validity or enforceability of Entrée's joint venture agreement with Oyu Tolgoi LLC may adversely affect the Company's profitability or profits realized under the Entrée Stream. A failure to comply strictly with applicable laws, regulations and local practices relating to mineral right applications and tenure, could result in loss, reduction or expropriation of entitlements, or the imposition of additional local or foreign parties as joint venture partners with carried or other interests. The occurrence of these various factors and uncertainties cannot be accurately predicted and could have an adverse effect on the Mines.

### **Income Taxes**

No assurance can be given that new taxation rules will not be enacted or that existing rules will not be applied in a manner which could result in the Company's past and future profits being subject to increased levels of income tax. The Company's prior years' tax returns may be audited by the Canada Revenue Agency ("CRA"), and no assurances can be given that tax matters, if they so arise will be resolved favorably. The CRA recently completed an audit of Sandstorm Gold Ltd.'s 2009–June 2015 tax returns and issued a corresponding finalization letter in February 2019. Based on the letter received, there would be no adverse implications for the Company's financial statements if the Company accepted the CRA's proposed adjustments. The majority of the Company's Streams and royalties have been entered into directly by Canadian based subsidiaries and are therefore, subject to Canadian tax. The profits attributable to the Company's historical Barbados entity have all been attributed to Canada and the profits from these Streams continue to be subject to Canadian tax.

### **Commodity Prices for Metals Produced from the Mines**

The price of the common shares, warrants, and the Company's financial results may be significantly adversely affected by a decline in the price of gold, silver and/or copper (collectively, the "Metals"). The price of the Metals fluctuates widely, especially in recent years, and is affected by numerous factors beyond the Company's control, including but not limited to, the sale or purchase of the Metals by various central banks and financial institutions, interest rates, exchange rates, inflation or deflation, fluctuation in the value of the U.S. dollar and foreign currencies, global and regional supply and demand, and the political and economic conditions of major gold, silver and copper producing countries throughout the world.

In the event that the prevailing market price of the Metals are at or below the price at which the Company can purchase such commodities pursuant to the terms of the Stream agreements associated with the metal interests, the Company will not generate positive cash flow or earnings. Declines in market prices could cause an operator to reduce, suspend or terminate production from an operating project or construction work at a development project, which may result in a temporary or permanent reduction or cessation of revenue from those projects, and the Company might not be able to recover the initial investment in Streams and royalties.

### **Diamond Prices and Demand for Diamonds**

The price of the common shares, warrants, and the Company's financial results may be significantly adversely affected by a decline in the price and demand for diamonds. Diamond prices fluctuate and are affected by numerous factors beyond the control of the Company, including worldwide economic trends, worldwide levels of diamond discovery and production, and the level of demand for, and discretionary spending on, luxury goods such as diamonds. Low or negative growth in the worldwide economy, renewed or additional credit market disruptions, natural disasters or the occurrence of terrorist attacks or similar activities creating disruptions in economic growth could result in decreased demand for luxury goods such as diamonds, thereby negatively affecting the price of diamonds. Similarly, a substantial increase in the worldwide level of diamond production or the release of stocks held back during recent periods of lower demand could also negatively affect the price of diamonds. In each case, such developments could have a material adverse effect on the Company's results of operations.

### **Information Systems and Cyber Security**

The Company's information systems, and those of its counterparties under the precious metal purchase agreements and vendors, are vulnerable to an increasing threat of continually evolving cybersecurity risks. Unauthorized parties may attempt to gain access to these systems or the Company's information through fraud or other means of deceiving the Company's counterparties.

The Company's operations depend, in part, on how well the Company and its suppliers, as well as counterparties under the commodity purchase and royalty agreements, protect networks, equipment, information technology systems and software against damage from a number of threats. The failure of information systems or a component of information systems could, depending on the nature of any such failure, adversely impact the Company's reputation and results of operations.

Although to date the Company has not experienced any material losses relating to cyber-attacks or other information security breaches, there can be no assurance that the Company will not incur such losses in the future. The Company's risk and exposure to these matters cannot be fully mitigated because of, among other things, the evolving nature of these threats. As a result, cyber security

and the continued development and enhancement of controls, processes and practices designed to protect systems, computers, software, data and networks from attack, damage or unauthorized access remain an area of attention.

### **Key Management**

The Company is dependent upon the services of a small number of key management personnel who are highly skilled and experienced. The Company's ability to manage its activities will depend in large part on the efforts of these individuals. The Company faces intense competition for qualified personnel, and there can be no assurance that the Company will be able to attract and retain such personnel. The loss of the services of one or more of such key management personnel could have a material adverse effect on the Company.

### **Environmental**

All phases of mining and exploration operations are subject to environmental regulation pursuant to a variety of government laws and regulations. Environmental legislation is becoming stricter, with increased fines and penalties for non-compliance, more stringent environmental assessments of proposed projects and heightened responsibility for companies and their officers, directors and employees. Continuing issues with tailings dam failures at other companies' operations may increase the likelihood that these stricter standards and enforcement mechanisms will be implemented in the future. There can be no assurance that possible future changes in environmental regulation will not adversely affect the operations at the Mines, and consequently, the results of Sandstorm's operations. Failure by the operators of the Mines to comply with these laws, regulations and permitting requirements may result in enforcement actions, including orders issued by regulatory or judicial authorities causing operations to cease or be curtailed, and may include corrective measures requiring capital expenditures, installation of additional equipment, or remedial actions. The occurrence of any environmental violation or enforcement action may have an adverse impact on the operations at the Mines, Sandstorm's reputation and could adversely affect Sandstorm's results of operations.

Government regulation relating to emission levels (such as carbon taxes) and energy efficiency is becoming more prevalent and stringent. While some of the costs associated with reducing emissions may be offset by increased energy efficiency and technological innovation, Sandstorm expects that increased government regulation will result in increased costs at some operations at the Mines if the current regulatory trend continues. All of Sandstorm's mining interests are exposed to climate-related risks through the operations at the Mines. Climate change could result in challenging conditions and extreme weather that may adversely affect the operations at the Mines and there can be no assurances that mining operations will be able to predict, respond to, measure, monitor or manage the risks posed as a result of climate change factors.

### **Solvency Risk of Counterparties**

The price of the common shares and the Company's financial results may be significantly affected by the Mines operators' ability to continue as a going concern and have access to capital. The lack of access to capital could result in these companies entering bankruptcy proceedings and as a result, Sandstorm may not be able to realize any value from its respective Streams or royalties.

## **— OTHER**

### **Critical Accounting Estimates**

The preparation of consolidated financial statements in conformity with IFRS requires management to make estimates and assumptions that affect the reported amount of assets and liabilities and disclosure of contingent liabilities at the date of the consolidated financial statements, and the reported amounts of revenues and expenditures during the periods presented. Notes 2 and 4 of the Company's 2018 annual consolidated financial statements describes all of the significant accounting policies as well as the significant judgments and estimates.

### **Disclosure Controls and Procedures**

Disclosure controls and procedures are designed to provide reasonable assurance that all relevant information is gathered and reported to senior management, including the Company's Chief Executive Officer and the Chief Financial Officer, on a timely basis so that appropriate decisions can be made regarding public disclosure. The Company's system of disclosure controls and procedures includes, but is not limited to, the Disclosure Policy, the Code of Conduct, the Stock Trading Policy, Corporate Governance, the effective functioning of the Audit Committee and procedures in place to systematically identify matters warranting consideration of disclosure by the Audit Committee.

### **Management's Report on Internal Control Over Financial Reporting**

Management of the Company is responsible for establishing and maintaining effective internal control over financial reporting as such term is defined in the rules of the National Instrument 52-109 in Canada ("NI 52-109") and under the Securities Exchange Act of 1934, as amended, in the United States. The Company's internal control over financial reporting is designed to provide reasonable assurance regarding the reliability of the Company's financial reporting for external purposes in accordance with IFRS as issued by the IASB.

The Company's internal control over financial reporting includes:

- maintaining records, that in reasonable detail, accurately and fairly reflect our transactions and dispositions of the assets of the Company;
- providing reasonable assurance that transactions are recorded as necessary for preparation of the consolidated financial statements in accordance with IFRS as issued by the IASB;

- providing reasonable assurance that receipts and expenditures are made in accordance with authorizations of management and the directors of the Company; and
- providing reasonable assurance that unauthorized acquisition, use or disposition of Company assets that could have a material effect on the Company's consolidated financial statements would be prevented or detected on a timely basis.

The Company's internal control over financial reporting may not prevent or detect all misstatements because of inherent limitations. Additionally, projections of any evaluation of effectiveness to future periods are subject to the risk that controls may become inadequate because of changes in conditions or deterioration in the degree of compliance with the Company's policies and procedures.

### **Changes in Internal Controls**

There were no changes in internal controls of the Company during the three months ended September 30, 2019 that have materially affected, or are likely to materially affect, the Company's internal control over financial reporting.

### **Limitations of Controls and Procedures**

The Company's management, including the Chief Executive Officer and the Chief Financial Officer, believe that any disclosure controls and procedures or internal controls over financial reporting, no matter how well conceived and operated, can provide only reasonable, not absolute, assurance that the objectives of the control system are met. Further, the design of a control system must reflect the fact that there are resource constraints, and the benefits of controls must be considered relative to their costs. Because of the inherent limitations in all control systems, they cannot provide absolute assurance that all control issues and instances of fraud, if any, within the Company have been prevented or detected. These inherent limitations include the realities that judgments in decision-making can be faulty, and that breakdowns can occur because of simple error or mistake. Additionally, controls can be circumvented by the individual acts of some persons, by collusion of two or more people, or by unauthorized override of the control. The design of any systems of controls also is based in part upon certain assumptions about the likelihood of future events, and there can be no assurance that any design will succeed in achieving its stated goals under all potential future conditions. Accordingly, because of the inherent limitations in a cost effective control system, misstatements due to error or fraud may occur and not be detected.

## **New Accounting Policies**

The IASB has issued the following new standards which are effective January 1, 2019. Pronouncements that are not applicable to the Company have been excluded from this note.

### **IFRS 16: LEASES**

IFRS 16 establishes a comprehensive framework for recognition, measurement and classification of leases and requires lessees to recognize assets and liabilities for most leases. It has replaced International Accounting Standard (“IAS”) 17 Leases and related interpretations. The Company has adopted IFRS 16 retrospectively from January 1, 2019 and has not restated comparatives for the 2018 reporting period, as permitted under the specific transitional provisions in the standard. The reclassifications and adjustments arising from the new leasing rules are recognized on the opening statement of financial position on January 1, 2019 to the extent they arise; however, no adjustments were necessary to the Company's opening retained earnings as a result of the adoption of this standard. With respect to the Company's office leases, a \$3 million right-of-use asset and a corresponding liability for the same amount was recognized as at January 1, 2019. Adoption of the new standard did not give rise to any material changes to the Company's processes, IT controls or condensed consolidated interim financial statements.

On adoption of IFRS 16, the Company recognized lease liabilities in relation to leases which had previously been classified as operating leases under the principles of IAS 17 Leases. These liabilities were measured at the present value of the remaining lease payments, discounted using the Company's incremental borrowing rate as of January 1, 2019. The associated right-of-use assets were measured at an amount equal to the lease liability, adjusted by the amount of any prepaid or accrued lease payments relating to that lease recognized in the statement of financial position as at December 31, 2018. Refer to note 2 of the condensed consolidated interim financial statements for the amended accounting policy as a result of adoption of IFRS 16.

### **IFRIC INTERPRETATION 23: UNCERTAINTY OVER INCOME TAX TREATMENTS**

In June 2017, the IASB issued IFRS Interpretations Committee (“IFRIC”) Interpretation 23 Uncertainty over Income Tax Treatments, which is applied to the determination of taxable profit or loss, unused tax losses, unused tax credits, tax rates and tax bases, when there is uncertainty about income tax treatment under IAS 12 Income Taxes. IFRIC 23 is effective January 1, 2019 and is to be applied retrospectively. The new standard did not have a material impact on the Company's condensed consolidated interim financial statements.

## FORWARD LOOKING STATEMENTS

This MD&A and any exhibits attached hereto and incorporated herein, if any, contain “forward-looking statements”, within the meaning of the U.S. Securities Act of 1933, as amended, the U.S. Securities Exchange Act of 1934, as amended, the United States Private Securities Litigation Reform Act of 1995, and applicable Canadian and other securities legislation, concerning the business, operations and financial performance and condition of Sandstorm. Forward-looking information is provided as of the date of this MD&A and Sandstorm does not intend, and does not assume any obligation, to update this forward-looking information, except as required by law.

Generally, forward-looking information can be identified by the use of forward-looking terminology such as “plans”, “expects” or “does not expect”, “is expected”, “budget”, “scheduled”, “estimates”, “forecasts”, “intends”, “anticipates” or “does not anticipate”, or “believes”, or variations of such words and phrases or statements that certain actions, events or results “may”, “could”, “would”, “might” or “will be taken”, “occur” or “be achieved”. Forward-looking information is based on reasonable assumptions that have been made by Sandstorm as at the date of such information and is subject to known and unknown risks, uncertainties and other factors that may cause the actual results, level of activity, performance or achievements of Sandstorm to be materially different from those expressed or implied by such forward-looking information, including but not limited to: the impact of general business and economic conditions; the Chapada Mine, the Cerro Moro Mine, the Houndé Mine, the Ming Mine, the Gualcamayo Mine, the Fruta del Norte Mine, the Santa Elena Mine, the Black Fox Mine, the Aurizona Mine, the Relief Canyon Project, the Karma Mine, the Emigrant Springs Mine, the Thunder Creek Mine, MWS, the Hugo North Extension and Heruga deposits, the mines underlying the Sandstorm portfolio of royalties, the Bachelor Lake Mine, the Diavik Mine, the Mt. Hamilton Project, the Prairie Creek Project, the San Andres Mine, the Hod Maden Project, the Hackett River Project, the Lobo-Marte Project, Agi Dagi and Kirazli or the Bracemac-McLeod Mine; the absence of control over mining operations from which Sandstorm will purchase gold and risks related to those mining operations, including risks related to international operations, government and environmental regulation, actual results of current exploration activities, conclusions of economic evaluations and changes in project parameters as plans continue to be refined; problems inherent to the marketability of minerals; industry conditions, including fluctuations in the price of metals, fluctuations in foreign exchange rates and fluctuations in interest rates; government entities interpreting existing tax legislation or enacting new tax legislation in a way which adversely affects Sandstorm; stock market volatility; competition; as well as those factors discussed in the section entitled “Risks to Sandstorm” herein and those risks described in the section entitled “Risk Factors” contained in Sandstorm’s most recent Annual Information Form for the year ended December 31, 2018 available at [www.sedar.com](http://www.sedar.com) and [www.sec.gov](http://www.sec.gov) and incorporated by reference herein.

Forward-looking information in this MD&A includes, among other things, disclosure regarding: Sandstorm’s existing Gold Streams and royalties as well as its future outlook, the Mineral Reserve and Mineral Resource estimates for each of the Chapada Mine, the Cerro Moro Mine, the Houndé Mine, the Diavik Mine, the Aurizona Mine, the Gualcamayo Mine, the Fruta del Norte Mine, the Relief Canyon Project, the Emigrant Springs Mine, the Thunder Creek Mine, MWS, the Santa Elena Mine, the Ming Mine, the Black Fox Mine, the Hugo North Extension and Heruga deposits, the Karma Mine, the mines underlying the Sandstorm portfolio of royalties, the Bachelor Lake Mine, the Mt. Hamilton Project, the Prairie Creek Project, the San Andres Mine, the Hod Maden Project, the Hackett River Project, the Lobo-Marte Project, Agi Dagi and Kirazli and the Bracemac-McLeod Mine. Forward-looking information is based on assumptions management believes to be reasonable, including but not limited to the continued operation of the mining operations from which Sandstorm will purchase gold, other commodity or receive royalties from, no material adverse change in the market price of commodities, that the mining operations will operate in accordance with their public statements and achieve their stated production outcomes, and such other assumptions and factors as set out therein.

Although Sandstorm has attempted to identify important factors that could cause actual actions, events or results to differ materially from those contained in forward-looking information, there may be other factors that cause actions, events or results not to be as anticipated, estimated or intended. There can be no assurance that such information will prove to be accurate, as actual results and future events could differ materially from those anticipated in such information. Accordingly, readers should not place undue reliance on forward-looking information.



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**SECTION 02**

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# **Condensed Consolidated Interim Financial Statements (unaudited)**

**For The Period Ended September 30, 2019**

## Condensed Consolidated Interim Statements of Financial Position

(unaudited)  
Expressed in U.S. Dollars (\$'000s)

Assets	Note	September 30, 2019	December 31, 2018
<b>Current</b>			
Cash and cash equivalents		\$ 5,119	\$ 5,892
Short-term investments	6	14,227	13,937
Trade and other receivables		7,851	4,915
Other current assets		3,518	1,955
		\$ 30,715	\$ 26,699
<b>Non-current</b>			
Mineral, royalty and other interests	4	\$ 390,511	\$ 374,206
Hod Maden interest	5	121,353	127,224
Investments	6	55,369	46,243
Deferred income tax assets		5,017	9,038
Other long term assets		5,852	5,477
<b>Total assets</b>		<b>\$ 608,817</b>	<b>\$ 588,887</b>
<b>Liabilities</b>			
<b>Current</b>			
Trade and other payables		\$ 5,151	\$ 4,980
<b>Non-current</b>			
Bank debt		\$ 48,000	\$ -
Lease liabilities and other		3,576	510
		\$ 56,727	\$ 5,490
<b>Equity</b>			
Share capital	7	\$ 650,169	\$ 684,722
Reserves		21,043	20,712
Deficit		(8,182)	(19,263)
Accumulated other comprehensive loss		(110,940)	(102,774)
		\$ 552,090	\$ 583,397
<b>Total liabilities and equity</b>		<b>\$ 608,817</b>	<b>\$ 588,887</b>

Contractual Obligations (Note 12)

ON BEHALF OF THE BOARD:

**“Nolan Watson”**, Director      **“David De Witt”**, Director

## Condensed Consolidated Interim Statements of Income (Loss)

(unaudited)

Expressed in U.S. Dollars (\$000s)  
Except for per share amounts

	Note	3 Months Ended Sep. 30, 2019	3 Months Ended Sep. 30, 2018	9 Months Ended Sep. 30, 2019	9 Months Ended Sep. 30, 2018
Sales	13	\$ 17,518	\$ 10,766	\$ 46,588	\$ 38,109
Royalty revenue	13	8,260	6,523	18,851	17,583
		\$ 25,778	\$ 17,289	\$ 65,439	\$ 55,692
Cost of sales, excluding depletion	13	\$ 4,986	\$ 3,544	\$ 13,314	\$ 11,867
Depletion	13	9,998	6,450	28,762	22,132
<b>Total cost of sales</b>		\$ 14,984	\$ 9,994	\$ 42,076	\$ 33,999
<b>Gross profit</b>		\$ 10,794	\$ 7,295	\$ 23,363	\$ 21,693
<b>Expenses and other (income)</b>					
▶ Administration expenses <sup>1</sup>	9	\$ 1,914	\$ 1,608	\$ 5,594	\$ 4,914
▶ Project evaluation <sup>1</sup>		1,193	1,072	3,720	3,180
▶ Foreign exchange loss		20	1,314	104	2,301
▶ (Gain) loss on revaluation of investments	6	(2,098)	(88)	(4,690)	1,022
▶ Finance income		(152)	(56)	(639)	(92)
▶ Finance expense		848	392	2,676	1,268
▶ Mineral, royalty and other interests impairments		-	-	212	4,475
▶ Other		491	(146)	(34)	186
<b>Income before taxes</b>		\$ 8,578	\$ 3,199	\$ 16,420	\$ 4,439
Current income tax expense		\$ 637	\$ 464	\$ 1,712	\$ 974
Deferred income tax expense		1,791	642	3,627	342
	8	\$ 2,428	\$ 1,106	\$ 5,339	\$ 1,316
<b>Net income for the period</b>		\$ 6,150	\$ 2,093	\$ 11,081	\$ 3,123
Basic earnings per share		\$ 0.03	\$ 0.01	\$ 0.06	\$ 0.02
Diluted earnings per share		\$ 0.03	\$ 0.01	\$ 0.06	\$ 0.02
<b>Weighted average number of common shares outstanding</b>					
▶ Basic	7 (e)	176,968,327	183,236,530	178,062,195	183,790,578
▶ Diluted	7 (e)	189,972,176	188,607,227	189,917,859	191,869,416
<sup>1</sup> Equity settled stock based compensation (a non-cash item) is included in administration expenses and project evaluation		\$ 1,249	\$ 993	\$ 3,775	\$ 2,842

**Condensed Consolidated Interim Statements  
of Comprehensive Income (Loss)**

(unaudited)

Expressed in U.S. Dollars (\$'000s)

	Note	3 Months Ended Sep. 30, 2019	3 Months Ended Sep. 30, 2018	9 Months Ended Sep. 30, 2019	9 Months Ended Sep. 30, 2018
<b>Net income for the period</b>		<b>\$ 6,150</b>	<b>\$ 2,093</b>	<b>\$ 11,081</b>	<b>\$ 3,123</b>
<b>Other comprehensive income (loss) for the period</b>					
<b>Items that may subsequently be re-classified to net income:</b>					
Currency translation differences		\$ 3,889	\$ (35,683)	\$ (8,528)	\$ (67,174)
<b>Items that will not subsequently be re-classified to net income:</b>					
(Loss) gain on FVTOCI investments	6	(1,423)	(3,058)	436	(10,803)
Tax recovery (expense) on FVTOCI investments		71	3	(74)	(846)
Total other comprehensive income (loss) for the period		\$ 2,537	\$ (38,738)	\$ (8,166)	\$ (78,823)
<b>Total comprehensive income (loss) for the period</b>		<b>\$ 8,687</b>	<b>\$ (36,645)</b>	<b>\$ 2,915</b>	<b>\$ (75,700)</b>

## Condensed Consolidated Interim Statements of Cash Flows

(unaudited)

Expressed in U.S. Dollars (\$000s)

Cash flow from (used in):	Note	3 Months Ended Sep. 30, 2019	3 Months Ended Sep. 30, 2018	9 Months Ended Sep. 30, 2019	9 Months Ended Sep. 30, 2018
<b>Operating activities</b>					
▶ Net income for the period		\$ 6,150	\$ 2,093	\$ 11,081	\$ 3,123
<i>Items not affecting cash:</i>					
▶ Depletion and depreciation		\$ 10,116	\$ 6,530	\$ 29,087	\$ 22,430
▶ Mineral, royalty and other interests impairments		-	-	212	4,475
▶ Deferred income tax expense		1,791	642	3,627	342
▶ Share based payments		1,249	993	3,775	2,842
▶ (Gain) loss on revaluation of investments	6	(2,098)	(88)	(4,690)	1,022
▶ Interest expense and financing amortization		802	384	2,546	1,218
▶ Unrealized foreign exchange (gain) loss		(21)	1,278	93	2,305
▶ Loss (gain) on mineral interest disposal and other		213	(176)	(191)	134
▶ Changes in non-cash working capital	10	(3,947)	(564)	(3,871)	(1,161)
		\$ 14,255	\$ 11,092	\$ 41,669	\$ 36,730
<b>Investing activities</b>					
▶ Acquisition of mineral, royalty and other interests	4 (b)	\$ (10,113)	\$ (60)	\$ (44,869)	\$ (46,004)
▶ Proceeds from disposal of investments and other		758	860	19,038	24,000
▶ Acquisition of investments and other assets		(2,515)	(2,695)	(21,876)	(5,980)
▶ Investment in Hod Maden interest	5	(2,000)	-	(3,000)	(1,529)
		\$ (13,870)	\$ (1,895)	\$ (50,707)	\$ (29,513)
<b>Financing activities</b>					
▶ Redemption of common shares (normal course issuer bid)		\$ (13,338)	\$ (10,953)	\$ (42,519)	\$ (10,953)
▶ Bank debt drawn		16,000	-	84,500	16,000
▶ Bank debt repaid		(5,000)	-	(36,500)	(16,000)
▶ Interest paid		(607)	(224)	(1,991)	(745)
▶ Proceeds on exercise of warrants, options and other		143	68	4,764	3,356
		\$ (2,802)	\$ (11,109)	\$ 8,254	\$ (8,342)
Effect of exchange rate changes on cash and cash equivalents		\$ 97	\$ (169)	\$ 11	\$ (267)
<b>Net decrease in cash and cash equivalents</b>		\$ (2,320)	\$ (2,081)	\$ (773)	\$ (1,392)
<b>Cash and cash equivalents—beginning of the period</b>		7,439	13,228	5,892	12,539
<b>Cash and cash equivalents—end of the period</b>		\$ 5,119	\$ 11,147	\$ 5,119	\$ 11,147

Supplemental Cash Flow Information (Note 10)

## Condensed Consolidated Interim Statements of Changes in Equity

(unaudited)  
Expressed in U.S. Dollars (\$'000s)

	Note	Share Capital		Reserves		Deficit	Accumulated Other Comprehensive Loss	Total
		Number	Amount	Share Options and Restricted Share Rights	Share Purchase Warrants			
<b>At January 1, 2018</b>		<b>182,685,502</b>	<b>\$ 693,880</b>	<b>\$ 15,741</b>	<b>\$ 7,918</b>	<b>\$ (25,135)</b>	<b>\$ (40,734)</b>	<b>\$ 651,670</b>
Options exercised	7 (b)	1,113,575	3,842	(996)	-	-	-	2,846
Warrants exercised and expired	7 (c)	1,020,624	3,961	-	(2,954)	-	-	1,007
Vesting of restricted share rights		348,585	1,910	(1,910)	-	-	-	-
Acquisition and cancellation of common shares (normal course issuer bid)		(2,537,400)	(10,953)	-	-	-	-	(10,953)
Share based payments		-	-	2,842	-	-	-	2,842
Total comprehensive income (loss)		-	-	-	-	3,123	(78,823)	(75,700)
<b>At September 30, 2018</b>		<b>182,630,886</b>	<b>\$ 692,640</b>	<b>\$ 15,677</b>	<b>\$ 4,964</b>	<b>\$ (22,012)</b>	<b>\$ (119,557)</b>	<b>\$ 571,712</b>
Options exercised	7 (b)	327,332	992	(257)	-	-	-	735
Warrants exercised and expired	7 (c)	1,000	4	-	-	-	-	4
Vesting of restricted share rights		173,737	688	(688)	-	-	-	-
Acquisition and cancellation of common shares (normal course issuer bid)		(2,251,375)	(9,602)	-	-	-	-	(9,602)
Share based payments		-	-	1,016	-	-	-	1,016
Total comprehensive income (loss)		-	-	-	-	2,749	16,783	19,532
<b>At December 31, 2018</b>		<b>180,881,580</b>	<b>\$ 684,722</b>	<b>\$ 15,748</b>	<b>\$ 4,964</b>	<b>\$ (19,263)</b>	<b>\$ (102,774)</b>	<b>\$ 583,397</b>
Options exercised	7 (b)	2,431,400	8,114	(2,965)	-	-	-	5,149
Warrants exercised and expired	7 (c)	2,600	11	-	-	-	-	11
Vesting of restricted share rights		113,504	479	(479)	-	-	-	-
Acquisition of common shares (normal course issuer bid)	7 (a)	(8,109,342)	(43,157)	-	-	-	-	(43,157)
Share based payments		-	-	3,775	-	-	-	3,775
Total comprehensive income (loss)		-	-	-	-	11,081	(8,166)	2,915
<b>At September 30, 2019</b>		<b>175,319,742</b>	<b>\$ 650,169</b>	<b>\$ 16,079</b>	<b>\$ 4,964</b>	<b>\$ (8,182)</b>	<b>\$ (110,940)</b>	<b>\$ 552,090</b>

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**SECTION 03**

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# Notes to the Unaudited Condensed Consolidated Interim Financial Statements

September 30, 2019 | Expressed in U.S. Dollars

## 1 NATURE OF OPERATIONS

Sandstorm Gold Ltd. was incorporated under the Business Corporations Act of British Columbia on March 23, 2007. Sandstorm Gold Ltd. and its subsidiary entities (collectively “Sandstorm”, “Sandstorm Gold” or the “Company”) is a resource-based company that seeks to acquire gold and other metals purchase agreements (“Gold Streams” or “Streams”) and royalties from companies that have advanced stage development projects or operating mines. In return for making an upfront payment to acquire a Gold Stream or royalty, Sandstorm receives the right to purchase, at a fixed price per unit or at a fixed percentage of the spot price, a percentage of a mine’s production for the life of the mine (in the case of a stream) or a portion of the revenue generated from the mine (in the case of a royalty).

The head office, principal address and registered office of the Company are located at Suite 1400, 400 Burrard Street, Vancouver, British Columbia, V6C 3A6.

These condensed consolidated interim financial statements were authorized for issue by the Board of Directors of the Company on October 30, 2019.

## 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

### A Statement of Compliance

These condensed consolidated interim financial statements, including comparatives, have been prepared in accordance with International Financial Reporting Standards (“IFRS”) as issued by the International Accounting Standards Board (“IASB”), applicable to the preparation of interim financial statements including International Accounting Standard 34-Interim Financial Reporting (“IAS 34”). Accordingly, certain disclosures included in annual financial statements prepared in accordance with IFRS as issued by the IASB have been condensed or omitted. These unaudited condensed consolidated interim financial statements should be read in conjunction with the Company’s audited consolidated financial statements for the year ended December 31, 2018.

The accounting policies applied in the preparation of these condensed consolidated interim financial statements are consistent with those applied and disclosed in the Company’s audited consolidated financial statements for the year ended December 31, 2018 with the exception of new accounting policies described in note 2 (c). The Company’s interim results are not necessarily indicative of its results for a full year.

## B Basis of Presentation

These condensed consolidated interim financial statements have been prepared on a historical cost basis except for certain financial instruments, which are measured at fair value or amortized cost.

The condensed consolidated interim financial statements are presented in United States dollars, and all values are rounded to the nearest thousand except as otherwise indicated.

## C New Accounting Policies

### Adoption of IFRS 16: Leases

IFRS 16 establishes a comprehensive framework for recognition, measurement and classification of leases and requires lessees to recognize assets and liabilities for most leases. It has replaced International Accounting Standard (“IAS”) 17 Leases and related interpretations. The Company has adopted IFRS 16 retrospectively from January 1, 2019 and has not restated comparatives for the 2018 reporting period, as permitted under the specific transitional provisions in the standard. The reclassifications and adjustments arising from the new leasing rules are recognized on the opening statement of financial position on January 1, 2019 to the extent they arise; however, no adjustments were necessary to the Company’s opening retained earnings as a result of the adoption of this standard. With respect to the Company’s office leases, a \$3 million right-of-use asset, recognized in non-current other assets, and a corresponding liability for the same amount was recognized as at January 1, 2019. Adoption of the new standard did not give rise to any material changes to the Company’s processes, IT controls or condensed consolidated interim financial statements.

On adoption of IFRS 16, the Company recognized lease liabilities in relation to leases which had previously been classified as operating leases under the principles of IAS 17 Leases. These liabilities were measured at the present value of the remaining lease payments, discounted using the Company’s incremental borrowing rate as of January 1, 2019. The associated right-of-use assets were measured at an amount equal to the lease liability, adjusted

by the amount of any prepaid or accrued lease payments relating to that lease recognized in the statement of financial position as at December 31, 2018.

The following is the accounting policy that has been amended as a result of adoption of IFRS 16.

### Leases

Upon lease commencement, the Company recognizes a right-of-use asset, which is initially measured at the amount of the lease liability plus any direct costs incurred, which is then amortized over the life of the lease on a straight-line basis. The lease liability is initially measured at the present value of the lease payments payable over the lease term, discounted at the rate implicit in the lease; if the implicit lease rate cannot be determined, the incremental borrowing rate is used. Payments against the lease are then offset against the lease liability. The lease liability and right-of-use asset are subsequently re-measured to reflect changes to the terms of the lease. Assets and liabilities are recognized for all leases unless the lease term is twelve months or less or the underlying asset has a low value.

### IFRIC Interpretation 23: Uncertainty Over Income Tax Treatments

In June 2017, the IASB issued IFRS Interpretations Committee (“IFRIC”) Interpretation 23 Uncertainty over Income Tax Treatments, which is applied to the determination of taxable profit or loss, unused tax losses, unused tax credits, tax rates and tax bases, when there is uncertainty about income tax treatment under IAS 12 Income Taxes. IFRIC 23 is effective January 1, 2019 and is to be applied retrospectively. The new standard did not have a material impact on the Company’s condensed consolidated interim financial statements.



### 3 FINANCIAL INSTRUMENTS

#### A Fair Value Estimation

The fair value hierarchy establishes three levels to classify the inputs of valuation techniques used to measure fair value. As required by IFRS 13, assets and liabilities are classified in their entirety based on the lowest level of input that is significant to the fair value measurement. The three levels of the fair value hierarchy are described below:

**Level 1** | Unadjusted quoted prices in active markets that are accessible at the measurement date for identical, unrestricted assets or liabilities. Investments in common shares and warrants held that have direct listings on an exchange are classified as Level 1.

**Level 2** | Quoted prices in markets that are not active, quoted prices for similar assets or liabilities in active markets, or inputs that are observable, either directly or indirectly, for substantially the full term of the asset or liability. Investments in warrants and convertible debt instruments held that are not listed on an exchange are classified as Level 2. The fair value of warrants, convertible debt instruments and related instruments are determined using a Black-Scholes model based on relevant assumptions including risk free interest rate, expected dividend yield, expected volatility and expected warrant life which are supported by observable current market conditions. The use of reasonably possible alternative assumptions would not significantly impact the Company's results.

**Level 3** | Inputs that are unobservable (supported by little or no market activity).

The following table sets forth the Company's financial assets and liabilities measured at fair value on a recurring basis by level within the fair value hierarchy as at September 30, 2019 and December 31, 2018.

As at September 30, 2019:

In \$000s	Total	Quoted prices in active markets for identical assets (Level 1)	Significant other observable inputs (Level 2)	Significant unobservable inputs (Level 3)
<b>Short-term investments</b>				
Convertible debt	\$ 14,227	\$ -	\$ 14,227	\$ -
<b>Long-term investments</b>				
Common shares held	\$ 38,903	\$ 38,903	\$ -	\$ -
Warrants and other	3,065	-	3,065	-
Convertible debt	13,401	-	13,401	-
	<b>\$ 69,596</b>	<b>\$ 38,903</b>	<b>\$ 30,693</b>	<b>\$ -</b>

As at December 31, 2018:

In \$000s	Total	Quoted prices in active markets for identical assets (Level 1)	Significant other observable inputs (Level 2)	Significant unobservable inputs (Level 3)
<b>Short-term investments</b>				
Convertible debt	\$ 13,937	\$ -	\$ 13,937	\$ -
<b>Long-term investments</b>				
Common shares held	\$ 33,139	\$ 33,139	\$ -	\$ -
Warrants and other	2,106	-	2,106	-
Convertible debt	10,998	-	10,998	-
	<b>\$ 60,180</b>	<b>\$ 33,139</b>	<b>\$ 27,041</b>	<b>\$ -</b>

The fair value of the Company's other financial instruments which include cash and cash equivalents, trade and other receivables, loans receivable which are included in other assets and trade and other payables approximate their carrying values at September 30, 2019 and December 31, 2018 due to their short-term nature. The fair value of the Company's bank debt approximates its carrying value due to the nature of its market-based rate of interest. There were no transfers between the levels of the fair value hierarchy during the period ended September 30, 2019 and the year ended December 31, 2018.

**B Credit Risk**

The Company's credit risk is limited to cash and cash equivalents, loans receivable which are included in other assets, trade and other receivables and the Company's investments in convertible debentures. The Company's trade and other receivables is subject to the credit risk of the counterparties who own and operate the mines underlying Sandstorm's royalty portfolio. In order to mitigate its exposure to credit risk, the Company closely monitors its financial assets and maintains its cash deposits in several high-quality financial institutions. The Company's investments in convertible debentures are subject to the counterparties' credit risk. In particular, the Company's convertible debentures due from Equinox Gold Corp. ("Equinox") and Americas Silver (defined herein) is subject to the respective counterparty credit risk and the Company's ability to realize on its security. Furthermore, the convertible debenture due from Equinox is subject to the risk that the value of Equinox's equity decreases below the puttable price of the instrument. The impact of expected credit losses on trade receivables and financial assets held at amortized cost is not material.

**C Currency Risk**

Financial instruments that impact the Company's net income or other comprehensive income due to currency fluctuations include: cash and cash equivalents, trade and other receivables and trade and other payables denominated in Canadian dollars. Based on the Company's Canadian dollar denominated monetary assets and monetary liabilities at September 30, 2019 a 10% increase (decrease) of the value of the Canadian dollar relative to the United States dollar would not have a material impact on net income or other comprehensive income.

**D Liquidity Risk**

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. In managing liquidity risk, the Company takes into account the amount available under the Company's revolving credit facility, anticipated cash flows from operating activities and its holding of cash and cash equivalents. As at September 30, 2019, the Company had cash and cash equivalents of \$5.1 million (December 31, 2018 — \$5.9 million). Sandstorm holds common shares, convertible debentures, warrants and other of other companies with a combined fair market value as at September 30, 2019, of \$69.6 million (December 31, 2018 — \$60.2 million). The daily exchange traded volume of these shares, including the shares underlying the warrants, may not be sufficient for the Company to liquidate its position in a short period of time without potentially affecting the market value of the shares.

**E Other Price Risk**

The Company is exposed to equity price risk as a result of holding investments in other mining companies. The Company does not actively trade these investments. The equity prices of long term investments are impacted by various underlying factors including commodity prices. Based on the Company's investments held as at September 30, 2019 a 10% increase (decrease) in the equity prices of these investments would increase (decrease) net income by \$1.1 million and other comprehensive income by \$3.9 million.

## 4 MINERAL, ROYALTY AND OTHER INTERESTS

### A Carrying Amount

As of and for the nine months ended September 30, 2019:

In \$000s	Cost			Accumulated Depletion					Carrying Amount
	Opening	Net Additions (Disposals)	Ending	Opening	Depletion <sup>1</sup>	Depletion in Ending Inventory	Impairment	Ending	
<b>Aurizona Brazil</b>	\$ 11,033	\$ -	\$ 11,033	\$ 310	\$ 371	\$ -	\$ -	\$ 681	\$ 10,352
<b>Bachelor Lake Canada</b>	24,029	4	24,033	23,564	395	74	-	24,033	-
<b>Black Fox Canada</b>	37,799	18	37,817	28,091	948	-	-	29,039	8,778
<b>Bracemac-McLeod Canada</b>	21,495	-	21,495	16,521	1,220	-	-	17,741	3,754
<b>Chapada Brazil</b>	69,528	26	69,554	10,602	2,433	-	-	13,035	56,519
<b>Diavik Canada</b>	53,111	-	53,111	23,569	5,834	-	-	29,403	23,708
<b>Fruta del Norte Ecuador</b>	-	33,258	33,258	-	-	-	-	-	33,258
<b>Hod Maden Turkey</b>	5,818	-	5,818	-	-	-	-	-	5,818
<b>Houndé Burkina Faso</b>	45,036	65	45,101	4,478	3,153	-	-	7,631	37,470
<b>Hugo North Extension and Heruga Mongolia</b>	35,351	-	35,351	-	-	-	-	-	35,351
<b>Karma Burkina Faso</b>	26,289	-	26,289	9,873	2,569	-	-	12,442	13,847
<b>Ming Canada</b>	20,070	-	20,070	9,866	993	-	-	10,859	9,211
<b>Relief Canyon United States</b>	-	11,417	11,417	-	-	-	-	-	11,417
<b>Santa Elena Mexico</b>	23,354	-	23,354	21,058	410	-	-	21,468	1,886
<b>Yamana silver stream Argentina</b>	74,236	17	74,253	6,072	6,640	-	-	12,712	61,541
<b>Other Royalties<sup>2</sup></b>	209,579	(560)	209,019	128,518	2,688	-	212	131,418	77,601
<b>Total<sup>3</sup></b>	<b>\$ 656,728</b>	<b>\$ 44,245</b>	<b>\$ 700,973</b>	<b>\$ 282,522</b>	<b>\$ 27,654</b>	<b>\$ 74</b>	<b>\$ 212</b>	<b>\$ 310,462</b>	<b>\$ 390,511</b>

<sup>1</sup> Depletion during the period in the Consolidated Statements of Income of \$28.8 million is comprised of depletion expense for the period of \$27.7 million, and \$1.1 million from depletion in ending inventory as at December 31, 2018.

<sup>2</sup> Includes Mt. Hamilton, Prairie Creek, Gualcamayo, Emigrant Springs, Mine Waste Solutions, San Andres, Thunder Creek, Hackett River, Lobo-Marte, Agi Dagi & Kirazli, and others.

<sup>3</sup> Mineral, Royalty and Other Interests includes assets accounted for under IFRS 6 (Exploration and Evaluation) of \$55.0 million and assets accounted for under IAS 16 (Property, Plant and Equipment) of \$335.5 million.

**As of and for the year ended December 31, 2018:**

In \$'000s	Cost			Accumulated Depletion					Carrying Amount
	Opening	Net Additions (Disposals)	Ending	Opening	Depletion <sup>1</sup>	Depletion in Ending Inventory	Impairment	Ending	
<b>Aurizona Brazil</b>	\$ 11,033	\$ -	\$ 11,033	\$ 310	\$ -	\$ -	\$ -	\$ 310	\$ 10,723
<b>Bachelor Lake Canada</b>	24,009	20	24,029	23,183	381	-	-	23,564	465
<b>Black Fox Canada</b>	37,791	8	37,799	26,831	1,260	-	-	28,091	9,708
<b>Bracemac-McLeod Canada</b>	21,495	-	21,495	15,194	1,327	-	-	16,521	4,974
<b>Chapada Brazil</b>	69,528	-	69,528	6,502	4,100	-	-	10,602	58,926
<b>Diavik Canada</b>	53,111	-	53,111	17,872	5,697	-	-	23,569	29,542
<b>Hod Maden Turkey</b>	5,818	-	5,818	-	-	-	-	-	5,818
<b>Houndé Burkina Faso</b>	-	45,036	45,036	-	4,478	-	-	4,478	40,558
<b>Hugo North Extension and Heruga Mongolia</b>	35,351	-	35,351	-	-	-	-	-	35,351
<b>Karma Burkina Faso</b>	26,289	-	26,289	6,203	3,270	400	-	9,873	16,416
<b>Ming Canada</b>	20,070	-	20,070	9,046	120	700	-	9,866	10,204
<b>Santa Elena Mexico</b>	23,342	12	23,354	20,466	584	8	-	21,058	2,296
<b>Yamana silver stream Argentina</b>	74,236	-	74,236	3,680	2,392	-	-	6,072	68,164
<b>Other Royalties<sup>2</sup></b>	203,198	1,577	204,775	115,298	3,941	-	4,475	123,714	81,061
<b>Other<sup>3</sup></b>	9,461	(4,657)	4,804	4,670	134	-	-	4,804	-
<b>Total<sup>4</sup></b>	<b>\$ 614,732</b>	<b>\$ 41,996</b>	<b>\$ 656,728</b>	<b>\$ 249,255</b>	<b>\$ 27,684</b>	<b>\$ 1,108</b>	<b>\$ 4,475</b>	<b>\$ 282,522</b>	<b>\$ 374,206</b>

<sup>1</sup> Depletion during the year in the Consolidated Statements of Income of \$29.0 million is comprised of depletion expense for the year of \$27.7 million, and \$1.3 million from depletion in ending inventory as at December 31, 2017.

<sup>2</sup> Includes Mt. Hamilton, Prairie Creek, Gualcamayo, Emigrant Springs, Mine Waste Solutions, San Andres, Thunder Creek, Hackett River, Lobo-Marte, Agi Dagi & Kirazli, and others.

<sup>3</sup> Includes Koricancha Stream and other.

<sup>4</sup> Mineral, Royalty and Other Interests includes assets accounted for under IFRS 6 (Exploration and Evaluation) of \$58.1 million and assets accounted for under IAS 16 (Property, Plant and Equipment) of \$316.1 million.

## B Acquisitions

### Fruta del Norte

On January 18, 2019, the Company acquired a 0.9% NSR royalty on precious metals produced from the Fruta del Norte gold project in Ecuador, currently under construction by Lundin Gold Inc. The NSR royalty was acquired from a private third party for \$32.8 million in cash and covers all mining concessions held by Lundin Gold Inc. on the Fruta del Norte gold project.

### Relief Canyon

On April 3, 2019, the Company entered into a \$42.5 million financing package with Americas Gold and Silver Corp. (“Americas Silver”) which includes a \$25 million precious metal stream and an NSR on the Relief Canyon gold project in Nevada, U.S.A. (“Relief Canyon” or the “Relief Canyon Project”), a \$10 million convertible debenture and a \$7.5 million private placement.

Under the terms of the precious metals stream, Sandstorm is entitled to receive 32,022 ounces of gold over a 5.5 year period beginning in April 2020 (the “Fixed Deliveries”). Under certain conditions, the starting date under the Fixed Deliveries may be extended by up to six months. After receipt of the Fixed Deliveries, the Company is entitled to purchase 4% of the gold and silver produced from the Relief Canyon Project for ongoing per ounce cash payments equal to 30%-65% of the spot price of gold or silver, with the range dependent on the concession’s existing royalty obligations. In addition, Sandstorm will also receive a 1.4%-2.8% NSR on the area surrounding the Relief Canyon mine. The \$25 million precious metal stream advance, of which \$10 million has been remitted as at September 30, 2019, and an additional \$5 million which was advanced in October 2019, is conditional upon commencement of construction of the project and other customary provisions.

Americas Silver may elect to reduce the 4.0% Stream and NSR on the Relief Canyon Project by delivering 4,000 ounces of gold to Sandstorm (the “Purchase Option”). The Purchase Option may be exercised by Americas Silver at any time and is subject to a 10% annual premium. Upon exercising the Purchase Option, the 4.0% Stream will decrease to 2.0% and the NSR will decrease to 1.0%.

## 5 HOD MADEN INTEREST

The following table summarizes the changes in the carrying amount of the Company’s Hod Maden interest:

In \$000s		
<b>At December 31, 2017</b>	<b>\$</b>	<b>177,452</b>
Company’s share of net loss of associate		(178)
Capital investment		1,979
Currency translation adjustments		(52,029)
<b>At December 31, 2018</b>	<b>\$</b>	<b>127,224</b>
Company’s share of net loss of associate		(306)
Capital investment		3,000
Currency translation adjustments		(8,565)
<b>At September 30, 2019</b>	<b>\$</b>	<b>121,353</b>

## 6 INVESTMENTS

As of and for the nine months ended September 30, 2019:

In \$000s	Fair Value Jan. 1, 2019	Additions	Disposals	Transfers	Fair Value Adjustment	Fair Value Sep. 30, 2019
<b>Short-term investments</b>						
▶ Convertible debt instruments <sup>2</sup>	\$ 13,937	\$ 725	\$ (10,452)	\$ 8,541	\$ 1,476	\$ 14,227
<b>Total short-term investments</b>	\$ 13,937	\$ 725	\$ (10,452)	\$ 8,541	\$ 1,476	\$ 14,227
<b>Non-current investments</b>						
▶ Common shares <sup>1</sup>	\$ 33,139	\$ 22,685	\$ (17,357)	\$ -	\$ 436	\$ 38,903
▶ Warrants and other <sup>2</sup>	2,106	-	(27)	-	986	3,065
▶ Convertible debt instruments <sup>2</sup>	10,998	9,275	(559)	(8,541)	2,228	13,401
<b>Total non-current investments</b>	\$ 46,243	\$ 31,960	\$ (17,943)	\$ (8,541)	\$ 3,650	\$ 55,369
<b>Total Investments</b>	\$ 60,180	\$ 32,685	\$ (28,395)	\$ -	\$ 5,126	\$ 69,596

<sup>1</sup> Fair value adjustment recorded within Other Comprehensive Income (loss) for the period.

<sup>2</sup> Fair value adjustment recorded within Net Income (loss) for the period.

On June 28, 2019 and in accordance with the terms of the Equinox convertible debenture, Sandstorm received \$10.5 million of Equinox's common shares in consideration of an annual debenture payment.

As of and for the nine months ended September 30, 2018:

In \$000s	Fair Value Jan. 1, 2018	Additions	Disposals	Transfers	Fair Value Adjustment	Fair Value Sep. 30, 2018
<b>Short-term investments</b>						
▶ Common shares <sup>1</sup>	\$ 3,252	\$ -	\$ (3,252)	\$ -	\$ -	\$ -
▶ Convertible debt instruments <sup>2</sup>	15,000	-	(15,000)	8,726	284	9,010
<b>Total short-term investments</b>	\$ 18,252	\$ -	\$ (18,252)	\$ 8,726	\$ 284	\$ 9,010
<b>Non-current investments</b>						
▶ Common shares <sup>1</sup>	\$ 40,722	\$ 8,891	\$ (6,765)	\$ -	\$ (10,803)	\$ 32,045
▶ Warrants and other <sup>2</sup>	3,313	1,030	(333)	-	(1,906)	2,104
▶ Convertible debt instruments <sup>2</sup>	16,595	2,405	-	(8,726)	600	10,874
<b>Total non-current investments</b>	\$ 60,630	\$ 12,326	\$ (7,098)	\$ (8,726)	\$ (12,109)	\$ 45,023
<b>Total Investments</b>	\$ 78,882	\$ 12,326	\$ (25,350)	\$ -	\$ (11,825)	\$ 54,033

<sup>1</sup> Fair value adjustment recorded within Other Comprehensive Income (loss) for the period.

<sup>2</sup> Fair value adjustment recorded within Net Income (loss) for the period.

## 7 SHARE CAPITAL AND RESERVES

### A Authorized Share Capital

The Company is authorized to issue an unlimited number of common shares without par value.

Under the Company's normal course issuer bid ("NCIB"), the Company is able until April 4, 2020, to purchase up to 13.0 million common shares. The NCIB provides the Company with the option to purchase its common shares from time to time.

During the nine months ended September 30, 2019, the Company, utilizing its previous and current NCIB, purchased and cancelled approximately 8.1 million common shares. Subsequent to period end and under the Company's current NCIB, the Company purchased and cancelled an additional 0.6 million common shares for a total of \$3.4 million.

### B Stock Options of the Company

The Company has an incentive stock option plan (the "Option Plan") whereby the Company may grant share options to eligible employees, officers, directors and consultants at an exercise price, expiry date, and vesting conditions to be determined by the Board of Directors. The maximum expiry date is five years from the grant date. All options are equity settled. The Option Plan permits the issuance of options which, together with the Company's other share compensation arrangements, may not exceed 8.5% of the Company's issued common shares as at the date of the grant.

A summary of the Company's options and the changes for the period is as follows:

	Number of options	Weighted average exercise price per share (CAD) <sup>1</sup>
<b>Options outstanding at December 31, 2017</b>	<b>7,726,317</b>	<b>3.79</b>
Granted	3,130,000	5.92
Exercised	(1,440,907)	(3.22)
Expired unexercised	(77,436)	(7.19)
Forfeited	(15,333)	(4.96)
<b>Options outstanding at December 31, 2018</b>	<b>9,322,641</b>	<b>4.58</b>
Exercised	(2,431,400)	(2.83)
<b>Options outstanding at September 30, 2019</b>	<b>6,891,241</b>	<b>5.18</b>

<sup>1</sup> For options exercisable in British Pounds Sterling ("GBP"), exercise price is translated to Canadian Dollars ("CAD") using the period end exchange rate.

The weighted-average share price, at the time of exercise, for those shares that were exercised during the nine months ended September 30, 2019 was CAD7.34 per share (CAD6.07—year ended December 31, 2018). The weighted average remaining contractual life of the options as at September 30, 2019 was 3.02 years (3.02 years—as at December 31, 2018).

A summary of the Company's options as of September 30, 2019 is as follows:

Year of expiry	Number outstanding	Vested	Exercise price per share (range) (CAD) <sup>1</sup>	Weighted average exercise price per share (CAD) <sup>1,2</sup>
2019	269,374	269,374	2.93	2.93
2020	921,333	921,333	3.60–3.64	3.61
2021	1,313,000	875,338	4.96	4.96
2022	1,257,534	727,537	4.66–15.00	5.00
2023	3,130,000	-	5.92	-
	<b>6,891,241</b>	<b>2,793,582</b>		<b>4.33</b>

<sup>1</sup> For options exercisable in GBP, exercise price is translated to CAD using the period end exchange rate.

<sup>2</sup> Weighted average exercise price of options that are exercisable.

### C Share Purchase Warrants

A summary of the Company's warrants and the changes for the period is as follows:

	Number of warrants	Shares to be issued upon exercise of warrants
<b>Warrants outstanding at December 31, 2017</b>	<b>24,009,972</b>	<b>24,009,972</b>
Exercised	(1,021,624)	(1,021,624)
Expired unexercised	(22,948)	(22,948)
<b>Warrants outstanding at December 31, 2018</b>	<b>22,965,400</b>	<b>22,965,400</b>
Exercised	(2,600)	(2,600)
<b>Warrants outstanding at September 30, 2019</b>	<b>22,962,800</b>	<b>22,962,800</b>

A summary of the Company's warrants as of September 30, 2019 is as follows:

Number outstanding	Exercise price per share	Expiry date
3,000,000	\$ 4.50	March 23, 2020
15,000,000	3.50	October 27, 2020
4,962,800	4.00	November 3, 2020
<b>22,962,800</b>		



## D Restricted Share Rights

The Company has a restricted share plan (the “Restricted Share Plan”) whereby the Company may grant restricted share rights (“RSRs”) to eligible employees, officers, directors and consultants at an expiry date to be determined by the Board of Directors. Each restricted share right entitles the holder to receive a common share of the Company without any further consideration. The Restricted Share Plan permits the issuance of up to a maximum of 3,800,000 restricted share rights.

As at September 30, 2019, the Company had 2,263,932 RSRs outstanding.

## E Diluted Earnings Per Share

Diluted earnings per share is calculated based on the following:

In \$000s (excluding per share amounts)	3 Months Ended Sep. 30, 2019	3 Months Ended Sep. 30, 2018	9 Months Ended Sep. 30, 2019	9 Months Ended Sep. 30, 2018
<b>Net income for the period</b>	\$ 6,150	\$ 2,093	\$ 11,081	\$ 3,123
Basic weighted average number of shares	176,968,327	183,236,530	178,062,195	183,790,578
Basic earnings per share	\$ 0.03	\$ 0.01	\$ 0.06	\$ 0.02
<b>Effect of dilutive securities</b>				
▶ Stock options	2,217,144	1,754,930	2,306,079	2,225,895
▶ Warrants	8,851,000	2,168,802	7,590,060	4,306,523
▶ Restricted share rights	1,935,705	1,446,965	1,959,525	1,546,420
<b>Diluted weighted average number of common shares</b>	189,972,176	188,607,227	189,917,859	191,869,416
<b>Diluted earnings per share</b>	\$ 0.03	\$ 0.01	\$ 0.06	\$ 0.02

The following table lists the number of stock options, warrants and RSRs excluded from the computation of diluted earnings per share because the exercise prices exceeded the average market value of the common shares of CAD7.42 during the nine months ended September 30, 2019 (September 30, 2018 – CAD5.83) or CAD8.03 during the three months ended September 30, 2019 (September 30, 2018 – CAD5.31), or because a performance obligation had not been met as at September 30, 2019.

	3 Months Ended Sep. 30, 2019	3 Months Ended Sep. 30, 2018	9 Months Ended Sep. 30, 2019	9 Months Ended Sep. 30, 2018
Stock options	2,250	834,625	2,250	852,777
Warrants	-	3,000,000	-	-

## 8 INCOME TAXES

The income tax expense differs from the amount that would result from applying the federal and provincial income tax rate to the net income before income taxes.

These differences result from the following items:

In \$000s	3 Months Ended Sep. 30, 2019	3 Months Ended Sep. 30, 2018	9 Months Ended Sep. 30, 2019	9 Months Ended Sep. 30, 2018
Income before income taxes	\$ 8,578	\$ 3,199	\$ 16,420	\$ 4,439
Canadian federal and provincial income tax rates	27%	27%	27%	27%
<b>Income tax expense based on the above rates</b>	<b>\$ 2,316</b>	<b>\$ 864</b>	<b>\$ 4,433</b>	<b>\$ 1,199</b>
<b>Increase (decrease) due to:</b>				
▶ Non-deductible expenses and permanent differences	\$ 11	\$ 272	\$ 698	\$ 776
▶ Non-taxable portion of capital (loss) gain	(257)	(12)	(607)	138
▶ Change in future substantively enacted tax rate	-	-	-	(401)
▶ Change in valuation allowance and other	358	(18)	815	(396)
<b>Income tax expense</b>	<b>\$ 2,428</b>	<b>\$ 1,106</b>	<b>\$ 5,339</b>	<b>\$ 1,316</b>

## 9 ADMINISTRATION EXPENSES

The administration expenses for the Company are as follows:

In \$000s	3 Months Ended Sep. 30, 2019	3 Months Ended Sep. 30, 2018	9 Months Ended Sep. 30, 2019	9 Months Ended Sep. 30, 2018
Corporate administration	\$ 512	\$ 369	\$ 1,589	\$ 1,401
Employee benefits and salaries	455	475	1,295	1,299
Professional fees	235	200	574	575
<b>Administration expenses before share based compensation</b>	<b>\$ 1,202</b>	<b>\$ 1,044</b>	<b>\$ 3,458</b>	<b>\$ 3,275</b>
Equity settled share based compensation (a non-cash expense)	712	564	2,136	1,639
<b>Total administration expenses</b>	<b>\$ 1,914</b>	<b>\$ 1,608</b>	<b>\$ 5,594</b>	<b>\$ 4,914</b>

## 10 SUPPLEMENTAL CASH FLOW INFORMATION

In \$000s	3 Months Ended Sep. 30, 2019	3 Months Ended Sep. 30, 2018	9 Months Ended Sep. 30, 2019	9 Months Ended Sep. 30, 2018
<b>Change in non-cash working capital:</b>				
▶ Trade receivables and other	\$ (3,912)	\$ (601)	\$ (3,606)	\$ (262)
▶ Trade and other payables	(35)	37	(265)	(899)
<b>Net decrease in cash</b>	<b>\$ (3,947)</b>	<b>\$ (564)</b>	<b>\$ (3,871)</b>	<b>\$ (1,161)</b>
<b>Significant non-cash transactions:</b>				
▶ Common shares received in consideration of a convertible debenture payment	\$ 460	\$ -	\$ 10,912	\$ -
▶ Financial instruments received in disposal of mineral, royalty and other interests	\$ 62	\$ 4,275	\$ 62	\$ 4,275

## 11 KEY MANAGEMENT COMPENSATION

The remuneration of directors and those persons having authority and responsibility for planning, directing and controlling activities of the Company are as follows:

In \$000s	3 Months Ended Sep. 30, 2019	3 Months Ended Sep. 30, 2018	9 Months Ended Sep. 30, 2019	9 Months Ended Sep. 30, 2018
Employee salaries and benefits	\$ 305	\$ 299	\$ 910	\$ 912
Share based payments	921	673	2,734	1,998
<b>Total key management compensation expense</b>	<b>\$ 1,226</b>	<b>\$ 972</b>	<b>\$ 3,644</b>	<b>\$ 2,910</b>

## 12 CONTRACTUAL OBLIGATIONS

In connection with its commodity streams, the Company has committed to purchase the following:

Stream	% of Life of Mine Gold or Relevant Commodity <sup>4, 5, 6, 7, 8</sup>	Per Ounce Cash Payment: lesser of amount below and the then prevailing market price of commodity (unless otherwise noted) <sup>1, 2, 3</sup>
Black Fox	8%	\$551
Chapada	4.2%	30% of copper spot price
Entrée	5.62% on Hugo North Extension and 4.26% on Heruga	\$220
Karma	26,875 ounces over 5 years and 1.625% thereafter	20% of gold spot price
Ming	25% of the first 175,000 ounces of gold produced, and 12% thereafter	\$nil
Relief Canyon	32,022 ounces over 5.5 years and 4% thereafter	Varies
Santa Elena	20%	\$455
Yamana silver stream	20%	30% of silver spot price

<sup>1</sup> Subject to an annual inflationary adjustment except for Ming.

<sup>2</sup> For the Entrée Gold Stream, after approximately 8.6 million ounces of gold have been produced from the joint venture property, the price increases to \$500 per gold ounce.

<sup>3</sup> For the Entrée silver stream, percentage of life of mine is 5.62% on Hugo North Extension and 4.26% on Heruga which the Company can purchase for the lesser of the prevailing market price and \$5 per ounce of silver until 40.3 million ounces of silver have been produced from the entire joint venture property. Thereafter, the purchase price will increase to the lesser of the prevailing market price and \$10 per ounce of silver.

<sup>4</sup> For the Entrée Gold and silver stream, percentage of life of mine is 5.62% on Hugo North Extension and 4.26% on Heruga if the minerals produced are contained below 560 metres in depth.

<sup>5</sup> For the Entrée Gold and silver stream, percentage of life of mine is 8.43% on Hugo North Extension and 6.39% on Heruga if the minerals produced are contained above 560 metres in depth.

<sup>6</sup> For the Entrée copper stream, the Company has committed to purchase an amount equal to 0.42% of the copper produced from the Hugo North Extension and Heruga deposits. If the minerals produced are contained above 560 metres in depth, then the commitment increases to 0.62% for both the Hugo North Extension and Heruga deposits. Sandstorm will make ongoing per pound cash payments equal to the lesser of \$0.50 and the then prevailing market price of copper, until 9.1 billion pounds of copper have been produced from the entire joint venture property. Thereafter, the ongoing per pound payments will increase to the lesser of \$1.10 and the then prevailing market price of copper.

<sup>7</sup> For the Chapada copper stream, the Company has committed to purchase an amount equal to 4.2% of the copper produced (up to an annual maximum of 3.9 million pounds of copper) until the mine has delivered 39 million pounds of copper to Sandstorm; then 3.0% of the copper produced until, on a cumulative basis, the mine has delivered 50 million pounds of copper to Sandstorm; then 1.5% of the copper produced thereafter, for the life of the mine.

<sup>8</sup> Under the terms of the Yamana silver stream, Sandstorm has agreed to purchase an amount of silver from Cerro Moro equal to 20% of the silver produced (up to an annual maximum of 1.2 million ounces of silver), until Yamana has delivered to Sandstorm 7.0 million ounces of silver; then 9.0% of the silver produced thereafter.

As part of Sandstorm's Relief Canyon Gold Stream and subject to customary provisions, the Company has \$15 million remaining of its commitment to remit to Americas Silver for the construction of the project, of which \$5 million was advanced in October 2019.

### 13 SEGMENTED INFORMATION

The Company's reportable operating segments, which are components of the Company's business where separate financial information is available and which are evaluated on a regular basis by the Company's Chief Executive Officer, who is the Company's chief operating decision maker, for the purpose of assessing performance, are summarized in the tables below:

For the three months ended September 30, 2019:

In \$'000s	Product	Sales	Royalty revenue	Cost of sales, excluding depletion	Depletion	Other	Income (loss) before taxes	Cash flow from operating activities
<b>Aurizona</b> <i>Brazil</i>	Gold	\$ -	\$ 1,468	\$ -	\$ 371	\$ -	\$ 1,097	\$ 168
<b>Bachelor Lake</b> <i>Canada</i>	Gold	2,250	-	750	150	-	1,350	750
<b>Black Fox</b> <i>Canada</i>	Gold	1,024	-	380	459	-	185	645
<b>Bracemac-McLeod<sup>1</sup></b> <i>Canada</i>	Various	-	973	-	399	-	574	903
<b>Chapada</b> <i>Brazil</i>	Copper	2,654	-	797	803	-	1,054	1,857
<b>Diavik</b> <i>Canada</i>	Diamonds	-	1,779	-	1,324	-	455	1,729
<b>Houndé</b> <i>Burkina Faso</i>	Gold	-	1,600	-	934	-	666	737
<b>Karma</b> <i>Burkina Faso</i>	Gold	1,851	-	372	806	-	673	1,485
<b>Ming</b> <i>Canada</i>	Gold	884	-	-	505	-	379	884
<b>Santa Elena</b> <i>Mexico</i>	Gold	4,325	-	1,332	174	-	2,819	2,994
<b>Yamana silver stream</b> <i>Argentina</i>	Silver	4,530	-	1,355	3,052	-	123	3,174
Other Royalties <sup>2</sup>	Various	-	2,440	-	1,021	(59)	1,478	1,474
<b>Total Segments</b>		\$ 17,518	\$ 8,260	\$ 4,986	\$ 9,998	\$ (59)	\$ 10,853	\$ 16,800
<b>Corporate:</b>								
▶ Administration & Project evaluation expenses		-	-	-	-	-	(3,107)	(1,741)
▶ Foreign exchange loss		-	-	-	-	-	(20)	-
▶ Gain on revaluation of investments		-	-	-	-	-	2,098	-
▶ Finance (expense) income, net		-	-	-	-	-	(696)	105
▶ Other		-	-	-	-	550	(550)	(909)
<b>Total Corporate</b>		\$ -	\$ -	\$ -	\$ -	\$ 550	\$ (2,275)	\$ (2,545)
<b>Consolidated</b>		\$ 17,518	\$ 8,260	\$ 4,986	\$ 9,998	\$ 491	\$ 8,578	\$ 14,255

<sup>1</sup> Royalty revenue from Bracemac-McLeod consists of \$0.4 million from copper and \$0.6 million from zinc.

<sup>2</sup> Where a mineral interest represents less than 10% of the Company's sales, gross margin or aggregate asset book value and represents a royalty on gold, silver or other metal, the royalty interest has been summarized under Other Royalties. Other Royalties includes royalty revenue from Gualcamayo, Emigrant Springs, Mine Waste Solutions, San Andres, Thunder Creek and others. Includes royalty revenue from royalty interests located in Canada of \$1.1 million, the United States of \$0.4 million, Argentina of \$0.3 million, Honduras of \$0.4 million and other of \$0.2 million. Includes royalty revenue from gold of \$2.3 million and other base metals of \$0.1 million.

For the three months ended September 30, 2018:

In \$000s	Product	Sales	Royalty revenue	Cost of sales, excluding depletion	Depletion	Other	Income (loss) before taxes	Cash flow from operating activities
<b>Bachelor Lake</b> Canada	Gold	\$ 1,810	\$ 49	\$ 750	\$ 113	\$ -	\$ 996	\$ 1,122
<b>Black Fox</b> Canada	Gold	1,080	-	484	261	-	335	596
<b>Bracemac-McLeod<sup>1</sup></b> Canada	Various	-	718	-	332	-	386	783
<b>Chapada</b> Brazil	Copper	2,835	-	851	1,032	-	952	1,984
<b>Diavik</b> Canada	Diamonds	-	2,549	-	1,196	-	1,353	2,249
<b>Houndé</b> Burkina Faso	Gold	-	1,690	-	973	-	717	1,469
<b>Karma</b> Burkina Faso	Gold	1,799	-	365	913	-	521	1,435
<b>Ming</b> Canada	Gold	246	-	-	120	-	126	246
<b>Santa Elena</b> Mexico	Gold	2,274	-	858	124	-	1,292	1,278
<b>Yamana silver stream</b> Argentina	Silver	722	-	236	482	-	4	485
Other Royalties <sup>2</sup>	Various	-	1,517	-	904	-	613	1,260
Other	Gold	-	-	-	-	359	(359)	-
<b>Total Segments</b>		\$ 10,766	\$ 6,523	\$ 3,544	\$ 6,450	\$ 359	\$ 6,936	\$ 12,907
<b>Corporate:</b>								
▶ Administration & Project evaluation expenses		-	-	-	-	-	(2,680)	(1,686)
▶ Foreign exchange loss		-	-	-	-	-	(1,314)	-
▶ Gain on revaluation of investments		-	-	-	-	-	88	-
▶ Finance expense, net		-	-	-	-	-	(336)	(4)
▶ Other		-	-	-	-	(505)	505	(125)
<b>Total Corporate</b>		\$ -	\$ -	\$ -	\$ -	\$ (505)	\$ (3,737)	\$ (1,815)
<b>Consolidated</b>		\$ 10,766	\$ 6,523	\$ 3,544	\$ 6,450	\$ (146)	\$ 3,199	\$ 11,092

<sup>1</sup> Royalty revenue from Bracemac-McLeod consists of \$0.3 million from copper and \$0.4 million from zinc.

<sup>2</sup> Where a mineral interest represents less than 10% of the Company's sales, gross margin or aggregate asset book value and represents a royalty on gold, silver or other metal, the royalty interest has been summarized under Other Royalties. Other Royalties includes royalty revenue from Gualcamayo, Emigrant Springs, Mine Waste Solutions, San Andres, Thunder Creek and others. Includes royalty revenue from royalty interests located in Canada of \$0.2 million, the United States of \$0.3 million, Argentina of \$0.3 million, Honduras of \$0.4 million and other of \$0.3 million. Includes royalty revenue from gold of \$1.3 million and other base metals of \$0.2 million.

For the nine months ended September 30, 2019:

In \$000s	Product	Sales	Royalty revenue	Cost of sales, excluding depletion	Depletion	Mineral, royalty and other interests impairments	Other	Income (loss) before taxes	Cash flow from operating activities
<b>Aurizona</b> <i>Brazil</i>	Gold	\$ -	\$ 1,468	\$ -	\$ 371	\$ -	\$ -	\$ 1,097	\$ 168
<b>Bachelor Lake</b> <i>Canada</i>	Gold	6,284	-	2,250	395	-	-	3,639	3,308
<b>Black Fox</b> <i>Canada</i>	Gold	3,032	-	1,231	948	-	-	853	1,801
<b>Bracemac-McLeod<sup>1</sup></b> <i>Canada</i>	Various	-	2,547	-	1,220	-	-	1,327	2,442
<b>Chapada</b> <i>Brazil</i>	Copper	8,075	-	2,430	2,433	-	-	3,212	5,645
<b>Diavik</b> <i>Canada</i>	Diamonds	-	4,502	-	5,834	-	-	(1,332)	4,502
<b>Houndé</b> <i>Burkina Faso</i>	Gold	-	4,897	-	3,153	-	-	1,744	3,386
<b>Karma</b> <i>Burkina Faso</i>	Gold	6,278	-	1,260	2,969	-	-	2,049	5,141
<b>Ming</b> <i>Canada</i>	Gold	3,414	-	-	1,693	-	-	1,721	3,414
<b>Santa Elena</b> <i>Mexico</i>	Gold	9,593	-	3,174	418	-	-	6,001	6,419
<b>Yamana silver stream</b> <i>Argentina</i>	Silver	9,912	-	2,969	6,640	-	-	303	6,942
Other Royalties <sup>2</sup>	Various	-	5,437	-	2,688	212	(340)	2,877	3,610
<b>Total Segments</b>		\$ 46,588	\$ 18,851	\$ 13,314	\$ 28,762	\$ 212	\$ (340)	\$ 23,491	\$ 46,778
<b>Corporate:</b>									
▶ Administration & Project evaluation expenses		-	-	-	-	-	-	(9,314)	(5,218)
▶ Foreign exchange loss		-	-	-	-	-	-	(104)	-
▶ Gain on revaluation of investments		-	-	-	-	-	-	4,690	-
▶ Finance (expense) income, net		-	-	-	-	-	-	(2,037)	351
▶ Other		-	-	-	-	-	306	(306)	(242)
<b>Total Corporate</b>		\$ -	\$ -	\$ -	\$ -	\$ -	\$ 306	\$ (7,071)	\$ (5,109)
<b>Consolidated</b>		\$ 46,588	\$ 18,851	\$ 13,314	\$ 28,762	\$ 212	\$ (34)	\$ 16,420	\$ 41,669

<sup>1</sup> Royalty revenue from Bracemac-McLeod consists of \$0.9 million from copper and \$1.6 million from zinc.

<sup>2</sup> Where a mineral interest represents less than 10% of the Company's sales, gross margin or aggregate asset book value and represents a royalty on gold, silver or other metal, the royalty interest has been summarized under Other Royalties. Other Royalties includes royalty revenue from Gualcamayo, Emigrant Springs, Mine Waste Solutions, San Andres, Thunder Creek and others. Includes royalty revenue from royalty interests located in Canada of \$1.8 million, in the United States of \$0.8 million, Argentina of \$0.8 million, Honduras of \$0.6 million and other of \$1.4 million. Includes royalty revenue from gold of \$4.7 million and other base metals of \$0.7 million.

For the nine months ended September 30, 2018:

In \$000s	Product	Sales	Royalty revenue	Cost of sales, excluding depletion	Depletion	Mineral, royalty and other interests impairments	Other	Income (loss) before taxes	Cash flow from operating activities
<b>Bachelor Lake</b> Canada	Gold	\$ 4,902	\$ 239	\$ 1,917	\$ 278	\$ -	\$ -	\$ 2,946	\$ 3,426
<b>Black Fox</b> Canada	Gold	4,656	-	1,952	1,204	-	-	1,500	2,910
<b>Bracemac-McLeod<sup>1</sup></b> Canada	Various	-	3,027	-	1,011	-	-	2,016	3,018
<b>Chapada</b> Brazil	Copper	8,833	-	2,634	3,055	-	-	3,144	6,200
<b>Diavik</b> Canada	Diamonds	-	5,235	-	4,015	-	-	1,220	5,235
<b>Houndé</b> Burkina Faso	Gold	-	5,148	-	3,421	-	-	1,727	4,427
<b>Karma</b> Burkina Faso	Gold	6,224	-	1,252	3,028	-	-	1,944	5,079
<b>Ming</b> Canada	Gold	940	-	-	396	-	-	544	940
<b>Santa Elena</b> Mexico	Gold	9,010	-	3,150	531	-	-	5,329	5,624
<b>Yamana silver stream</b> Argentina	Silver	3,003	-	919	1,842	-	-	242	2,082
Other Royalties <sup>2</sup>	Various	-	3,934	-	3,190	4,475	-	(3,731)	3,668
Other	Gold	541	-	43	161	-	359	(22)	506
<b>Total Segments</b>		\$ 38,109	\$ 17,583	\$ 11,867	\$ 22,132	\$ 4,475	\$ 359	\$ 16,859	\$ 43,115
<b>Corporate:</b>									
▶ Administration & Project evaluation expenses		-	-	-	-	-	-	(8,094)	(5,246)
▶ Foreign exchange loss		-	-	-	-	-	-	(2,301)	-
▶ Loss on revaluation of investments		-	-	-	-	-	-	(1,022)	-
▶ Finance expense, net		-	-	-	-	-	-	(1,176)	(34)
▶ Other		-	-	-	-	-	(173)	173	(1,105)
<b>Total Corporate</b>		\$ -	\$ -	\$ -	\$ -	\$ -	\$ (173)	\$ (12,420)	\$ (6,385)
<b>Consolidated</b>		<b>\$ 38,109</b>	<b>\$ 17,583</b>	<b>\$ 11,867</b>	<b>\$ 22,132</b>	<b>\$ 4,475</b>	<b>\$ 186</b>	<b>\$ 4,439</b>	<b>\$ 36,730</b>

<sup>1</sup> Royalty revenue from Bracemac-McLeod consists of \$0.9 million from copper and \$2.1 million from zinc.

<sup>2</sup> Where a mineral interest represents less than 10% of the Company's sales, gross margin or aggregate asset book value and represents a royalty on gold, silver or other metal, the royalty interest has been summarized under Other Royalties. Other Royalties includes royalty revenue from Gualcamayo, Emigrant Springs, Mine Waste Solutions, San Andres, Thunder Creek and others. Includes royalty revenue from royalty interests located in Canada of \$0.5 million, in the United States of \$0.4 million, Argentina of \$1.1 million, Honduras of \$1.1 million and other of \$0.8 million. Includes royalty revenue from gold of \$3.3 million and other base metals of \$0.6 million.



## Total assets as of:

In \$000s	September 30, 2019		December 31, 2018	
Aurizona	\$	11,652	\$	10,723
Bachelor Lake		824		525
Black Fox		8,778		9,708
Bracemac-McLeod		4,252		5,366
Chapada		56,519		58,926
Diavik		25,358		31,192
Fruta del Norte		33,258		-
Hod Maden <sup>1</sup>		127,171		133,042
Houndé		39,155		41,549
Hugo North Extension and Heruga		35,351		35,351
Karma		13,847		16,983
Ming		9,211		10,904
Relief Canyon		11,417		-
Santa Elena		1,886		2,356
Yamana silver stream		61,541		68,164
Other Royalties <sup>2</sup>		79,225		82,092
<b>Total Segments</b>	\$	<b>519,445</b>	\$	<b>506,881</b>
<b>Corporate:</b>				
▶ Cash and cash equivalents		5,119		5,892
▶ Investments		69,596		60,180
▶ Deferred income tax assets		5,017		9,038
▶ Other assets		9,640		6,896
<b>Total Corporate</b>	\$	<b>89,372</b>	\$	<b>82,006</b>
<b>Consolidated</b>	\$	<b>608,817</b>	\$	<b>588,887</b>

<sup>1</sup> Includes royalty interest of \$5.8 million and investment in associate of \$121.4 million at September 30, 2019. Includes royalty interest of \$5.8 million and investment in associate of \$127.2 million at December 31, 2018.

<sup>2</sup> Where a mineral interest represents less than 10% of the Company's sales, gross margin or aggregate asset book value and represents a royalty on gold, silver or other metal, the royalty interest has been summarized under Other Royalties. Includes Mt. Hamilton, Prairie Creek, Gualcamayo, Emigrant Springs, Mine Waste Solutions, San Andres, Thunder Creek, Hackett River, Lobo-Marté, Agi Dagi & Kirazli, and others.