



**INTERIM CONSOLIDATED FINANCIAL STATEMENTS
SEPTEMBER 30, 2011
(UNAUDITED)**

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Crystallex International Corporation
Consolidated Statements of Financial Position – Unaudited
(US\$ thousands)

	September 30, 2011	December 31, 2010
	\$	\$
Assets		
Current assets		
Cash and cash equivalents	7,576	16,128
Accounts receivable	1,217	1,042
Prepaid expenses, deposits and other assets	865	1,442
Equipment held for sale (Note 8)	10,116	-
	19,774	18,612
Non-current assets		
Property, plant and equipment (Note 7)	-	33,200
Total assets	19,774	51,812
Liabilities		
Current liabilities		
Bank loan (Note 9)	-	930
Accounts payable and accrued liabilities	9,940	11,094
Demand loan (Note 10)	2,500	2,500
Notes payable (Note 11)	98,720	95,035
Warrants – derivative financial instruments (Note 14)	43	445
Asset retirement obligation (Note 12)	1,138	798
	112,341	110,802
Non-current liabilities		
Asset retirement obligation (Note 12)	2,730	2,655
Total liabilities	115,071	113,457
Shareholders' deficiency		
Share capital (Note 13)	588,807	588,745
Contributed surplus	30,370	30,372
Deficit	(714,474)	(680,762)
Total shareholders' deficiency	(95,297)	(61,645)
Total liabilities shareholders' deficiency	19,774	51,812

Nature of operations and going concern (Note 1)
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(See accompanying notes to the interim consolidated financial statements)

Approved on behalf of the Board of Directors

// Robert Fung, Director

// Johan van 't Hof, Director

Crystallex International Corporation

Consolidated Statements of Loss and Comprehensive Loss - Unaudited
For the three and nine month periods ended September 30, 2011 and 2010
(US\$ thousands, except per share data)

	Three months ended September 30,		Nine months ended September 30,	
	2011	2010	2011	2010
	\$	\$	\$	\$
(Expenses) income				
General and administrative	(3,392)	(2,956)	(12,042)	(9,332)
Foreign currency exchange gain (loss)	(204)	885	232	704
Litigation costs, net of recoveries (Note 17)	(192)	(123)	(317)	328
	(3,788)	(2,194)	(12,127)	(8,300)
Finance income (Note 18)	8	3,081	472	4,348
Finance expense (Note 18)	(3,693)	(3,514)	(10,861)	(10,596)
Net finance expense	(3,685)	(433)	(10,389)	(6,248)
Loss from continuing operations before income taxes	(7,473)	(2,627)	(22,516)	(14,548)
Income tax recovery (Note 14)	-	-	490	-
Loss from continuing operations	(7,473)	(2,627)	(22,026)	(14,548)
Loss from discontinued operations net of income taxes (Note 5)	(1,142)	(3,699)	(11,686)	(13,120)
Net loss and comprehensive loss for the period	(8,615)	(6,326)	(33,712)	(27,668)
Loss per common share from continuing operations				
– Basic and diluted (Note 16)	(0.02)	(0.01)	(0.06)	(0.05)
Loss per common share from discontinued operations				
– Basic and diluted (Note 16)	(0.00)	(0.01)	(0.03)	(0.04)
Loss per common share - Basic and diluted	(0.02)	(0.02)	(0.09)	(0.09)
Weighted average number of common shares outstanding	365,417,737	364,817,719	365,039,703	318,663,873

(See accompanying notes to the interim consolidated financial statements)

Crystallex International Corporation**Consolidated Statements of Changes in Shareholders' Deficiency (Unaudited)**
(US\$ thousands)

	Share capital \$	Contributed surplus \$	Deficit \$	Total \$
Balance – January 1, 2010	561,751	28,707	(638,126)	(47,668)
Public offering	26,994	-	-	26,994
Net loss and comprehensive loss for the period	-	-	(27,668)	(27,668)
Equity portion of demand loan	-	200	-	200
Stock - based compensation	-	1,292	-	1,292
Balance – September 30, 2010	588,745	30,199	(665,794)	(46,850)
Balance – January 1, 2011	588,745	30,372	(680,762)	(61,645)
Directors fees	62	-	-	62
Net loss and comprehensive loss for the period	-	-	(33,712)	(33,712)
Tax effect on expiry of warrants	-	(490)	-	(490)
Stock - based compensation	-	488	-	488
Balance – September 30, 2011	588,807	30,370	(714,474)	(95,297)

(See accompanying notes to the interim consolidated financial statements)

Crystallex International Corporation
Consolidated Statements of Cash Flows – Unaudited
For the nine months ended September 30, 2011 and 2010
(US\$ thousands)

	2011	2010
	\$	\$
Cash flow provided by (used in)		
Operating activities		
Net loss for the period	(33,712)	(27,668)
Adjusted for: net loss from discontinued operations	11,686	
Items not affecting cash:		
Write-down of property, plant and equipment	-	10,824
Interest accretion	3,685	3,463
Deferred income tax recovery	-	(2,049)
Tax effect on expiry of warrants	(490)	-
Stock-based compensation	488	1,217
Directors fees paid in shares	62	-
Increase in asset retirement obligations	-	450
Accretion of asset retirement obligations	-	107
Gain on revaluation of warrants	(402)	(4,305)
Provision for value-added taxes recoverable	-	2,082
Unrealized foreign currency exchange loss	14	112
Recovery of litigation costs	-	(765)
Change in non-cash working capital:		
(Increase) decrease in accounts receivable	(182)	1,562
(Increase) in prepaid expenses, deposits and other assets	(86)	(847)
Increase (decrease) in accounts payable and accrued liabilities	1,405	(1,742)
Net cash used in operating activities from continuing operations	(17,532)	-
Net cash used in operating activities from discontinued operations (Note 5)	(4,268)	-
Net cash used in operating activities	(21,800)	(17,559)
Investing activities		
Investment in property, plant and equipment	(2,437)	(8,929)
Proceeds from sale of equipment	16,639	2,794
Net cash provided by (used in) investing activities	14,202	(6,135)
Net cash provided by (used in) investing activities from continuing operations	-	-
Net cash provided by investing activities from discontinued operations	14,202	-
Financing activities		
Decrease in restricted cash	-	4,688
Proceeds from demand loan	-	2,500
Proceeds from bank loan	3,285	977
Repayment of bank loan	(4,215)	-
Repayment of promissory note	-	(894)
Issuance of common shares and warrants	-	30,605
Net cash used in financing activities from continuing operations	(930)	-
Net cash provided by financing activities from discontinued operations	-	-
Net cash (used in) provided by financing activities	(930)	37,876
(Decrease) increase in cash and cash equivalents from continuing operations	(18,462)	14,182
Increase in cash and cash equivalents from discontinued operations	9,934	-
(Decrease) increase in cash and cash equivalents	(8,528)	14,182
Effects of exchange rate changes on cash and cash equivalents	(24)	394
Cash and cash equivalents - beginning of period	16,128	6,897
Cash and cash equivalents - end of period	7,576	21,473

Supplemental disclosures with respect to cash flows (Note 19). (See accompanying notes to the consolidated financial statements)

Crystallex International Corporation

Notes to the Interim Consolidated Financial Statements - Unaudited

For the nine months ended September 30, 2011 and 2010

(US\$ thousands, except as noted)

1. Nature of operations and going concern

Crystallex International Corporation (“Crystallex” or the “Company”) is a Canadian-based company, with a history of acquiring, exploring, developing and operating mining properties. The Company is domiciled in Canada with a registered office at 8 King Street East, Suite 1201, Toronto, Ontario, Canada, M5C 1B5. The Company is listed on the Toronto Stock Exchange (Symbol: KRY), and in the United States on the OTCQB (Symbol: CRYXF).

The Company’s principal focus since 2002 was the exploration and development of the Las Cristinas gold properties (“Las Cristinas or the “Las Cristinas Project”) located in Bolivar State in south-eastern Venezuela. Crystallex entered into a Mine Operating Contract (the “MOC”) in September 2002 with the Corporación Venezolana de Guayana (the “CVG”). The MOC granted Crystallex exclusive rights to develop and operate the Las Cristinas Project. Following the issuance of the MOC, the Company worked to bring the Las Cristinas Project to a “shovel ready” state. The Company completed all of the requirements necessary for the issuance of the Authorization to Affect Natural Resources (the “Permit”) from the Ministry of Environment and Natural Resources (“MinAmb”), while maintaining compliance with the terms of the MOC. Notwithstanding the Company’s fulfillment of the requisite conditions, Venezuela’s approval of the Environmental Impact Study and assurances that the Permit would be issued, in April 2008 MinAmb denied the Company’s request for the Permit.

On November 24, 2008, Crystallex wrote to the Venezuelan Minister of Mines to notify it of a dispute under the Agreement between the Government of Canada and the Government of the Republic of Venezuela for the Promotion and Protection of Investments (the “Treaty”). Subsequently, the CVG unilaterally terminated the MOC on February 3, 2011, despite having confirmed the validity of the MOC in August 2010.

On February 16, 2011, the Company filed a Request for Arbitration against Venezuela before the Additional Facility of the World Bank’s International Centre for Settlement of Investment Disputes (“ICSID”) pursuant to the Treaty. On March 9, 2011, the Request for Arbitration was registered by ICSID.

Crystallex claims that Venezuela breached the Treaty’s protections against expropriation, unfair and inequitable treatment and discrimination. Crystallex is currently seeking the restitution by Venezuela of its investments, including reinstatement of the MOC, the issuance of the Permit and compensation for interim losses suffered, or, alternatively full compensation for the value of its investments in Las Cristinas in an amount in excess of US\$3.8 billion.

These interim consolidated financial statements have been prepared in accordance with standards applicable to a going concern, which contemplates the realization of assets and the settlement of liabilities in the normal course of business as they become due. Management has considered all available information in assessing the Company’s ability to continue as a going concern for the foreseeable future, which is at least, but is not limited to, twelve months from the balance sheet date.

As at September 30, 2011, the Company had negative working capital of \$92.6 million, including cash and cash equivalents of \$7.6 million. With the exception of the amount payable to the Noteholders on December 23, 2011 management estimates that its existing cash and cash equivalents along with anticipated proceeds from equipment sales will be sufficient to meet its on-going operating requirements to the end of 2012. Additional sources of financing will have to be found to enable the Company to pay the principal amount of the \$100 million notes payable (the “Notes”) due on December 23, 2011. The unilateral cancellation of the MOC by CVG and the subsequent arbitration claim may impact the Company’s ability to raise financing.

Crystallex International Corporation

Notes to the Interim Consolidated Financial Statements - Unaudited

For the nine months ended September 30, 2011 and 2010

(US\$ thousands, except as noted)

1. Nature of operations and going concern (continued)

The Company will need to either raise substantial additional funds to repay the Notes or, alternatively, the Company will need to negotiate a restructuring of the Notes. While the Company is pursuing these alternatives there are no assurances that it will be successful and failure to obtain such additional financing, or a failure to restructure the Notes, could result in the Company defaulting on its debt repayments.

These material uncertainties raise substantial doubt as to the ability of the Company to meet its obligations as they come due and, accordingly, as to the ultimate appropriateness of the use of accounting principles applicable to a going concern. The Company may be unable to realize its assets or discharge its liabilities in the normal course of business, and may incur significant dilution in any restructuring and financing.

These interim consolidated financial statements do not reflect the adjustments to the carrying values of assets and liabilities, the reported expenses and the balance sheet classifications used, that would be necessary should the Company be unable to continue as a going concern. These adjustments could be material.

2. Basis of preparation and adoption of IFRS

The Company prepares its financial statements in accordance with Canadian generally accepted accounting principles as set out in the Handbook of the Canadian Institute of Chartered Accountants ("CICA Handbook"). In 2010, the CICA Handbook was revised to incorporate International Financial Reporting Standards ("IFRS"), and require publicly accountable enterprises to apply such standards effective for years beginning on or after January 1, 2011. Accordingly, the Company commenced reporting on this basis in its Q1 2011 interim consolidated financial statements. In these financial statements, the term "Canadian GAAP" refers to Canadian GAAP before the adoption of IFRS.

These interim consolidated financial statements have been prepared in accordance with IFRS applicable to the preparation of interim financial statements, including IAS 34 and IFRS 1. Subject to certain transition elections disclosed in Note 4, the Company has consistently applied the same accounting policies in its opening IFRS statement of financial position at January 1, 2010 and throughout all periods presented, as if these policies had always been in effect. Note 4 discloses the impact of the transition to IFRS on the Company's reported financial position, financial performance and cash flows, including the nature and effect of significant changes in accounting policies from those used in the Company's consolidated financial statements for the year ended December 31, 2010.

The policies applied in these interim consolidated financial statements are based on IFRS issued and outstanding as of November 11, 2011, the date the Board of Directors approved the statements. Any subsequent changes to IFRS, that are given effect in the Company's annual consolidated financial statements for the year ending December 31, 2011 could result in restatement of these interim consolidated financial statements, including the transition adjustments recognized on change-over to IFRS.

The interim consolidated financial statements should be read in conjunction with the Company's Canadian GAAP annual consolidated financial statements for the year ended December 31, 2010, and interim consolidated financial statements for the period ended March 31, 2011 prepared in accordance with IFRS applicable to interim financial statements.

3. Significant accounting policies

The significant accounting policies used in the preparation of these interim consolidated financial statements, following the adoption of IFRS, are described below:

Crystallex International Corporation

Notes to the Interim Consolidated Financial Statements - Unaudited

For the nine months ended September 30, 2011 and 2010

(US\$ thousands, except as noted)

3. Significant accounting policies (continued)

Basis of measurement

The interim consolidated financial statements have been prepared on the historical cost basis, except for the revaluation of certain financial assets and liabilities to fair value, including derivative instruments.

Estimates and uncertainties

The preparation of financial statements in conformity with IFRS requires management to make estimates judgements and assumptions that affect the application of accounting policies and the reported amount of assets and liabilities at the date of the consolidated financial statements, and the reported amounts of revenues and expenditures during the reporting period. Actual results could differ from those estimates, and those differences could be material.

In addition to the appropriateness of the assumption of using the going concern basis of accounting, significant estimates used include those relating to the net realizable value of mining equipment, value-added taxes recoverable and payable in Venezuela, tax provisions, carrying value of asset retirement obligations, and the fair values of stock options and warrants.

Consolidation

The financial statements of the Company consolidate the accounts of Crystallex International Corporation and its subsidiaries. All intercompany transactions, balances and unrealized gains and losses from intercompany transactions are eliminated on consolidation.

Subsidiaries are those entities which Crystallex International Corporation controls by having the power to govern the financial and operating policies. Subsidiaries are fully consolidated from the date on which control is obtained by Crystallex International Corporation and would be deconsolidated from the date that control ceases.

Foreign currency translation

(i) Functional and presentation currency

Items included in the financial statements of each of the Crystallex International Corporation group subsidiaries are measured using the currency of the primary economic environment in which the entity operates (the "functional currency"). The Company has determined that the United States dollar ("US\$") is the functional currency of the parent and each of its subsidiaries.

The interim consolidated financial statements are presented in US\$.

(ii) Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the date of the transactions or valuations where items are re-measured. Foreign exchange gains and losses resulting from the settlement of foreign currency transactions and from the translation at period-end exchange rates of monetary assets and liabilities denominated in currencies other than an operation's functional currency are recognized in the statement of loss and comprehensive loss.

Discontinued operations

A discontinued operation is a component of the Company that either has been disposed of, or that is classified as held for sale, and: (a) represents a separate major line of business or geographical area of

Crystallex International Corporation

Notes to the Interim Consolidated Financial Statements - Unaudited

For the nine months ended September 30, 2011 and 2010

(US\$ thousands, except as noted)

3. Significant accounting policies (continued)

operations; (b) is part of a single plan to dispose of a separate major line of business or geographical area of operations; or (c) is a subsidiary acquired exclusively with a view to resale. Losses of discontinued operations are disclosed separately from continuing operations with comparatives being re-presented in the statement of loss and comprehensive loss.

Assets held for sale

Assets are classified as held for sale when the carrying amount is to be recovered principally through a sale transaction and a sale is considered highly probable. They are stated at the lower of carrying amount and fair value less costs to sell if their carrying amount is to be recovered principally through a sale transaction rather than through continuing use and a sale is considered highly probable.

Cash and cash equivalents

Cash and cash equivalents include cash on hand, deposits held with banks, and other short-term highly liquid investments with original maturities of three months or less.

Restricted cash

Restricted cash is cash which is not available, by agreement, for general operating purposes.

Financial instruments

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

At initial recognition, the Company classifies its financial instruments in the following categories depending on the purpose for which the instruments were acquired:

- (i) Financial assets and liabilities at fair value through profit or loss: A financial asset or liability is classified in this category if acquired principally for the purpose of selling or repurchasing in the short-term. Derivatives are also included in this category unless they are designated as hedges.

Financial instruments in this category are recognized initially and subsequently at fair value. Transaction costs are expensed in the statement of loss and comprehensive loss. Gains and losses arising from changes in fair value are presented in the statement of loss and comprehensive loss within other gains and losses in the period in which they arise. Financial assets and liabilities at fair value through profit or loss are classified as current except for the portion expected to be realized or paid beyond twelve months of the balance sheet date, which is classified as non-current. Canadian denominated warrants have been classified at fair value through profit and loss.

- (ii) Loans and receivables: Loans and receivables including restricted cash and deposits are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. Loans and receivables are initially recognized at the amount expected to be received less, when material, a discount to reduce the loans and receivables to fair value. Subsequently, loans and receivables are measured at amortized cost using the effective interest method less a provision for impairment. Cash and cash equivalents, restricted cash and accounts receivable and deposits have been classified as loans and receivables.

Crystallex International Corporation

Notes to the Interim Consolidated Financial Statements - Unaudited

For the nine months ended September 30, 2011 and 2010

(US\$ thousands, except as noted)

3. Significant accounting policies (continued)

- (iii) Financial liabilities at amortized cost: Financial liabilities at amortized cost include accounts payable, bank debt, promissory notes, demand loans, notes payable and long-term debt. Accounts payable are initially recognized at the amount required to be paid less, when material, a discount to reduce payables to fair value. Subsequently, financial liabilities are measured at amortized cost using the effective interest method.

Financial liabilities are classified as current liabilities if payment is due within twelve months. Otherwise, they are presented as non-current liabilities.

- (iv) Derivative financial instruments: The Company has issued warrants that are treated as derivative liabilities. All derivatives are included on the balance sheet within warrants or other liabilities and are classified as current or non-current based on contractual terms specific to the instrument. Gains and losses on re-measurement are included in interest and other income in the case of warrants.

Impairment of financial assets: At each reporting date, the Company assesses whether there is objective evidence that a financial asset is impaired. If such evidence exists, the Company recognizes an impairment loss, as follows:

- a) Financial assets carried at amortized cost: The loss is the difference between the amortized costs of the loan or receivable and the present value of the estimated future cash flows, discounted using the instrument's original effective interest rate. The carrying amount of the asset is reduced by this amount either directly or indirectly through the use of an allowance account.
- b) Impairment losses on financial assets carried at amortized cost are reversed in subsequent periods if the amount of the loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognized.

Property, plant and equipment

Property, plant and equipment are stated at cost less accumulated depreciation and accumulated impairment losses. Cost includes expenditures that are directly attributable to the acquisition of the asset. Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost can be measured reliably.

Gains and losses on disposals of property, plant and equipment are determined by comparing the proceeds with the carrying amount of the asset and are included in the statement of loss and comprehensive loss.

Mineral properties and deferred exploration and development expenditures

Mineral exploration and evaluation costs such as topographical, geochemical and geophysical studies are capitalized and carried at cost until the properties to which they relate are placed into production, sold or where management has determined there to be impairment in value. Development costs incurred to access ore bodies identified in the current mining plan are expensed as incurred after production has commenced. Development costs necessary to extend a mine beyond those areas identified in the current mining plan and which are incurred to access additional reserves are deferred until the incremental reserves are mined. Once a mine has achieved commercial production, mineral properties and development costs, including the mineral acquisition and direct mineral exploration costs relating to the current mining plan, are depleted and amortized using the unit-of-production method over the estimated life of the ore body based on proven and probable reserves.

Crystallex International Corporation

Notes to the Interim Consolidated Financial Statements - Unaudited

For the nine months ended September 30, 2011 and 2010

(US\$ thousands, except as noted)

3. Significant accounting policies (continued)

Impairment of non-financial assets

Property, plant and equipment and other non-financial assets are tested for impairment when events or changes in circumstances indicate that the carrying amount may not be recoverable. Long-lived assets that are not amortized are subject to a periodic impairment test. For the purpose of measuring recoverable amounts, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash-generating units or CGU's). The recoverable amount is the higher of a CGU's fair value less costs to sell and value in use (being the present value of the expected future cash flows of the relevant asset or CGU). An impairment loss is recognized for the amount by which the CGU's carrying amount exceeds its recoverable amount.

The Company evaluates impairment losses for potential reversals when events or circumstances warrant such consideration.

Borrowing costs

Borrowing costs attributable to the acquisition, construction or production of qualifying assets are added to the cost of those assets, until such time as the assets are substantially ready for their intended use. All other borrowing costs are recognized as interest expense in the statement of loss and comprehensive loss in the period in which they are incurred.

Asset retirement obligations and provisions

Provisions for environmental restoration, where applicable, are recognized when the Company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation, and the amount can be reliably estimated.

Estimated environmental provisions, comprising rehabilitation and mine closure, are based on the Company's environmental policy taking into account current technological, environmental and regulatory requirements. The provision for rehabilitation is recognized as and when the environmental liability arises and is re-evaluated annually. The effect of subsequent changes to assumptions in estimating an obligation for which the provision was recognized is classified, as interest expense.

Provisions are measured at management's best estimate of the expenditure required to settle the obligation at the end of the reporting period, and are discounted to present value using a pre-tax rate that reflects current market measurements of the time value of money and the risk specific to the obligation. The increase in the provision due to passage of time is recognized as interest expense.

Stock - based compensation

The Company recognizes compensation expense for stock options based on the estimated fair value at the grant date using the Black-Scholes option pricing model. The cost is recognized over the vesting period of the respective option. In estimating fair value, management is required to make certain assumptions and estimates regarding such items as the life of options, volatility and forfeiture rates. Changes in the assumptions used to estimate fair value could result in materially different estimated results.

Income tax

Income tax comprises current and deferred tax. Income tax is recognized in the statement of loss and comprehensive loss except to the extent that it relates to items recognized directly in equity, in which case the income tax is also recognized directly in equity.

Crystallex International Corporation

Notes to the Interim Consolidated Financial Statements - Unaudited

For the nine months ended September 30, 2011 and 2010

(US\$ thousands, except as noted)

3. Significant accounting policies (continued)

Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted, or substantively enacted, at the end of the reporting period, and any adjustment to tax payable in respect to previous years.

Deferred tax is accounted for using the liability method whereby deferred tax is recognized in respect of temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the interim consolidated financial statements. Deferred income tax is determined on a non-discounted basis using tax rates and laws that have been enacted or substantively enacted at the balance sheet date and are expected to apply when the deferred tax asset or liability is settled. Deferred tax assets are recognized to the extent that it is probable that the asset can be recovered. Deferred income tax assets and liabilities are presented as non-current.

Deferred income tax is provided on temporary differences arising on investments in subsidiaries and associates, except, in the case of subsidiaries, where the timing of the reversal of the temporary difference is controlled by the Company and it is probable that the temporary difference will not reverse in the foreseeable future.

Loss per share

Basic loss per share ("LPS") is calculated by dividing the net loss for the period attributable to equity owners of Crystallex International Corporation by the weighted average number of common shares outstanding during the period.

Diluted LPS is calculated by adjusting the weighted average number of common shares outstanding for dilutive instruments. The number of shares included with respect to options, warrants and similar instruments is computed using the treasury stock method.

Accounting standards issued but not yet applied

International Financial Reporting Standard 9, *Financial Instruments* ("IFRS 9").

This standard was issued in November 2009 and it addresses the classification and measurement of financial assets and replaces the multiple category and measurement models in IAS 39 for debt instruments with a mixed measurement model having only two categories: Amortized cost and fair value through profit or loss. IFRS 9 also replaces the models for measuring equity instruments and such instruments are either recognized at fair value through profit or loss or at fair value through other comprehensive income.

Requirements for financial liabilities were added in October 2010 and they largely carried forward existing requirements in IAS 39, *Financial Instruments – Recognition and Measurement*, except that fair value changes due to credit risk for liabilities designated at fair value through profit and loss would generally be recorded in other comprehensive income.

This standard is required to be applied for accounting periods beginning on or after January 1, 2013, with earlier adoption permitted. The Company has not yet assessed the impact of the standard or determined whether it will adopt the standard earlier than required.

Crystallex International Corporation

Notes to the Interim Consolidated Financial Statements - Unaudited

For the nine months ended September 30, 2011 and 2010

(US\$ thousands, except as noted)

3. Significant accounting policies (continued)

International Financial Reporting Standard 10, *Consolidated Financial Statements* (“IFRS 10”)

In May 2011, the IASB issued IFRS 10 *Consolidated Financial Statements* to replace IAS 27 *Consolidated and Separate Financial Statements* and SIC 12 *Consolidation – Special Purpose Entities*. The new consolidation standard changes the definition of control so that the same criteria apply to all entities, both operating and special purpose entities, to determine control. The revised definition focuses on the need to have both power and variable returns before control is present. IFRS 10 must be applied starting January 1, 2013 with earlier adoption permitted. IFRS 10 will have no impact on the Company’s financial results and financial position.

International Financial Reporting Standard 11, *Joint Arrangements* (“IFRS 11”)

In May 2011, the IASB issued IFRS 11 *Joint Arrangements* to replace IAS 31, *Interest in Joint Ventures*. The new standard defines three types of arrangements: Joint Asset, Joint Operations and Joint Ventures and focuses on the rights and obligations of the parties involved to reflect the joint arrangement, thereby requiring parties to recognize the individual assets and liabilities to which they have rights or for which they are responsible, even if the joint arrangement operates in a separate legal entity. IFRS 11 must be applied starting January 1, 2013 with early adoption permitted. The Company is assessing the effect of IFRS on its financial results and financial position.

International Financial Reporting Standard 12, *Disclosure of Interests in Other Entities* (“IFRS 12”)

In May 2011, the IASB issued IFRS 12 *Disclosure of Interests in Other Entities* to create a comprehensive disclosure standard to address the requirement for subsidiaries, joint arrangements and associates including the reporting entity’s involvement with other entities. It also includes the requirement for unconsolidated structured entities (i.e. special purpose entities). IFRS 12 must be applied starting January 1, 2013 with early adoption permitted. The Company has not yet assessed the impact of the standard nor determined whether it will adopt the standard earlier than required.

International Financial Reporting Standard 13, *Fair Value Measurements* (“IFRS 13”)

IFRS 13, *Fair Value Measurements*, defines fair value, sets out in a single IFRS framework for measuring fair value and requires disclosures about fair value measurements. The IFRS 13 applies to IFRSs that require or permit fair value measurements or disclosures about fair value measurements (and measurements, such as fair value less costs to sell, based on fair value or disclosures about those measurements), except in specific circumstances. IFRS 13 is to be applied for annual periods beginning on or after January 1, 2013. Earlier application is permitted. The Company is assessing the effect of the changes to IFRS 13 on its financial results and financial position.

Certain comparative figures have been reclassified to conform to the current period’s presentation.

Crystallex International Corporation

Notes to the Interim Consolidated Financial Statements - Unaudited

For the nine months ended September 30, 2011 and 2010

(US\$ thousands, except as noted)

4. Transition to IFRS

The accounting policies in Note 3 have been applied in preparing these consolidated interim financial statements for the three and nine month periods ended September 30, 2010, the financial statements for the year ended December 31, 2010 and the preparation of an opening IFRS balance sheet on the Transition Date, January 1, 2010.

The effect of the Company's transition to IFRS, described in Note 2, is summarized as follows:

- (i) Transition elections
- (ii) Reconciliation of shareholders' deficiency as previously reported under Canadian GAAP to IFRS
- (iii) Reconciliation of consolidated statements of loss and comprehensive loss as previously reported under Canadian GAAP to IFRS
- (iv) Explanatory notes

(i) Transition elections

The Company has applied the following transition elections and exemptions from full retrospective application of IFRS:

	As described in Note 4(iv)
Cumulative translation adjustment	(a)
Asset retirement obligations	(d)
Business combinations	(f)
Stock-based compensation	(g)
Borrowing costs	(h)

Crystallex International Corporation

Notes to the Interim Consolidated Financial Statements - Unaudited

For the nine months ended September 30, 2011 and 2010

(US\$ thousands, except as noted)

4. Transition to IFRS (continued)

(ii) Reconciliation of shareholders' deficiency as previously reported under Canadian GAAP to IFRS

		December 31, 2010			September 30, 2010			January 1, 2010		
		Cdn GAAP	Adj	IFRS	Cdn GAAP	Adj	IFRS	Cdn GAAP	Adj	IFRS
Assets	4 (iv)									
Current assets										
Cash and cash equivalents		16,128	-	16,128	21,473	-	21,473	6,897	-	6,897
Restricted cash					-		-	4,688		4,688
Accounts receivable	c	108	934	1,042	256	907	1,163	780	1,097	1,877
Prepaid expenses, deposits and other assets	c	1,435	7	1,442	1,387	7	1,394	515	32	547
Equipment held for sale		-	-	-	-	-	-	3,180	-	3,180
Discontinued operations	c	941	(941)	-	914	(914)	-	1,129	(1,129)	-
		18,612	-	18,612	24,030	-	24,030	17,189	-	17,189
Non-current assets										
Property, plant and equipment		33,200	-	33,200	39,589	-	39,589	39,203	-	39,203
Value-added taxes recoverable		-	-	-	-	-	-	1,736	-	1,736
		51,812	-	51,812	63,619	-	63,619	58,128	-	58,128
Liabilities										
Current liabilities										
Accounts payable and accrued liabilities	c	9,528	1,566	11,094	6,251	1,799	8,050	8,043	1,043	9,086
Notes payable		95,035	-	95,035	-	-	-	-	-	-
Promissory note		-	-	-	-	-	-	894	-	894
Bank loan		930	-	930	977	-	977	-	-	-
Demand loan		2,500	-	2,500	2,500	-	2,500	-	-	-
Warrants	b	-	445	445	-	1,612	1,612	-	2,305	2,305
Current portion of asset retirement obligation	d	-	798	798	-	798	798	-	-	-
Discontinued operations	c	2,364	(2,364)	-	1,799	(1,799)	-	1,043	(1,043)	-
		110,357	445	110,802	11,527	2,410	13,937	9,980	2,305	12,285
Non-current liabilities										
Notes payable		-	-	-	93,902	-	93,902	90,639	-	90,639
Asset retirement obligation	d	-	2,655	2,655	-	2,631	2,631	-	2,872	2,872
Discontinued operations	c	2,081	(2,081)	-	2,667	(2,667)	-	2,217	(2,217)	-
		112,438	1,019	113,457	108,096	2,374	110,470	102,836	2,960	105,796
Shareholders' deficiency										
Share capital		588,745	-	588,745	588,745	-	588,745	561,751	-	561,751
Contributed surplus	b	40,643	(10,271)	30,372	40,469	(10,271)	30,198	35,366	(6,659)	28,707
Accumulated other comprehensive income	a	11,959	(11,959)	-	11,959	(11,959)	-	11,959	(11,959)	-
Deficit	a/b	(701,973)	21,211	(680,762)	(685,650)	19,856	(665,794)	(653,784)	15,658	(638,126)
		(60,626)	(1,019)	(61,645)	(44,477)	(2,374)	(46,851)	(44,708)	(2,960)	(47,668)
		51,812	-	51,812	63,619	-	63,619	58,128	-	58,128

Crystallex International Corporation

Notes to the Interim Consolidated Financial Statements - Unaudited

For the nine months ended September 30, 2011 and 2010

(US\$ thousands, except as noted)

4. Transition to IFRS (continued)

(ii) Reconciliation of deficit as previously reported under Canadian GAAP to IFRS

		Dec 31, 2010 \$	Sep 30, 2010 \$	Jan 1, 2010 \$
Deficit	4 (iv)			
Deficit as reported under Canadian GAAP		(701,973)	(685,650)	(653,784)
Cumulative translation adjustment	a	11,959	11,959	11,959
Revaluation of warrants	b	9,826	8,659	4,354
Asset retirement obligation	d	(574)	(762)	(655)
Deficit as reported under IFRS		(680,762)	(665,794)	(638,126)

As described in Note 4 (iv)

- (a) Cumulative translation adjustment
- (b) Warrants
- (c) Discontinued operations
- (d) Asset retirement obligations

(iii) Reconciliation of consolidated statements of loss and comprehensive loss as previously reported under Canadian GAAP to IFRS

	4 (iv)	Year ended December 31, 2010			Nine months ended September 30, 2010		
		Cdn GAAP	Adj	IFRS	Cdn GAAP	Adj	IFRS
(Expenses) income							
General and administrative	c	(12,187)	-	(12,187)	(9,333)	1	(9,332)
Litigation costs, net of recoveries		319	-	319	328	-	328
Foreign currency exchange gain (loss)	c	949	(13)	936	161	543	704
Write-down of property, plant and equipment	c	(18,929)	18,929	-	(10,824)	10,824	-
Provision for value-added taxes recoverable	c	(2,171)	2,171	-	(2,081)	2,081	-
		(32,019)	21,087	(10,932)	(21,749)	13,449	(8,300)
Finance income	b	79	5,472	5,551	43	4,305	4,348
Finance expense		(14,111)	-	(14,111)	(10,596)	-	(10,596)
Net interest expense		(14,032)	5,472	(8,560)	(10,553)	4,305	(6,248)
Loss before income taxes		(46,051)	26,559	(19,492)	(32,302)	17,754	(14,548)
Future income tax recovery	c	-	-	-	2,049	(2,049)	-
Loss from continuing operations		(46,051)	26,559	(19,492)	(30,253)	15,705	(14,548)
Loss from discontinued operations	c	(2,138)	(21,006)	(23,144)	(1,613)	(11,507)	(13,120)
Net loss and comprehensive loss		(48,189)	5,553	(42,636)	(31,866)	4,198	(27,668)

Crystallex International Corporation**Notes to the Interim Consolidated Financial Statements - Unaudited**

For the nine months ended September 30, 2011 and 2010

(US\$ thousands, except as noted)

4. Transition to IFRS (continued)

		Three months ended September 30, 2010		
		Cdn GAAP		
4 (iv)			Adj	IFRS
(Expenses) income				
General and administrative	c	(2,827)	(129)	(2,956)
Litigation costs, net of recoveries		(123)	-	(123)
Foreign currency exchange gain (loss)	c	810	75	885
Write-down of property, plant and equipment	c	(3,150)	3,150	-
Provision for value-added taxes recoverable	c	(146)	146	-
		(5,436)	3,242	(2,194)
Finance income	b	31	3,050	3,081
Finance expense		(3,514)	-	(3,514)
Net interest expense		(3,483)	3,050	(433)
Loss before income taxes		(8,919)	6,292	(2,627)
Future income tax recovery	c	562	(562)	-
Loss from continuing operations		(8,357)	5,730	(2,627)
Loss from discontinued operations	c	(941)	(2,758)	(3,699)
Net loss and comprehensive loss		(9,298)	2,972	(6,326)

(iv) Explanatory notes:

- a) In accordance with IFRS transitional provisions, the Company has elected to reset the cumulative translation adjustment account, which includes gains and losses arising from the translation of foreign operations, to zero at the date of transition to IFRS. Accumulated other comprehensive income has been decreased and deficit has been decreased by \$11,959.
- b) The warrants entitle the holder to acquire a fixed number of common shares for a fixed Canadian dollar price per share. In accordance with IFRS, an obligation to issue shares for a price that is not fixed in the Company's functional currency, and that does not qualify as a rights offering, must be classified as a derivative liability and measured at fair value with changes recognized in the statement of loss and comprehensive loss as they arise. The Company has recorded these changes in interest and other income in the statement of loss and comprehensive loss.

Under Canadian GAAP, the warrants were classified as equity and changes in fair value were not recognized. This change in accounting increased liabilities at January 1, 2010 by \$2,305, September 30, 2010 by \$1,612 and December 31, 2010 by \$445, reduced contributed surplus at January 1, 2010 by \$6,659, September 30, 2010 by \$10,271 and December 31, 2010 by \$10,271 and reduced the deficit at January 1, 2010 by \$4,354, at September 30, 2010 by \$8,659 and December 31, 2010 by \$9,826.

Crystallex International Corporation

Notes to the Interim Consolidated Financial Statements - Unaudited

For the nine months ended September 30, 2011 and 2010

(US\$ thousands, except as noted)

4. Transition to IFRS (continued)

c) Discontinued operations:

The determination and classification of discontinued operations under IFRS at transition differs from the treatment applicable under Canadian GAAP and as a result the former El Callao operations were no longer classified as discontinued operations. Accordingly, the asset, liability and expenditures accounts, previously reported as discontinued operations in the financial statements are no longer reported as such as the former operations at El Callao are not considered to be discontinued operations at transition, under IFRS.

d) Asset retirement obligations (see also Note 12):

The Company elected to take the exemption from full retroactive application of IFRS to asset retirement obligations on the transition date. IAS 37 requires the use of management's best estimate of the Company's cash outflows, rather than fair value measurement on initial recognition under Canadian GAAP, and requires provisions to be updated at cash balance sheet date using a current pre-tax discount rate (which reflects current market assessment of the time value of money and the risk specific to the liability). Canadian GAAP requires the use of a current credit-adjusted, risk-free rate for upward adjustments, and the original credit-adjusted, risk-free rate for downward revisions.

e) Adjustment to the statement of cash flows:

The transition from Canadian GAAP to IFRS had no significant impact on cash flows generated by the Company.

f) Business combinations:

The Company may elect under IFRS 1 to retrospectively apply IFRS 3 *Business Contributions* or to not restate business combinations prior to a selected date chosen by the Company. The Company has applied the business combinations exemption in IFRS 1. Hence, it has not restated any business combinations that took place prior to January 1, 2010.

g) Stock-based compensation:

In accordance with IFRS transitional provisions, the Company has elected to apply the exemption from full retrospective application of IFRS 2 share-based payments with respect to unvested share options granted to directors, employees and others prior to transition. On review of the Company's practices and transactions, no adjustments were required.

h) Borrowing costs:

In accordance with IFRS transitional provisions, the Company has elected under IAS 23 to capitalize borrowing costs relating to qualifying assets from January 1, 2010 onward.

5. Discontinued operations

As a result of the actions of the Government of Venezuela (Note 1) in terminating the mine operating contract and the subsequent transfer to the CVG of the Las Cristinas property and receipt of the certificate of delivery on April 5, 2011, the Company has determined that its Venezuelan operations including the Las Cristinas project and the former El Callao operation are to be accounted for as discontinued operations as required by IFRS 5.

Crystallex International Corporation**Notes to the Interim Consolidated Financial Statements - Unaudited**

For the nine months ended September 30, 2011 and 2010

(US\$ thousands, except as noted)

5. Discontinued operations (continued)

The results of discontinued operations for the periods September 30, 2011 and 2010 are as follows:

	Three months ended September 30,		Nine months ended September 30,	
	2011	2010	2011	2010
	\$	\$	\$	\$
(Expenses) income				
Operations expense	(1,100)	(790)	(5,068)	(2,060)
Foreign currency exchange gain (loss)	-	(161)	21	(161)
Write-down of equipment held for sale	-	-	(5,700)	-
Write-down of mineral property	-	(3,150)	(696)	(10,824)
Provision for value-added taxes recoverable	(17)	(146)	(168)	(2,081)
	(1,117)	(4,247)	(11,611)	(15,126)
Finance expense – accretion of asset retirement obligation	(25)	(14)	(75)	(43)
Loss from discontinued operations before tax	(1,142)	(4,261)	(11,686)	(15,169)
Income tax recovery	-	562	-	2,049
Loss from discontinued operations	(1,142)	(3,699)	(11,686)	(13,120)

Cash flows from discontinued operations included in the consolidated statements of cash flows are as follows:

	September 30, 2011
	\$
Cash flow provided by (used in)	
Operating activities	
Loss from discontinued operations for the period	(11,686)
Items not affecting cash:	
Write-down of property, plant and equipment	6,396
Increase in asset retirement obligations	340
Accretion of asset retirement obligations	75
Provision for value-added taxes recoverable	168
Unrealized foreign currency exchange (gain)	(21)
Change in non-cash working capital:	
(Increase) in accounts receivable	(1)
Decrease in prepaid expenses, deposits and other assets	388
Increase in accounts payable and accrued liabilities	73
Net cash used in operating activities	(4,268)
Investing activities	
Investment in property, plant and equipment	(2,437)
Proceeds from sale of equipment	16,639
Net cash provided by investing activities	14,202
Increase in cash and cash equivalents from discontinued operations	9,934

Crystallex International Corporation

Notes to the Interim Consolidated Financial Statements - Unaudited

For the nine months ended September 30, 2011 and 2010

(US\$ thousands, except as noted)

6. Venezuelan operations

In the third quarter of 2007, Crystallex changed the rate it used to translate its Venezuelan subsidiaries' transactions and balances from the official exchange rate of 2.15 Venezuelan bolivar fuerte ("BsF") to 1 US dollar, to the parallel exchange rate. This was done due to the increasing spread between the official exchange rate and the parallel exchange rate, and the Company's inability to access the official rate.

The Venezuelan subsidiaries have a US dollar functional currency. As a result of the US dollar functional currency, monetary assets and liabilities denominated in BsF generate gains or losses for changes in value associated with foreign currency exchange rate fluctuations against the US dollar.

On January 11, 2010, the Venezuelan government devalued the BsF and changed to a two-tier exchange structure. The official exchange rate moved from 2.15 BsF per US dollar to 2.60 for essential goods and 4.30 for non-essential goods and services.

On May 17, 2010, the Venezuelan government enacted reforms to its foreign currency exchange control regulations to close down the parallel exchange market. Therefore, continued use of the parallel rate to translate BsF denominated transactions is no longer acceptable.

On June 9, 2010, the Venezuelan government enacted additional reforms to its exchange control regulations and introduced a newly regulated foreign currency exchange system; Sistema de Transacciones con Titulos en Moneda Extranjera ("SITME"), which is controlled by the Central Bank of Venezuela ("BCV"). The SITME imposes volume restrictions on the conversion of BsF to US dollar (and vice versa), currently limiting such activity to a maximum equivalent of \$350 per month.

As a result of the enactment of the reforms to the exchange control regulations, the Venezuelan subsidiaries did not meet the requirements to use the SITME to convert US dollars to BsF as at September 30, 2010. Accordingly, the Company changed the rate used to re-measure BsF-denominated transactions from the parallel exchange rate to the official rate specified by the BCV, which was fixed at 4.30 BsF per US dollar effective September 30, 2010.

Venezuelan subsidiaries had approximately \$1,575 of net monetary liabilities denominated in BsF as at September 30, 2011. For every \$1,000 of net monetary liabilities denominated in BsF, a 15% increase/(decrease) in the foreign currency exchange rate would increase/(decrease) the Company's loss by approximately \$150.

Crystallex International Corporation**Notes to the Interim Consolidated Financial Statements - Unaudited**

For the nine months ended September 30, 2011 and 2010

(US\$ thousands, except as noted)

7. Property, plant and equipment

	September 30, 2011		Total \$
	Mining Equipment \$	Mineral Properties \$	
Cost			
Balance at beginning of period, January 1, 2011	40,197	309,609	349,806
Additions	-	696	696
Reclassification to equipment held for sale	(40,197)	-	(40,197)
Balance at September 30, 2011	-	310,305	310,305
Write-down			
Balance at beginning of period, January 1, 2011	6,997	309,609	316,606
Additions	-	696	696
Reclassification to equipment held for sale	(6,997)	-	(6,997)
Balance at September 30, 2011	-	310,305	310,305
Net book value			
Balance at beginning of period, January 1, 2011	33,200	-	33,200
Additions	-	-	-
Reclassification to equipment held for sale	(33,200)	-	(33,200)
Balance at September 30, 2011	-	-	-
December 31, 2010			
	Mining Equipment \$	Mineral Properties \$	Total \$
Cost			
Balance at beginning of year	39,203	297,069	336,272
Additions	-	12,540	12,540
Reclassification from equipment held for sale	994	-	994
Balance at December 31, 2010	40,197	309,609	349,806
Write-down			
Balance beginning of year	-	297,069	297,069
Additions	6,389	12,540	18,929
Reclassification from equipment held for sale	608	-	608
Balance at December 31, 2010	6,997	309,609	316,606
Net book value December 31, 2010	33,200	-	33,200

Crystallex International Corporation

Notes to the Interim Consolidated Financial Statements - Unaudited

For the nine months ended September 30, 2011 and 2010

(US\$ thousands, except as noted)

7. Property, plant and equipment (continued)

On December 31, 2009, the Company assessed the Las Cristinas Project for impairment and concluded that, despite its continued efforts to secure the Permit and pursue accretive transactions in respect of the Las Cristinas Project, a non-cash write-down of the carrying value should be recorded as at December 31, 2009 based on certain impairment triggers noted including, but not limited to, the permitting delays described in Note 1. The Company determined that, among other things, the uncertainty regarding the Permit had a significant impact on the estimated future net cash flows associated with the Las Cristinas Project and on recoverability of the carrying value of the asset. Accordingly, the Company recorded a non-cash write-down of \$297,069 as at December 31, 2009 relating to all mineral property costs, except the carrying value of the remaining mining equipment.

The Company conducted similar impairment assessments as at the end of each quarter in 2010 and for similar reasons to those indicated above; the Company recorded additional non-cash write-downs totalling \$12,540 of which \$3,610 relate to the quarter ended March 31, 2010, and \$4,064 relate to the quarter ended June 30, 2010.

In February of 2011, the Company ceased capitalization of expenditures on Las Cristinas due to the termination of the MOC. For January 2011, a final impairment assessment resulted in a non-cash write-down of \$696.

Subsequent to the termination of the MOC, all additional costs related to Las Cristinas are recorded in discontinued operations expenses.

8. Equipment held for sale

	September 30 2011
Balance at beginning of period	\$ -
Transfer from property, plant and equipment (Note 7)	33,200
Write-down	(5,700)
Disposals	(17,384) ^(a)
Balance as at September 30, 2011	\$ 10,116

^(a) On June 28, 2011 the Company sold equipment for proceeds of \$16,958 less commission of \$1,350. On September 13, 2011 the Company sold additional equipment for proceeds of \$1,825 less commission of \$49. The proceeds of both sales approximated the carrying value of the assets subsequent to previous write-downs.

9. Bank loan

At September 30, 2011, the Company's Venezuelan Branch had a bank loan of \$Nil (December 2010: \$930) to fund operations, which the Company uses in connection with the conversion of U.S. funds into BsF in Venezuela on a timely basis. This demand bank loan bears interest at 19% per annum and is secured by cash collateral.

	September 30, 2011	Dec 31, 2010
Opening balance	\$ 930	\$ -
Increase	3,285	2,953
Repayments	(4,215)	(2,023)
Closing balance	\$ -	\$ 930

Crystallex International Corporation

Notes to the Interim Consolidated Financial Statements - Unaudited

For the nine months ended September 30, 2011 and 2010

(US\$ thousands, except as noted)

10. Demand loan

In early 2010, the Company commenced negotiations with China Railway Resources Group Co. Ltd. ("CRRC") to create a strategic partnership for the development of Las Cristinas. The proposed transaction was never completed. During these negotiations, CRRC loaned Crystallex \$2,500, which is repayable on demand and ranks subordinate to the Notes described in Note 11. At the time of the loan advance, it was contemplated that, upon closing of the proposed transaction with CRRC, the loan would be convertible at the option of CRRC into common shares of Crystallex at a price of Cdn\$0.40 per common share of Crystallex. The conversion feature of the loan was ascribed a fair value of \$200 using the Black-Scholes option pricing model and recorded as contributed surplus. The residual liability component of the loan of \$2,300 was accreted up to its face value using the effective interest method, and, accordingly, interest accretion of \$200 was recorded during the year ended December 31, 2010 as a component of interest expense.

	September 30, 2011	Dec 31, 2010
Opening balance	\$ 2,500	\$ -
Increase	-	2,500
Closing balance	\$ 2,500	\$ 2,500

11. Notes payable

In conjunction with a unit offering on December 23, 2004 comprising notes and shares, the Company issued \$100,000 of senior unsecured Notes with a coupon rate of 9.375% due on December 23, 2011 and 6,500,000 in aggregate shares, for net proceeds of \$75,015 after expenses and implicit equity proceeds allocation. Interest is payable semi-annually on January 15 and July 15 of each year, beginning on July 15, 2005. The Company may redeem the Notes, in whole or in part, at any time after December 31, 2008 at a redemption price of between 100% and 102% of the principal amounts of the Notes, depending on the redemption date, plus accrued and unpaid interest and additional interest, if any, to the date of the redemption. In addition, the Company may be required to redeem the Notes for cash if there is a change in control in the Company where the acquirer's debt rating is below the debt rating of the Company before or after the change in control, or where the Company ceases to beneficially own, directly or indirectly, at least a majority interest in the Las Cristinas Project. The Company may also redeem the Notes, in whole but not in part, for cash at its option if there is a change in the applicable Canadian withholding tax legislation. As described in Note 21, the Company successfully defended against an action brought by Noteholders relating to their allegation that there had been a project change in control.

The initial carrying value of the Notes was derived from a unit structure that contained both a Note and a share component. As a result, the share component was determined based on the fair value of the common shares issued with the unit offering, calculated at \$21,450 with \$78,550 being the discounted fair value of the Notes. The discounted fair value of the Notes, net of expenses, is accreted up to the face value of the Notes using the effective interest method over its seven-year term, with the resulting charge recorded to interest finance expense. Interest accretion of \$3,685 on the Notes was recorded during the nine months ended September 30, 2011 as a component of interest expense.

The change in the carrying value of the notes payable during the nine months ended September 30 is as follows:

	September 30, 2011	Dec 31, 2010
Opening balance at January 1	\$ 95,035	\$ 90,639
Accretion	3,312	3,796
Amortization of financing fees	373	600
Closing balance	\$ 98,720	\$ 95,035

Crystallex International Corporation

Notes to the Interim Consolidated Financial Statements - Unaudited

For the nine months ended September 30, 2011 and 2010

(US\$ thousands, except as noted)

12. Asset retirement obligations

Asset retirement obligations relate to environmental rehabilitation costs associated with the retirement of a long-lived asset that results from the acquisition, construction, development and/or normal operation of a long-lived asset. Reclamation obligations on the Company's mineral properties or previous mineral properties are recorded as an environmental rehabilitation provision. These include the removal of residual materials and remediation of disturbed areas. These estimated costs are provided for in the accounting period when the obligation from related disturbance occurs, whether this occurs during the mine development or during the production phase, based on the present value of estimated future costs. The costs are estimated based on mine closure plan. The cost estimates are updated annually during the life of the operation to reflect known developments, (e.g. revisions to cost estimates and to the estimated lives of operations), and are subject to review at regular intervals. Reclamation and closure costs are estimated based on the Company's interpretation of current regulatory requirements, constructive obligations and are measured at fair value.

The movement of the asset retirement obligations during the nine month period ended September 30, is as follows:

Asset retirement obligations are as follows:

	September 30 2011	December 31 2010
Asset retirement obligations, beginning of year	\$ 3,453	\$ 2,872
Reclamation expenditures	-	(233)
Accretion expense	75	58
Revision in estimated cash flows	340 ^(a)	756
Asset retirement obligations, end of period	3,868	3,453
Less current portion	1,138	798
	\$ 2,730	\$ 2,655

^(a) In the quarter ended March 31, 2011, the Company identified additional obligations associated with its discontinued operations.

13. Share capital

Authorized

- Unlimited common shares, no par value
- Unlimited Class A preference shares, no par value
- Unlimited Class B preference shares, no par value

Issued

	Number of Shares	Amount \$
Balance January 1, 2010	294,817,719	561,751
Public offering, June 30, 2010	70,000,000	26,994
Balance December 31, 2010	364,817,719	588,745
Director remuneration plan	600,000	62
Share exchange	18	-
Balance September 30, 2011	365,417,737	588,807

Crystallex International Corporation

Notes to the Interim Consolidated Financial Statements - Unaudited

For the nine months ended September 30, 2011 and 2010

(US\$ thousands, except as noted)

13. Share capital (continued)

Financing transaction

On June 30, 2010, the Company completed a public offering of 70 million units at Cdn \$0.50 per unit for gross proceeds of Cdn \$35.0 million (US\$33.0 million).

Each unit consisted of one common share of the Company and one half of one common share purchase warrant. Each whole warrant entitles the holder to purchase a further common share of the Company at an exercise price of Cdn \$0.70 expiring June 30, 2011.

The net proceeds received by the Company, after payment of issuance costs of \$2,396, was \$30,605, of which \$26,994 was recorded as share capital and \$3,611 was recorded as contributed surplus.

Shareholder rights plan

On June 24, 2009, the shareholders of the Company approved the continuation of the Company's shareholder rights plan (the "Rights Plan"), which was previously approved on October 30, 2006. The rights issued under the Rights Plan are subject to reconfirmation at every third annual meeting of shareholders and will expire at the close of the Company's annual meeting in 2016. The Rights Plan is designed to ensure the fair treatment of shareholders in connection with any takeover bid for the Company and to provide the board of directors and shareholders with sufficient time to fully consider any unsolicited takeover bid. The Rights Plan also provides the board of directors with time to pursue, if appropriate, other alternatives to maximize shareholder value in the event of a takeover bid.

Pursuant to the Rights Plan, one right (a "Right") is attached to each outstanding common share of the Company held by shareholders of record at the close of business on the record date. The Rights will separate from the common shares at the time that is the close of business on the eighth trading day (or such later day as determined by the board of directors of the Company) after the public announcement of the acquisition of, or intention to acquire, beneficial ownership of 20% of the common shares of the Company by any person other than in accordance with the terms of the Rights Plan.

In order to constitute a permitted bid, an offer must be made in compliance with the Rights Plan and must be made to all shareholders (other than the offeror), must be open for at least 60 days and be accepted by shareholders holding more than 50% of the outstanding voting shares and, if so accepted, must be extended for a further period of ten business days.

14. Warrants

As at September 30, 2011 common share purchase warrants were outstanding enabling the holders to acquire common shares as follows:

Exercise price September 30, 2011	Number of warrants (thousands)
\$0.29 (Cdn\$0.30)	3,000 ^(a)
\$2.89 (Cdn\$3.00)	16,445 ^(b)
\$4.25	12,250 ^(c)
	<hr/> 31,695

a) These warrants expire on April 23, 2012.

b) These warrants expire six months following the date that is 45 days following the receipt of the Permit for the Company's Las Cristinas Project.

c) These warrants become exercisable for an 18-month period commencing on the date which is 45 days following the receipt of the permit for the Company's Las Cristinas Project

Crystallex International Corporation

Notes to the Interim Consolidated Financial Statements - Unaudited

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(US\$ thousands, except as noted)

14. Warrants (continued)

Derivative liability (see also Note 4 iv (b))

Under IFRS, warrants with an exercise price in a currency other than the functional currency are to be recorded as a derivative liability and carried at fair value. The liability is re-measured at each reporting date with the change in value recorded as a financing cost included in interest and other income in the interim consolidated statement of loss and comprehensive loss.

The change in the derivative liability for the nine month period ended September 30, 2011 is as follows:

Warrants	Issued	Expired	Outstanding	Fair value estimate at Dec 31, 2010	Fair value estimate adjustments	Fair value estimate at Sept 30, 2011
Cdn\$0.70	35,000	(35,000) ^(a)	-	35	(35)	-
Cdn\$0.30	3,000	-	3,000	410	(367)	43
Cdn\$3.00	16,445	-	16,445	-	-	-
	54,445	(35,000)	19,445	445	(402)	43

- a) These warrants expired on June 30, 2011. In accordance with the Canadian Income Tax Act (subsection 49(2)), the Company is deemed to have a capital gain equal to the proceeds received for issuing the Warrants. The capital gain is subject to tax at 50% of the corporate income tax rate. The tax expense associated with the expired warrants is recognized in contributed surplus, following the original treatment of this transaction with equity. As the Company used unrecognized capital losses to reduce the current tax liability associated with the warrant expiry, a tax recovery of \$490 has been recorded in the net tax expense for the year.

The change in the derivative liability for the year ended December 31, 2010 is as follows:

Warrants	Issued	Fair value estimate at Jan 1, 2010	Issued	Fair value estimate adjustments	Fair value estimate at Dec 31, 2010
Cdn\$0.70	-	-	3,611	(3,576)	35
Cdn\$0.30	3,000	860	-	(450)	410
Cdn\$3.00	16,445	1,445	-	(1,445)	-
	19,445	2,305	3,611	(5,471)	445

15. Stock Options

Effective June 24, 2009, shareholders of the Company approved a Fixed Share Option Plan (the "New Plan"), which provides for the granting of a maximum 8,000,000 stock options to acquire common shares of the Company to executive officers, directors, employees and service providers of the Company. Under the New Plan, the exercise price of each stock option cannot be less than the closing price of the Company's common shares on the Toronto Stock Exchange, on the trading day immediately preceding the date of the grant. Stock options have a life of up to ten years and may vest immediately, or over periods ranging from one year to three years. In addition, the directors of the Company may permit an optionee to elect to receive without payment by the optionee of any additional consideration, common shares equal to the value of stock options surrendered.

Effective June 22, 2011, shareholders of the Company approved an increase in the number of stock options in the New Plan, authorizing an additional 3,000,000 stock options (June 23, 2010 – 5,000,000 stock options) to acquire common shares of the Company to executive officers, directors, employees and service providers of the Company. As at September 30, 2011, 14,957,900 stock options were granted under the New Plan.

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(US\$ thousands, except as noted)

15. Stock Options (continued)

As at September 30, 2011, stock options were outstanding enabling the holders to acquire common shares as follows:

Range of exercise prices (Cdn\$)	Outstanding stock options			Exercisable stock options	
	Number of stock options (thousands)	Weighted average remaining contractual life (years)	Weighted average exercise price (Cdn\$)	Number exercisable (thousands)	Weighted average exercise price (Cdn\$)
\$0.10	3,880	8.38	0.10	3,880	0.10
\$0.24	6,175	5.69	0.24	6,175	0.24
\$0.45	4,903	6.94	0.45	4,903	0.45
\$1.90 to \$2.60	1,959	0.80	2.22	1,959	2.22
\$3.00 to \$3.57	2,653	2.73	3.14	2,653	3.14
\$4.05 to \$4.87	2,292	2.65	4.43	2,217	4.44
	<u>21,862</u>	5.33	1.23	<u>21,787</u>	1.22

The Company determines the fair value of the employee stock options using the Black-Scholes option pricing model. The estimated fair value of the stock options is expensed over their respective vesting periods. The fair value of stock options granted was determined using the following assumptions for stock options granted during the nine months ended September 30, 2011.

	Nine months ended September 30	
	2011	2010
Risk-free interest rate	2.25%	1.7%
Expected life (years)	3	3
Expected volatility over expected life	120%	127%
Expected dividend rate	0%	0%
Weighted average fair value of stock options granted	\$ 0.07	\$ 0.33

The fair value compensation recorded for stock options that have vested for the nine months ended September 30, 2011 was \$488 (2010 - \$1,292) of which \$488 (2010 - \$1,218) was expensed and \$Nil (2010 - \$74) was capitalized to mineral properties prior to the write-down described in Note 7.

A summary of the outstanding stock options as at September 30 and changes during each of the nine months then ended are as follows:

	Nine months ended September 30			
	2011		2010	
	Number of options (thousands)	Weighted average exercise price (Cdn\$)	Number of options (thousands)	Weighted average exercise price (Cdn\$)
Balance, beginning of period	18,397	1.49	15,254	1.94
Issued	3,880	0.10	4,903	0.45
Expired or forfeited	(415)	2.26	(974)	2.48
Balance, end of period	<u>21,862</u>	1.24	<u>19,183</u>	1.53

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16. Loss per share

Basic loss per share is calculated by dividing the net loss for the period attributable to equity owners of the Company by the weighted average number of ordinary shares outstanding during the period:

	Three months ended September 30		Nine months ended September 30	
	2011 \$	2010 \$	2011 \$	2010 \$
Loss from continuing operations	(7,473)	(2,627)	(22,026)	(14,548)
Loss from discontinued operations net of income taxes	(1,142)	(3,699)	(11,686)	(13,120)
Loss for the period	(8,615)	(6,326)	(33,712)	(27,668)
Weighted average number of outstanding shares	365,417,737	364,817,719	365,039,703	318,663,873
Basic and diluted (loss) per common share from continuing operations	(0.02)	(0.01)	(0.06)	(0.05)
Basic and diluted (loss) per common shares from discontinued operations	(0.00)	(0.01)	(0.03)	(0.04)
Basic and diluted (loss) per common share	(0.02)	(0.02)	(0.09)	(0.09)

Diluted loss per share equals basic loss per share as, due to losses incurred in both periods, there is no dilutive effect from outstanding options and warrants.

17. Litigation costs, net of recoveries

	Three months ended September 30		Nine months ended September 30	
	2011 \$	2010 \$	2011 \$	2010 \$
Litigation costs	(192)	(123)	(358)	(437)
Recoveries	-	-	41	765
Litigation costs, net of recoveries	(192)	(123)	(317)	328

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18. Finance income and expense

During the period, the Company earned and expensed the following:

	Three months ended September 30		Nine months ended September 30	
	2011	2010	2011	2010
	\$	\$	\$	\$
Unrealized gain on revaluation of warrants	-	3,050	433	4,305
Other finance income	8	31	39	43
Finance income	8	3,081	472	4,348
Unrealized loss on revaluation of warrants	(31)	-	(31)	-
Interest on notes payable	(3,624)	(3,476)	(10,717)	(10,294)
Other finance expense	(38)	(38)	(113)	(302)
Finance expense	(3,693)	(3,514)	(10,861)	(10,596)
Net finance expense	(3,685)	(433)	(10,389)	(6,248)

19. Supplemental disclosures with respect to cash flows*Cash paid during the nine month period ended September 30:*

	2011	2010
For interest	\$ 9,376	\$ 9,376
For income taxes	\$ -	\$ -

Investment in property, plant and equipment for the nine month period ended September 30:

	2011	2010
Net book value of property, plant and equipment January 1	\$ 33,200	\$ 39,203
Net book value of property, plant and equipment June 30	-	39,589
Net decrease in property, plant and equipment	33,200	(386)
Reclassification to equipment held for sale	(33,200)	-
Reallocation of equipment held for sale	-	386
Write-down of property, plant and equipment	-	(10,824)
Capitalization of stock-based compensation	-	74
Provision for recovery of value-added taxes	-	(2,081)
Future income taxes	-	1,543
Net book value of equipment held for sale	-	-
Net increase in investments before working capital items	-	(11,288)
Changes in working capital related to property, plant and equipment acquisitions	-	2,359
Cash investment in property, plant and equipment	\$ -	\$ (8,929)

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20. Segmented information

The Company has one operating segment, which is the exploration and development of mineral properties.

21. Risk management

Credit risk

Credit risk is the risk of loss due to a counterparty's inability to meet its obligations under a financial instrument that will result in a financial loss to the Company. The Company's credit risk is primarily attributable to cash that is held with major Canadian chartered banks.

The Company is exposed to the credit risk of Venezuelan banks, which hold cash for the Company's Venezuelan operations. The Company limits its exposure to this risk by maintaining minimal cash balances to fund the immediate needs of its Venezuelan subsidiaries.

The Company has additional credit risk relating to value-added taxes recoverable from the Government of Venezuela.

Currency risks

The Company continues to have activities in Venezuela, where currently there is an exchange control regime, and is exposed to currency risks from the exchange rate of the Venezuelan BsF relative to the U.S. dollar. In addition, some of the Company's head office operations are transacted in Canadian dollars.

The Company's risk management objective is to reduce cash flow risk related to foreign denominated cash flows. Currency risk is derived from monetary assets and liabilities denominated in Venezuelan BsF and Canadian dollars.

The following table provides a sensitivity analysis of the positive/(negative) impact on operations as a result of a hypothetical weakening or strengthening of the Venezuelan BsF and Canadian dollar relative to the U.S. dollar:

	September 30 2011	December 31 2010
Venezuelan BsF net monetary liabilities		
15% increase in value	\$ (207)	\$ 312
15% decrease in value	\$ 207	\$ (312)
Canadian dollar net monetary assets		
15% increase in value	\$ 78	\$ (1,304)
15% decrease in value	\$ (78)	\$ 1,304

Liquidity risk

The Company faces liquidity risk to the extent that it will be unable to settle liabilities as they come due. In order to manage this risk, management monitors rolling forecasts of the Company's liquidity reserve on the basis of expected cash flows and expenditures.

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21. Risk management (continued)

The maturities of the Company's financial liabilities are as follows:

	1 month	1 to 3 months	3 months to 1 year	1 year to 5 years
Current liabilities	\$ 1,937	\$ 105,661	\$ 4,842	\$ -
Asset retirement obligations (undiscounted)	-	715	423	2,828
Total	\$ 1,937	\$ 106,376	\$ 5,265	\$ 2,828

Fair value

As at September 30, 2011, the Company's financial instruments consisted of cash and cash equivalents, accounts receivable, accounts payable and certain accrued liabilities, bank loan, demand loan payable, notes and warrants denominated in Cdn\$. These warrants denominated in Cdn\$ are measured at fair value, and the assurance level of the inputs going into the valuation are classified as Level 2. Accounts receivables, accounts payable and certain accrued liabilities, bank loan and demand loan payable are measured at amortized costs and their fair values approximate carrying value due to their short-term nature. The Notes are classified as other financial liabilities and are measured at amortized cost.

22. Commitments and contingencies

Actions by Noteholders dismissed and subsequent appeal

In December 2008, the Company was served with a notice of application (the "Application") by the trustee for the Noteholders as described in Note 10. The trustee, on behalf of certain Noteholders sought, among other things, a declaration from the court that there had been a project change of control (a "Project Change of Control") event, as defined in the First Supplemental Indenture made as of December 23, 2004, thereby requiring Crystallex to accelerate payment and purchase all of the Notes of each Noteholder who has so requested at a price equal to 102% of the principal amount of the Notes, together with accrued and unpaid interest to the date of purchase.

A Project Change of Control is defined as the occurrence of any transaction as a result of which the Company ceases to beneficially own, directly or indirectly, at least a majority interest in the Las Cristinas project asset.

On May 26, 2011 the Company was served with a Notice of Application by certain Noteholders seeking a declaration from the court that there has been a Project Change of Control event as defined in the First Supplemental Indenture made as of December 23, 2004 which would require the Company to purchase all of the notes of each note holder who has so requested at a price equal to 102% of the principal amount of the notes, together with accrued and unpaid interest to the date of purchase.

On September 29, 2011 the court dismissed the Noteholders' claim for a declaration that a Project Change of Control had occurred, and awarded Crystallex its costs of the proceedings.

On October 30, 2011, the Noteholders appealed the court's decision to the Court of Appeal for Ontario. The Company is of the opinion that the court's decision should be upheld however, the outcome of the appeal cannot be determined at this time. Crystallex has been advised the appeal is unlikely to be heard until the summer or fall of 2012.

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22. Commitments and contingencies (continued)

Proposed class action dismissed

The Company and certain officers and directors were named as defendants (the “Defendants”) in a putative securities fraud class action that commenced on December 8, 2008, in the United States District Court for the Southern District of New York. The plaintiffs in the lawsuit were described as investors who acquired the Company’s common shares during the period from March 27, 2006 to April 30, 2008, inclusive (the “Proposed Class Period”). The complaint alleged that the Defendants made several statements during the Proposed Class Period about the Company’s Las Cristinas Project, and that the issuance of the required Venezuelan government Permit in connection with that project was imminent and guaranteed to be issued to the Company. The complaint asserted that the Defendants did not have, during the Proposed Class Period, a reasonable expectation that the Company would receive the required Permit, and that on April 30, 2008, the Permit was, in fact, denied. The proposed class action sought compensatory damages plus costs and fees, alleging violations of Section 10(b) of the Securities Exchange Act of 1934 (the “Exchange Act”) and Rule 10b-5 promulgated there under by each of the Defendants, and a violation of Section 20A of the Exchange Act by one of the individual Defendants.

On March 28, 2011, the court dismissed this lawsuit in its entirety and without prejudice. The court allowed the plaintiffs to file a second amended complaint if they had reason to do so in good faith within 21 days of the court order. After the plaintiffs did not file a second amended complaint, the district court entered a final judgement closing the case on April 26, 2011.

On April 21, 2011 the plaintiffs appealed the court’s decision to dismiss the complaint. The appeal was dismissed by the United States Court of Appeals for the Second Circuit on May 24, 2011.

Claims by former employees

The Company’s subsidiaries in Venezuela have been served with statements of claims from several former employees for additional severance and health related issues for an aggregate claim of approximately \$0.9 million. Management has recorded a provision based on its best estimates of amounts that may need to be paid based on the experience with cases settled to date.

23. Compensation of key management

Key management includes the Company’s directors and senior management team. Compensation awarded to key management included:

	Nine months ended	
	September 30, 2011	September 30, 2010
	\$	\$
Salaries and short-term employee benefits	1,563	1,420
Post-employment benefits	39	39
Directors’ fees paid in shares	62	-
Directors’ fees paid in cash	234	314
Director’s compensation for special assignments	127	99
	<u>2,025</u>	<u>1,872</u>

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24. Related party transactions

During the nine month period ended September 30, 2011, the Company paid head office rent of \$103 (2010 - \$90) and consulting fees of \$22 (2010 - \$Nil) to a subsidiary of a company that retains the Chairman and Chief Executive Officer ("CEO") of the Company as a director. In addition, in August 2009, another subsidiary of this company entered into an agreement with the Company to provide advisory services. The advisory fee included a work fee, and a success fee which is only payable on the fulfilment of certain conditions. For the nine month period ended September 30, 2011 the Company paid advisory fees of \$Nil (2010 - \$125), under the terms of this advisory agreement.

These transactions were in the normal course of operations and were measured at the exchange values, which represented the amount of consideration established and agreed to by the related parties.

25. Subsequent events

TSX Review and Letter

On October 5, 2011, Crystallex received a letter from the Compliance & Disclosure Department of Toronto Stock Exchange ("TSX") requesting that the Company provide information to the TSX regarding its current operating activities as part of a fact gathering process related to meeting the TSX's continuous listing requirements.

The letter stated that if the TSX determines that the Company has discontinued a substantial portion of its business, the Company will be required to meet the original listing requirements ("OLRs") of the TSX. The TSX may provide the Company with up to 120 days from the date of the letter, to meet the OLRs. If the Company fails to provide an acceptable plan to the TSX of how it intends to meet the OLRs in the short term, the TSX will initiate a delisting review.