Major Drilling Group International Inc. Interim Condensed Consolidated Statements of Operations (in thousands of Canadian dollars, except per share information)

(unaudited)

	Three months ended October 31					Six months ended October 31				
		2017		2016		2017		2016		
TOTAL REVENUE	\$	87,992	\$	79,913	\$	171,944	\$	149,002		
DIRECT COSTS		66,815		63,825		134,000		117,773		
GROSS PROFIT		21,177		16,088		37,944		31,229		
OPERATING EXPENSES General and administrative		11,343		10,902		23,324		21,531		
Other expenses		833		920		1,263		1,643		
Loss (gain) on disposal of property, plant and equipment		33		27		(139)		1,043		
Foreign exchange gain		(144)		(126)		(940)		(300)		
Finance costs		184		97		365		144		
Depreciation of property, plant and equipment		11,779		12,540		23,577		24,496		
Amortization of intangible assets		-		654		657		1,304		
<u> </u>		24,028		25,014		48,107		49,003		
LOSS BEFORE INCOME TAX		(2,851)		(8,926)		(10,163)		(17,774)		
INCOME TAX - PROVISION (RECOVERY) (note 7)										
Current		2,370		2,043		4,854		5,728		
Deferred		(2,499)		(1,212)	_	(5,405)		(3,963)		
	_	(129)		831	_	(551)		1,765		
NET LOSS	<u>\$</u>	(2,722)	\$	(9,757)	<u>\$</u>	(9,612)	<u>\$</u>	(19,539)		
LOSS PER SHARE (note 8)										
Basic	\$	(0.03)	\$	(0.12)	\$	(0.12)	\$	(0.24)		
Diluted	\$	(0.03)	\$	(0.12)	\$	(0.12)	\$	(0.24)		

Major Drilling Group International Inc. Interim Condensed Consolidated Statements of Comprehensive Earnings (Loss) (in thousands of Canadian dollars)

(unaudited)

	Three months ended October 31					Six months ended October 31			
		2017		2016		2017		2016	
NET LOSS	\$	(2,722)	\$	(9,757)	\$	(9,612)	\$	(19,539)	
OTHER COMPREHENSIVE EARNINGS (LOSS)									
Items that may be reclassified subsequently to profit or loss Unrealized gain (loss) on foreign currency translations (net of tax) Unrealized loss on derivatives (net of tax)		8,198 (313)		8,816 (152)		(16,687) (209)		20,184 (289)	
COMPREHENSIVE EARNINGS (LOSS)	\$	5,163	\$	(1,093)	\$	(26,508)	\$	356	

Major Drilling Group International Inc. Interim Condensed Consolidated Statements of Changes in Equity

For the six months ended October 31, 2017 and 2016 (in thousands of Canadian dollars) (unaudited)

	Share capital	R	Reserves r		Reserves		Reserves		Share-based ments reserve	Retained earnings	Foreign currency translation reserve		Total_
BALANCE AS AT MAY 1, 2016	\$ 239,726	\$	326	\$	18,317	\$ 105,876	\$	61,896	\$ 426,141				
Share-based compensation					477			<u>-</u>	477_				
	239,726		326		18,794	_105,876		61,896	426,618				
Comprehensive earnings:													
Net loss	-		-		-	(19,539)		-	(19,539)				
Unrealized gain on foreign currency													
translations	-		-		-	-		20,184	20,184				
Unrealized loss on derivatives			(289)						(289)				
Total comprehensive earnings			(289)			_(19,539)		20,184	356_				
BALANCE AS AT OCTOBER 31, 2016	\$ 239,726	\$	37	\$	18,794	\$ 86,337	\$	82,080	\$ 426,974				
BALANCE AS AT MAY 1, 2017	\$ 239,751	\$	163	\$	19,250	\$ 63,812	\$	86,787	\$409,763				
Exercise of stock options	1,513		-		(310)	-		-	1,203				
Share-based compensation	-		-		428	-		-	428				
	241,264		163		19,368	63,812		86,787	411,394				
Comprehensive loss:													
Net loss	-		-		-	(9,612)		-	(9,612)				
Unrealized loss on foreign currency													
translations	-		-		-	-		(16,687)	(16,687)				
Unrealized loss on derivatives			(209)					-	(209)				
Total comprehensive loss			(209)		-	(9,612)		(16,687)	(26,508)				
BALANCE AS AT OCTOBER 31, 2017	<u>\$ 241,264</u>	\$	(46)	\$	19,368	\$ 54,200	\$	70,100	\$384,886				

Major Drilling Group International Inc. Interim Condensed Consolidated Statements of Cash Flows

(in thousands of Canadian dollars) (unaudited)

	Three months October 3		Six months ended October 31				
	2017	2016	2017	2016			
OPERATING ACTIVITIES							
Loss before income tax	\$ (2,851) \$	(8,926)	\$ (10,163)	\$ (17,774)			
Operating items not involving cash							
Depreciation and amortization	11,779	13,194	24,234	25,800			
Loss (gain) on disposal of property, plant and equipment	33	27	(139)	185			
Share-based compensation	189	187	428	477			
Finance costs recognized in loss before income tax	184	97	365	144			
	9,334	4,579	14,725	8,832			
Changes in non-cash operating working capital items	(4,285)	(1,742)	(2,068)	(9,366)			
Finance costs paid	(184)	(97)	(365)	(144)			
Income taxes paid	(1,383)	(2,110)	(2,066)	(2,745)			
Cash flow from (used in) operating activities	3,482	630	10,226	(3,423)			
FINANCING ACTIVITIES							
Repayment of long-term debt	(805)	(1,681)	(1,646)	(3,753)			
Proceeds from draw on long-term debt	(003)	(1,001)	15,000	(3,733)			
Issuance of common shares due to exercise of stock options	510	_	1,203	_			
Cash flow (used in) from financing activities	(295)	(1,681)	14,557	(3,753)			
INVESTING ACTIVITIES							
Business acquisition (note 10)	(5,135)	(3,881)	(5,135)	(3,881)			
Acquisition of property, plant and equipment							
(net of direct financing) (note 6)	(5,937)	(4,794)	(10,193)	(7,571)			
Proceeds from disposal of property, plant and equipment	844	265	1,620	1,437			
Cash flow used in investing activities	(10,228)	(8,410)	(13,708)	(10,015)			
Effect of exchange rate changes	681	748	(2,733)	1,870			
(DECREASE) INCREASE IN CASH	(6,360)	(8,713)	8,342	(15,321)			
CASH, BEGINNING OF THE PERIOD	40,677	43,620	25,975	50,228			
CASH, END OF THE PERIOD	<u>\$ 34,317</u> <u>\$</u>	34,907	\$ 34,317	\$ 34,907			

Major Drilling Group International Inc. Interim Condensed Consolidated Balance Sheets

As at October 31, 2017 and April 30, 2017 (in thousands of Canadian dollars) (unaudited)

ASSETS	October 31, 2017 April 30, 2017
CURRENT ASSETS Cash Trade and other receivables Note receivable Income tax receivable Inventories Prepaid expenses	\$ 34,317 \$ 25,975 73,028 72,385 486 476 3,394 5,771 84,178 88,047 5,790 3,210 201,193 195,864
NOTE RECEIVABLE	809 1,055
PROPERTY, PLANT AND EQUIPMENT (note 6)	197,836 221,524
DEFERRED INCOME TAX ASSETS	20,397 17,026
GOODWILL	57,867 58,432
INTANGIBLE ASSETS	<u> </u>
	\$ 478,102 \$ 494,570
LIABILITIES	
CURRENT LIABILITIES Trade and other payables Income tax payable Contingent consideration (note 10) Current portion of long-term debt	\$ 51,344 \$ 48,359 3,570 3,036 - 5,135 2,811 3,291 57,725 59,821
LONG-TERM DEBT	18,213 4,544
DEFERRED INCOME TAX LIABILITIES	17,278 20,442 93,216 84,807
SHAREHOLDERS' EQUITY Share capital Reserves Share-based payments reserve Retained earnings Foreign currency translation reserve	241,264 239,751 (46) 163 19,368 19,250 54,200 63,812 70,100 86,787 384,886 409,763 \$ 478,102 \$ 494,570

NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS FOR THE THREE AND SIX MONTHS ENDED OCTOBER 31, 2017 AND 2016 (UNAUDITED)

(in thousands of Canadian dollars, except per share information)

1. <u>NATURE OF ACTIVITIES</u>

Major Drilling Group International Inc. (the "Company") is incorporated under the Canada Business Corporations Act and has its head office at 111 St. George Street, Suite 100, Moncton, NB, Canada. The Company's common shares are listed on the Toronto Stock Exchange ("TSX"). The principal source of revenue consists of contract drilling for companies primarily involved in mining and mineral exploration. The Company has operations in Canada, the United States, Mexico, South America, Asia, Africa and Europe.

2. BASIS OF PRESENTATION

Statement of compliance

These Interim Condensed Consolidated Financial Statements have been prepared in accordance with IAS 34 Interim Financial Reporting ("IAS 34") as issued by the International Accounting Standards Board ("IASB") and using the accounting policies as outlined in the Company's annual Consolidated Financial Statements for the year ended April 30, 2017.

On November 30, 2017, the Board of Directors authorized the financial statements for issue.

Basis of consolidation

These Interim Condensed Consolidated Financial Statements incorporate the financial statements of the Company and entities controlled by the Company. Control is achieved when the Company is exposed, or has rights to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee.

The results of subsidiaries acquired or disposed of during the period are included in the Consolidated Statements of Operations from the effective date of acquisition or up to the effective date of disposal, as appropriate.

Intra-group transactions, balances, income and expenses are eliminated on consolidation, where appropriate.

Basis of preparation

These Interim Condensed Consolidated Financial Statements have been prepared based on the historical cost basis except for certain financial instruments that are measured at fair value, using the same accounting policies and methods of computation as presented in the Company's annual Consolidated Financial Statements for the year ended April 30, 2017.

3. APPLICATION OF NEW AND REVISED IFRS

The following IASB standards, now in effect, have had no significant impact on the Company's Consolidated Financial Statements:

IAS 7 (amended) Statement of Cash Flows IAS 12 (amended) Income Taxes

The Company has not applied the following IASB standards that have been issued, but are not yet effective:

IFRS 2 Share-based Payment ("IFRS 2")

IFRS 2, amended in June 2016, clarifies the accounting for cash-settled share-based payment transactions that include a performance condition, the classification of share-based payment transactions with net settlement features and the accounting for modifications of share-based payment transactions from cash-settled to equity-settled. These final amendments to IFRS 2 are effective for annual periods beginning on or after January 1, 2018. The Company has completed its assessment of IFRS 2 and the amendments are not expected to have a significant impact on the Consolidated Financial Statements.

NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS FOR THE THREE AND SIX MONTHS ENDED OCTOBER 31, 2017 AND 2016 (UNAUDITED) (in thousands of Canadian dollars, except per share information)

3. APPLICATION OF NEW AND REVISED IFRS (Continued)

IFRS 9 Financial Instruments ("IFRS 9")

IFRS 9, completed by the IASB in phases, with the final version issued in July 2014, replaces IAS 39, Financial Instruments: Recognition and Measurement. The standard contains requirements in the areas of classification and measurement, impairment, hedge accounting and de-recognition. This final version of IFRS 9, which supersedes all previous versions, is effective for annual periods beginning on or after January 1, 2018, with early adoption permitted. The Company is currently in the process of assessing the impact of the adoption of IFRS 9, however, it is not expected to have a significant impact on the Consolidated Financial Statements.

IFRS 15 Revenue from Contracts with Customers ("IFRS 15")

IFRS 15, issued in May 2014, clarifies the principles for recognizing revenue from contracts with customers. It provides a comprehensive framework for recognition and measurement of revenue from contracts with customers and will also result in enhanced disclosures around revenue. IFRS 15 is effective for annual periods beginning on or after January 1, 2018. The Company is currently in the process of assessing the impact of the adoption of IFRS 15, however, it is not expected to have a significant impact on the Consolidated Financial Statements.

IFRS 16 Leases ("IFRS 16")

IFRS 16, issued in January 2016, replaces IAS 17, Leases. Early adoption is permitted if IFRS 15 has been applied or is applied on the same date. IFRS 16 specifies how to recognize, measure, present and disclose leases. The standard provides a single lessee accounting model, requiring lessees to recognize assets and liabilities for all leases unless the lease term is 12 months or less or the underlying asset has a low value. Lessor accounting remains substantially unchanged as they continue to classify leases as operating or finance. IFRS 16 is effective for periods beginning on or after January 1, 2019. The Company is in the process of quantifying the impact IFRS 16 will have on the Consolidated Financial Statements.

4. KEY SOURCES OF ESTIMATION UNCERTAINTY AND CRITICAL ACCOUNTING JUDGMENTS

The preparation of financial statements, in conformity with International Financial Reporting Standards ("IFRS"), requires management to make judgments, estimates and assumptions that are not readily apparent from other sources, which affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised, if the revision affects only that period, or in the period of the revision and future periods, if the revision affects both current and future periods. Significant areas requiring the use of management estimates relate to the useful lives of property, plant and equipment for depreciation purposes, property, plant and equipment and inventory valuation, determination of income and other taxes, assumptions used in the compilation of share-based payments, fair value of assets acquired and liabilities assumed in business acquisitions, amounts recorded as accrued liabilities, contingent consideration and allowance for doubtful accounts, and impairment testing of goodwill and intangible assets.

The Company applied judgment in determining the functional currency of the Company and its subsidiaries, the determination of cash-generating units ("CGUs"), the degree of componentization of property, plant and equipment, the recognition of provisions and accrued liabilities, and the determination of the probability that deferred income tax assets will be realized from future taxable earnings.

5. <u>SEASONALITY OF OPERATIONS</u>

The third quarter (November to January) is normally the Company's weakest quarter due to the shutdown of mining and exploration activities, often for extended periods over the holiday season.

NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

FOR THE THREE AND SIX MONTHS ENDED OCTOBER 31, 2017 AND 2016 (UNAUDITED)

(in thousands of Canadian dollars, except per share information)

6. **PROPERTY, PLANT AND EQUIPMENT**

Capital expenditures for the three months ended October 31, 2017 were \$5,937 (2016 - \$4,829) and \$10,244 (2016 - \$7,606) for the six months ended October 31, 2017. The Company obtained direct financing of nil for the three months ended October 31, 2017 (2016 - \$35) and \$51 for the six months ended October 31, 2017 (2016 - \$35).

7. INCOME TAXES

The income tax (recovery) provision for the period can be reconciled to accounting loss before income tax as follows:

	 Q2 2018	Q2 2017	YTD 2018	YTD 2017
Loss before income tax	\$ (2,851) \$	(8,926) \$	(10,163) \$	(17,774)
Statutory Canadian corporate income tax rate	27%	27%	27%	27%
Expected income tax recovery based on statutory rate	(770)	(2,410)	(2,744)	(4,799)
Non-recognition of tax benefits related to losses	694	1,342	1,811	2,549
Utilization of previously unrecognized losses	(811)	-	(811)	-
Other foreign taxes paid	64	82	199	373
Rate variances in foreign jurisdictions	201	483	253	620
Permanent differences	86	1,158	299	2,328
Other	407	176	442	694
Income tax (recovery) provision recognized in net loss	\$ (129) \$	831 \$	(551) \$	1,765

The Company periodically assesses its liabilities and contingencies for all tax years open to audit based upon the latest information available. For those matters where it is probable that an adjustment will be made, the Company records its best estimate of these tax liabilities, including related interest charges. Inherent uncertainties exist in estimates of tax contingencies due to changes in tax laws. While management believes they have adequately provided for the probable outcome of these matters, future results may include favorable or unfavorable adjustments to these estimated tax liabilities in the period the assessments are made, or resolved, or when the statutes of limitations lapse.

8. LOSS PER SHARE

All of the Company's earnings are attributable to common shares, therefore, net loss is used in determining loss per share.

		Q2 2018	Q2 2017	YTD 2018	YTD 2017
Net loss	\$	(2,722) \$	(9,757) \$	(9,612) \$	(19,539)
Weighted average number of shares: Basic and diluted (000s)		80,291	80,137	80,222	80,137
Loss per share Basic Diluted	\$ \$	(0.03) \$ (0.03) \$	(0.12) \$ (0.12) \$	• •	(0.24) (0.24)

The calculation of diluted loss per share for the three and six months ended October 31, 2017, respectively, excludes the effect of 2,726,606 and 2,385,593 options (2016 - 3,994,927 and 3,638,174) as they were anti-dilutive.

NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS FOR THE THREE AND SIX MONTHS ENDED OCTOBER 31, 2017 AND 2016 (UNAUDITED)

(in thousands of Canadian dollars, except per share information)

8. LOSS PER SHARE (Continued)

The total number of shares outstanding on October 31, 2017 was 80,299,984 (2016 - 80,136,884).

9. SEGMENTED INFORMATION

The Company's operations are divided into the following three geographic segments, corresponding to its management structure: Canada - U.S.; South and Central America; and Asia and Africa. The services provided in each of the reportable segments are essentially the same. The accounting policies of the segments are the same as those described in the Company's annual Consolidated Financial Statements for the year ended April 30, 2017. Management evaluates performance based on earnings from operations in these three geographic segments before finance costs, general corporate expenses and income taxes. Data relating to each of the Company's reportable segments is presented as follows:

	Q2 2018	 Q2 2017	 YTD 2018	 YTD 2017
Revenue				
Canada - U.S.*	\$ 52,688	\$ 50,645	\$ 104,870	\$ 94,442
South and Central America	19,394	16,169	38,268	29,665
Asia and Africa	 15,910	 13,099	28,806	24,895
	\$ 87,992	\$ 79,913	\$ 171,944	\$ 149,002
Earnings (loss) from operations				
Canada - U.S.	\$ 2,066	\$ (508)	\$ 800	\$ (3,826)
South and Central America	(2,442)	(4,691)	(5,530)	(6,591)
Asia and Africa	249	 (1,667)	 (1,917)	 (3,292)
	(127)	(6,866)	(6,647)	(13,709)
Finance costs	184	97	365	144
General corporate expenses**	2,540	1,963	3,151	3,921
Income tax (recovery) provision	 (129)	831	 (551)	1,765
Net loss	\$ (2,722)	\$ (9,757)	\$ (9,612)	\$ (19,539)

^{*}Canada - U.S. includes revenue of \$26,314 and \$22,260 for Canadian operations for the three months ended October 31, 2017 and 2016, respectively, and \$51,341 and \$42,200 for the six months ended October 31, 2017 and 2016, respectively.

^{**}General corporate expenses include expenses for corporate offices and stock options.

	 Q2 2018	 Q2 2017		YTD 2018	YTD 2017
Capital expenditures					
Canada - U.S.	\$ 4,078	\$ 2,394	\$	7,102	\$ 3,753
South and Central America	464	2,085		1,096	3,055
Asia and Africa	 1,395	 350		2,046	 798
Total capital expenditures	\$ 5,937	\$ 4,829	\$	10,244	\$ 7,606
Depreciation and amortization					
Canada - U.S.	\$ 5,349	\$ 7,304	\$	11,795	\$ 14,437
South and Central America	3,159	3,232		6,361	6,341
Asia and Africa	2,446	1,977		5,150	3,988
Unallocated and corporate assets	 825	 681		928	1,034
Total depreciation and amortization	\$ 11,779	\$ 13,194	\$_	24,234	\$ 25,800

NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS FOR THE THREE AND SIX MONTHS ENDED OCTOBER 31, 2017 AND 2016 (UNAUDITED)

(in thousands of Canadian dollars, except per share information)

9. SEGMENTED INFORMATION (Continued)

	Octo	ober 31, 2017	 April 30, 2017
Identifiable assets			
Canada - U.S.*	\$	202,981	\$ 216,391
South and Central America		133,596	151,894
Asia and Africa		92,930	99,850
Unallocated and corporate assets		48,595	 26,435
Total identifiable assets	\$	478,102	\$ 494,570

^{*}Canada - U.S. includes property, plant and equipment at October 31, 2017 of \$51,649 (April 30, 2017 - \$57,689) for Canadian operations.

10. BUSINESS ACQUISITION

During the current quarter, the Company made the final payment on the contingent consideration arising out of the Taurus Drilling Services acquisition, for \$5,135 (2016 - \$3,881).

11. FINANCIAL INSTRUMENTS

Fair value

The carrying values of cash, trade and other receivables, demand credit facility and trade and other payables approximate their fair value due to the relatively short period to maturity of the instruments. The carrying value of long-term debt approximates its fair value as most debts carry variable interest rates, and the remaining fixed rate debts have been acquired recently and their carrying value continues to reflect fair value. The fair value of the interest rate swap included in long-term debt is measured using quoted interest rates. Contingent consideration is recorded at fair value and is classified as level 2 in accordance with the fair value hierarchy.

- Level 1 quoted prices (unadjusted) in active markets for identical assets or liabilities;
- Level 2 inputs other than quoted prices included in level 1 that are observable for the assets or liabilities, either directly (i.e., as prices) or indirectly (i.e., derived from prices); and
- Level 3 inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).

There were no transfers of amounts between level 1, level 2 and level 3 financial instruments for the quarter ended October 31, 2017. Additionally, there are no financial instruments classified as level 3.

The fair value hierarchy requires the use of observable market inputs whenever such inputs exist. A financial instrument is classified to the lowest level of the hierarchy for which a significant input has been considered in measuring fair value.

Credit risk

As at October 31, 2017, 88.1% (April 30, 2017 - 87.3%) of the Company's trade receivables were aged as current and 1.5% (April 30, 2017 - 1.4%) of the trade receivables were impaired.

NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS FOR THE THREE AND SIX MONTHS ENDED OCTOBER 31, 2017 AND 2016 (UNAUDITED) (in thousands of Canadian dollars, except per share information)

11. <u>FINANCIAL INSTRUMENTS (Continued)</u>

The movements in the allowance for impairment of trade receivables during the six and twelve month periods were as follows:

	Octobe	 April 30, 2017	
Opening balance	\$	847	\$ 3,554
Increase in impairment allowance		186	668
Recovery of amounts previously impaired		-	(92)
Write-off charged against allowance		-	(3,374)
Foreign exchange translation differences		(85)	91
Ending balance	\$	948	\$ 847

Foreign currency risk

As at October 31, 2017, the most significant carrying amounts of net monetary assets that: (i) are denominated in currencies other than the functional currency of the respective Company subsidiary; (ii) cause foreign exchange rate exposure; and (iii) may include intercompany balances with other subsidiaries, including the impact on earnings before income taxes ("EBIT"), if the corresponding rate changes by 10%, are as follows:

	Rate variance	M	NT/USD	C	FA/USD	C	OP/USD	_US	SD/CAD	 Other
Net exposure on										
monetary assets		\$	5,368	\$	3,601	\$	2,027	\$	642	\$ 498
EBIT impact	+/-10%		596		400		225		71	56

Liquidity risk

The following table details contractual maturities for the Company's financial liabilities:

	 1 year	 2-3 years		4-5 years		Total
Trade and other payables	\$ 51,344	\$	\$	-	\$	51,344
Long-term debt (interest included)	 3,472	 18,412	_	923		22,807
	\$ 54,816	\$ 18,412	\$	923	<u>\$</u>	74,151