Major Drilling Group International Inc.
Interim Condensed Consolidated Statements of Operations

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

(unaudited)

	Three months ended January 31		Nine months ended January 31	
	2016	2015	**2016**	2015
TOTAL REVENUE	**$ 71,887**	$ 69,784	**$ 240,488**	$ 224,527
DIRECT COSTS	**58,905**	61,998	**182,578**	179,338
GROSS PROFIT	**12,982**	7,786	**57,910**	45,189
OPERATING EXPENSES				
General and administrative	**11,334**	11,667	**32,779**	33,907
Other expenses	**1,621**	1,436	**3,502**	3,980
Loss (gain) on disposal of property, plant and equipment	**158**	469	**(2,181)**	(1,561)
Foreign exchange loss	**1,421**	804	**3,147**	2,322
Finance costs	**290**	178	**441**	572
Depreciation of property, plant and equipment	**12,633**	12,145	**37,561**	38,107
Amortization of intangible assets	**671**	1,351	**2,605**	2,199
Restructuring charge (note 11)	**1,509**	405	**8,000**	3,826
	29,637	28,455	**85,854**	83,352
LOSS BEFORE INCOME TAX	**(16,655)**	(20,669)	**(27,944)**	(38,163)
INCOME TAX - (RECOVERY) PROVISION (note 7)				
Current	**215**	(195)	**6,687**	4,320
Deferred	**(973)**	(1,475)	**(2,205)**	(6,005)
	(758)	(1,670)	**4,482**	(1,685)
NET LOSS	**$ (15,897)**	$ (18,999)	**$ (32,426)**	$ (36,478)
LOSS PER SHARE (note 8)				
Basic	**$ (0.20)**	$ (0.24)	**$ (0.40)**	**$ (0.46)**
Diluted	**$ (0.20)**	$ (0.24)	**$ (0.40)**	**$ (0.46)**

Major Drilling Group International Inc.
Interim Condensed Consolidated Statements of Comprehensive Earnings

(in thousands of Canadian dollars)

(unaudited)

	Three months ended January 31		Nine months ended January 31	
	2016	2015	**2016**	2015
NET LOSS	**$ (15,897)**	$ (18,999)	**$ (32,426)**	$ (36,478)
OTHER COMPREHENSIVE EARNINGS				
Items that may be reclassified subsequently to profit or loss				
Unrealized gains on foreign currency translations (net of tax)	**19,692**	37,277	**39,993**	43,623
COMPREHENSIVE EARNINGS	**$ 3,795**	$ 18,278	**$ 7,567**	$ 7,145

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

For the nine months ended January 31, 2015 and 2016

(in thousands of Canadian dollars)

(unaudited)

	Share capital	Share-based payments reserve	Retained earnings	Foreign currency translation reserve	Total
BALANCE AS AT MAY 1, 2014	$ 230,985	$ 15,937	$211,945	$ 25,480	$484,347
Exercise of stock options	46	(12)	-	-	34
Share issue	8,689	-	-	-	8,689
Share-based payments reserve	-	1,015	-	-	1,015
Dividends	-	-	(8,014)	-	(8,014)
	239,720	16,940	203,931	25,480	486,071
Comprehensive earnings:					
Net loss	-	-	(36,478)	-	(36,478)
Unrealized gains on foreign currency translations	-	-	-	43,623	43,623
Total comprehensive earnings	-	-	(36,478)	43,623	7,145
BALANCE AS AT JANUARY 31, 2015	$ 239,720	$ 16,940	$167,453	$ 69,103	$493,216
BALANCE AS AT MAY 1, 2015	**$ 239,726**	**$ 17,234**	**$152,764**	**$ 50,668**	**$460,392**
Share-based payments reserve	**-**	**807**	**-**	**-**	**807**
Dividends	**-**	**-**	**(1,603)**	**-**	**(1,603)**
	239,726	**18,041**	**151,161**	**50,668**	**459,596**
Comprehensive earnings:					
Net loss	**-**	**-**	**(32,426)**	**-**	**(32,426)**
Unrealized gains on foreign currency translations	**-**	**-**	**-**	**39,993**	**39,993**
Total comprehensive earnings	**-**	**-**	**(32,426)**	**39,993**	**7,567**
BALANCE AS AT JANUARY 31, 2016	**$ 239,726**	**$ 18,041**	**$118,735**	**$ 90,661**	**$467,163**

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

(in thousands of Canadian dollars)

(unaudited)

	Three months ended January 31		Nine months ended January 31	
	2016	2015	**2016**	2015
OPERATING ACTIVITIES				
Loss before income tax	**$ (16,655)**	$ (20,669)	**$ (27,944)**	$ (38,163)
Operating items not involving cash				
Depreciation and amortization	**13,304**	13,496	**40,166**	40,306
Loss (gain) on disposal of property, plant and equipment	**158**	469	**(2,181)**	(1,561)
Share-based payments reserve	**279**	313	**807**	1,015
Restructuring charge	**1,509**	-	**6,554**	1,953
Finance costs recognized in loss before income tax	**290**	178	**441**	572
	(1,115)	(6,213)	**17,843**	4,122
Changes in non-cash operating working capital items	**7,106**	16,014	**4,236**	18,415
Finance costs paid	**(290)**	(161)	**(441)**	(549)
Income taxes paid	**173**	(2,730)	**(5,359)**	(6,939)
Cash flow from operating activities	**5,874**	6,910	**16,279**	15,049
FINANCING ACTIVITIES				
Increase (decrease) in demand loan	**-**	1,372	**-**	(1,324)
Repayment of long-term debt	**(2,089)**	(1,655)	**(5,770)**	(8,154)
Issuance of common shares	**-**	-	**-**	34
Dividends paid	**(1,603)**	(8,014)	**(3,206)**	(15,930)
Cash flow used in financing activities	**(3,692)**	(8,297)	**(8,976)**	(25,374)
INVESTING ACTIVITIES				
Business acquisition (note 10)	**-**	57	**(1,783)**	(20,834)
Acquisition of property, plant and equipment (net of direct financing) (note 6)	**(4,057)**	(3,536)	**(11,152)**	(13,593)
Proceeds from disposal of property, plant and equipment	**317**	962	**6,337**	16,842
Cash flow used in investing activities	**(3,740)**	(2,517)	**(6,598)**	(17,585)
Effect of exchange rate changes	**1,340**	3,597	**3,758**	4,412
(DECREASE) INCREASE IN CASH	**(218)**	(307)	**4,463**	(23,498)
CASH, BEGINNING OF THE PERIOD	**49,578**	51,053	**44,897**	74,244
CASH, END OF THE PERIOD	**$ 49,360**	$ 50,746	**$ 49,360**	$ 50,746

Major Drilling Group International Inc.
Interim Condensed Consolidated Balance Sheets
As at January 31, 2016 and April 30, 2015

(in thousands of Canadian dollars)

(unaudited)

	January 31, 2016	April 30, 2015
ASSETS		
CURRENT ASSETS		
Cash	**$ 49,360**	$ 44,897
Trade and other receivables	**61,522**	58,559
Note receivable	**453**	-
Income tax receivable	**11,134**	12,182
Inventories	**81,360**	79,248
Prepaid expenses	**3,680**	2,968
	207,509	197,854
NOTE RECEIVABLE	**1,603**	-
PROPERTY, PLANT AND EQUIPMENT	**269,826**	276,594
DEFERRED INCOME TAX ASSETS	**7,441**	4,722
GOODWILL	**58,668**	57,274
INTANGIBLE ASSETS	**4,071**	6,260
	$ 549,118	$ 542,704
LIABILITIES		
CURRENT LIABILITIES		
Trade and other payables	**$ 34,239**	$ 33,820
Income tax payable	**1,402**	2,388
Current portion of contingent consideration	**3,000**	2,735
Current portion of long-term debt	**6,707**	6,776
	45,348	45,719
CONTINGENT CONSIDERATION	**5,347**	7,395
LONG-TERM DEBT	**7,856**	8,569
DEFERRED INCOME TAX LIABILITIES	**23,404**	20,629
	81,955	82,312
SHAREHOLDERS' EQUITY		
Share capital	**239,726**	239,726
Share-based payments reserve	**18,041**	17,234
Retained earnings	**118,735**	152,764
Foreign currency translation reserve	**90,661**	50,668
	467,163	460,392
	$ 549,118	$ 542,704

1. NATURE OF ACTIVITIES

Major Drilling Group International Inc. (the "Company" or "Major Drilling") 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, 2015.

On March 2, 2016, 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, 2015.

3. APPLICATION OF NEW AND REVISED IFRS

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

IFRS 9 *(as amended in 2014) Financial Instruments**
IFRS 10 *(amended) Consolidated Financial Statements***
IFRS 11 *(amended) Joint Arrangements - Accounting for Acquisitions of Interests in Joint Operations***
IFRS 15 *Revenue from Contracts with Customers**
IFRS 16 *Leases****
IAS 1 *(amended) Presentation of Financial Statements***
IAS 7 *(amended) Statement of Cash Flows*****
IAS 12 *(amended) Income Taxes*****
IAS 16 *(amended) Property, Plant and Equipment***
IAS 28 *(amended) Investments in Associates and Joint Ventures***
IAS 38 *(amended) Intangible Assets***

**Effective for annual periods beginning on or after January 1, 2018*
***Effective for annual periods beginning on or after January 1, 2016*
****Effective for annual periods beginning on or after January 1, 2019*
*****Effective for annual periods beginning on or after January 1, 2017*

The adoption of the above standards is not expected to have a significant impact on the Company's 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 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, and the recognition of provisions and accrued liabilities.

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

5. SEASONALITY OF OPERATIONS

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.

6. PROPERTY, PLANT AND EQUIPMENT

Capital expenditures for the three months ended January 31, 2016 were $4,057 (2015 - $3,759) and for the nine months ended January 31, 2016 were $15,816 (2015 - $14,028). The Company obtained direct financing of $4,664 for the nine months ended January 31, 2016 and $223 and $435, respectively, for the three and nine months ended January 31, 2015.

7. INCOME TAXES

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

	Q3 2016	Q3 2015	**YTD 2016**	YTD 2015
Loss before income tax	**$ (16,655)**	$(20,669)	**$ (27,944)**	$ (38,163)
Statutory Canadian corporate income tax rate	**27%**	27%	**27%**	27%
Expected income tax recovery based on statutory rate	**(4,497)**	(5,581)	**(7,545)**	(10,304)
Non-recognition of tax benefits related to losses	**1,686**	1,994	**6,359**	5,558
Other foreign taxes paid	**185**	408	**817**	579
Rate variances in foreign jurisdictions	**758**	(351)	**837**	(627)
Permanent differences	**942**	876	**3,497**	1,310
Other	**168**	984	**517**	1,799
Income tax (recovery) expense recognized in net loss	**$ (758)**	$ (1,670)	**$ 4,482**	$ (1,685)

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.

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

8. LOSS PER SHARE

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

	Q3 2016	Q3 2015	**YTD 2016**	YTD 2015
Net loss	**$ (15,897)**	$ (18,999)	**$ (32,426)**	$ (36,478)
Weighted average number of shares – basic and diluted (000's)	**80,137**	80,136	**80,137**	79,807
Loss per share:				
Basic	**$ (0.20)**	$ (0.24)	**$ (0.40)**	$ (0.46)
Diluted	**$ (0.20)**	$ (0.24)	**$ (0.40)**	$ (0.46)

There were no anti-dilutive options for the three and nine months ended January 31, 2016 and 2015.

The total number of shares outstanding on January 31, 2016 was 80,136,884 (2015 - 80,135,883).

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, 2015. 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:

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

9. SEGMENTED INFORMATION (Continued)

	Q3 2016	Q3 2015	**YTD 2016**	YTD 2015
Revenue				
Canada - U.S.*	**$ 47,516**	$ 41,115	**$ 154,603**	$ 127,347
South and Central America	**13,291**	17,179	**50,696**	54,615
Asia and Africa	**11,080**	11,490	**35,189**	42,565
	$ 71,887	$ 69,784	**$ 240,488**	$ 224,527
Earnings (loss) from operations				
Canada - U.S.	**$ (4,162)**	$ (7,533)	**$ 175**	$ (5,566)
South and Central America	**(6,158)**	(5,288)	**(6,876)**	(10,800)
Asia and Africa	**(3,160)**	(5,211)	**(14,034)**	(14,021)
	(13,480)	(18,032)	**(20,735)**	(30,387)
Finance costs	**290**	178	**441**	572
General corporate expenses**	**2,885**	2,459	**6,768**	7,204
Income tax	**(758)**	(1,670)	**4,482**	(1,685)
Net loss	**$ (15,897)**	$ (18,999)	**$(32,426)**	$ (36,478)

*Canada - U.S. includes revenue of $25,574 and $22,423 for Canadian operations for the three months ended January 31, 2016 and 2015, respectively, and $87,794 and $74,060 for the nine months ended January 31, 2016 and 2015, respectively.

**General corporate expenses include expenses for corporate offices and stock options.

	Q3 2016	Q3 2015	**YTD 2016**	YTD 2015
Capital expenditures				
Canada - U.S.	**$ 2,493**	$ 2,843	**$ 12,152**	$ 9,460
South and Central America	**505**	115	**1,928**	2,148
Asia and Africa	**1,059**	801	**1,736**	2,420
Total capital expenditures	**$ 4,057**	$ 3,759	**$ 15,816**	$ 14,028
Depreciation and amortization				
Canada - U.S.	**$ 7,321**	$ 7,213	**$ 20,970**	$ 19,697
South and Central America	**3,133**	3,027	**9,572**	9,611
Asia and Africa	**2,804**	2,861	**8,830**	9,856
Unallocated and corporate assets	**46**	395	**794**	1,142
Total depreciation and amortization	**$ 13,304**	$ 13,496	**$ 40,166**	$ 40,306

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

9. SEGMENTED INFORMATION (Continued)

	January 31, 2016	April 30, 2015
Identifiable assets		
Canada - U.S.*	$ **239,948**	$ 226,919
South and Central America	**151,088**	163,539
Asia and Africa	**108,470**	109,791
Unallocated and corporate assets	**49,612**	42,455
Total identifiable assets	$ **549,118**	$ 542,704

*Canada - U.S. includes property, plant and equipment at January 31, 2016 of $74,685 (April 30, 2015 - $84,115) for Canadian operations.

10. BUSINESS ACQUISITION

The Company has finalized the valuation of assets for Taurus Drilling Services, acquired August 1, 2014. There were no material adjustments required to values allocated to net tangible and intangible assets presented in the annual Consolidated Financial Statements for the year ended April 30, 2015. The Company made the first payment of $1,783 on the contingent consideration during the previous quarter.

11. RESTRUCTURING CHARGE

During the year, the Company continued to rationalize certain operations, and due to ongoing market difficulties in the Republic of South Africa and Namibia, the Company decided to close its operations in those countries. During the previous year, due to ongoing administrative difficulties to operate in the Democratic Republic of Congo ("DRC"), the Company closed its operation in that country.

These restructuring initiatives generated impairment losses calculated based on the determination of the fair value of assets less cost of disposal. Fair value was determined through the use of industry knowledge and specialists.

For the three and nine months ended January 31, 2016, respectively, the restructuring charge was $1,509 (2015 - $405) and $8,000 (2015 - $3,826), which includes an impairment charge of $900 (2015 – nil) and $4,379 (2015 – $1,953) relating to property, plant and equipment; a write-down of $609 (2015 – nil) and $1,913 (2015 – $1,628) to reduce inventory to net realizable value; employee severance charges of nil (2015 – $350) and $446 (2015 - $1,025); other non-cash charges of nil (2015 – nil) and $262 (2015 – nil); and a charge of nil (2015 - $55) and $1,000 (2015 – recovery of $780) relating to the cost of winding down operations. The unpaid portion of these charges, totaling $85, is recorded in trade and other payables.

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

12. 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 following table shows carrying values of contingent consideration and long-term debt, which approximates their 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.

	January 31, 2016	April 30, 2015
Contingent consideration	**$ 8,347**	$ 10,130
Long-term debt	**14,563**	15,345

The Company is in compliance with all covenants and other conditions imposed by its debt agreements.

Credit risk

As at January 31, 2016, 81.4% (April 30, 2015 - 89.0%) of the Company's trade receivables were aged as current and 9.2% (April 30, 2015 - 8.2%) of the trade receivables were impaired.

The movements in the allowance for impairment of trade receivables during the nine-month periods were as follows:

	January 31, 2016	January 31, 2015
Opening balance	**$ 4,204**	$ 3,016
Increase in impairment allowance	**1,177**	1,769
Recovery of amounts previously impaired	**(191)**	(186)
Write-off charged against allowance	**(206)**	(811)
Foreign exchange translation differences	**236**	(144)
Ending balance	**$ 5,220**	$ 3,644

Foreign currency risk

As at January 31, 2016, 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	**ARP/USD**	**CFA/USD**	**COP/USD**	**USD/CLP**	**USD/CAD**	**MNT/USD**
Exposure		$ 868	$ 1,903	$ 2,173	$ 670	$ 1,222	$ 857
EBIT impact	+10%	96	211	241	74	136	95

	Rate Variance	**IDR/USD**	**Other**
Exposure		$ (1,055)	$ 215
EBIT impact	+10%	(117)	8

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

12. FINANCIAL INSTRUMENTS (Continued)

Liquidity risk

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

	1 year	2-3 years	4-5 years	thereafter	Total
Trade and other payables	$ 34,239	$ -	$ -	$ -	$ 34,239
Contingent consideration	3,000	5,347	-	-	8,347
Long-term debt (interest included)	7,060	5,427	2,186	618	15,291
	$ 44,299	**$ 10,774**	**$ 2,186**	**$ 618**	**$ 57,877**