Management's Discussion and Analysis

Third Quarter Fiscal 2020

MAJOR DRILLING GROUP INTERNATIONAL INC.

MANAGEMENT'S DISCUSSION AND ANALYSIS

This Management's Discussion and Analysis ("MD&A") relates to the results of operations, financial condition and cash flows of Major Drilling Group International Inc. ("Major Drilling" or the "Company") as at and for the three-month period ended January 31, 2020. All amounts in this MD&A are in Canadian dollars, except where otherwise noted.

This MD&A is a review of activities and results for the quarter ended January 31, 2020 as compared to the corresponding period in the previous year. Comments relate to, and should be read in conjunction with, the comparative unaudited Interim Condensed Consolidated Financial Statements as at and for the three months ended January 31, 2020, prepared in accordance with IAS 34 Interim Financial Reporting, and also in conjunction with the audited Consolidated Financial Statements and Management's Discussion and Analysis contained in the Company's Annual Report for the fiscal year ended April 30, 2019.

This MD&A is dated February 27, 2020. Disclosure contained in this document is current to that date, unless otherwise stated.

FORWARD-LOOKING STATEMENTS

Securities laws encourage companies to disclose forward-looking information in order for investors to have a better understanding of the Company's future prospects and make informed investment decisions.

This MD&A contains statements that may constitute forward-looking statements about the Company's objectives, strategies, financial condition, results of operations, cash flows and businesses. These statements are "forward-looking" because they are based on current expectations, estimates, assumptions, risks and uncertainties. These forward-looking statements are typically identified by future or conditional verbs such as "outlook", "believe", "anticipate", "estimate", "project", "expect", "intend", "plan", and terms and expressions of similar import.

Such forward-looking statements are subject to a number of risks and uncertainties that include, but are not limited to: cyclical downturn; competitive pressures; dealing with business and political systems in a variety of jurisdictions; repatriation of funds or property in other jurisdictions; payment of taxes in various jurisdictions; exposure to currency movements; inadequate or failed internal processes, people or systems or from external events; dependence on key customers; safety performance; expansion and acquisition strategy; regulatory and legal risks; corruption, bribery or fraud by employees or agents; climate change risk; shortage of specialized skills and cost of labour increases; equipment and parts availability; reputational risk; cybersecurity risk; market price and dilution of common shares; and environmental, health and safety regulations and considerations. These factors and other risk factors, as described under "General Risks and Uncertainties" in the Company's Annual Information Form, represent risks the Company believes are material. Additional risks not currently known to the Company, or that the Company currently deems immaterial, may also impair its business, results of operations, financial condition and liquidity. Actual results could be materially different from expectations if known or unknown risks affect the business, or if estimates or assumptions turn out to be inaccurate. The Company does not guarantee that any forward-looking statement will materialize and, accordingly, the reader is cautioned not to place reliance on these forward-looking statements.

The Company disclaims any intention and assumes no obligation to update any forward-looking statement, even if new information becomes available, as a result of future events or for any other reasons, except in accordance with applicable securities laws. Risks that could cause the Company's actual results to materially differ from its current expectations are also discussed in the Company's Annual Information Form.

Additional information relating to the Company, including the Company's Annual Information Form for the previous year and the most recently completed financial year, are available on the SEDAR website at www.sedar.com.

CORPORATE OVERVIEW

Major Drilling Group International Inc. is one of the world's largest drilling services companies primarily serving the mining industry. Established in 1980, Major Drilling has over 1,000 years of combined experience and expertise within its management team alone. The Company maintains field operations and offices in Canada, the United States, Mexico, South America, Asia, Africa and Europe. Major Drilling provides a complete suite of drilling services including surface and underground coring, directional, reverse circulation, sonic, geotechnical, environmental, water-well, coal-bed methane, shallow gas, underground percussive/longhole drilling, surface drill and blast, and a variety of mine services.

In terms of customer base, the Company has two categories of customers: senior/intermediate companies, for which the Company provides greenfield exploration drilling and/or drilling at operating mines, and junior exploration companies.

At Major Drilling, safety is a core value. Keeping people safe is of the utmost importance. The Company's safety standards lead the industry with well-trained crews who can quickly assess and manage risk, leading to better results for the Company's clients. The Company's safety system has been developed to meet or exceed all applicable government and client standards.

Innovation continues to be at the forefront at Major Drilling. The Company leverages its collective experience to continuously improve its equipment and processes to meet current and future industry demands. By incorporating impactful technologies, paired with a commitment to environmental and social responsibility, Major Drilling is positioned to remain a leader in the drilling services field as mine discovery and development evolve.

BUSINESS STRATEGY

Major Drilling continues to base its business premise on the following: mining companies continue to deplete the more easily accessible mineral reserves around the world and attractive deposits will be in increasingly remote locations, areas difficult to access and/or deep in the ground. For this reason, Major Drilling's strategy is to focus its services on these "specialized drilling" projects, and remain the world's leading provider of specialized drilling services. Over the years, the Company has positioned itself as one of the largest specialized drilling operators in the world by leveraging its main competitive advantages: skilled personnel, specialized equipment, robust safety systems, long-standing relationships with the world's largest mining companies and access to capital.

The Company intends to continue modernizing and innovating its fleet and expanding its footprint in strategic areas, while maintaining a strong balance sheet and remaining best in class in safety and human resources. The Company also seeks to continue its diversification strategy within the drilling field by investing in underground and mine services that are complementary to its existing skill set.

Major Drilling categorizes its mineral drilling services into three types: specialized drilling, conventional drilling and underground drilling.

Specialized drilling can be defined as any drilling project that, by virtue of its scope, technical complexity or location, creates significant barriers to entry for smaller drilling companies. This would include, for example, deep-hole drilling, directional drilling, and mobilizations to remote locations or high altitudes. Because significant ore bodies are getting more difficult to find, the Company expects specialized drilling services to continue to fuel future growth and the Company believes these skills will be in greater and greater demand over the next two decades.

Conventional drilling tends to be more affected by the industry cycle, as the barriers to entry are not as significant as with specialized drilling. This part of the industry is highly fragmented and has numerous competitors. Because the Company offers only limited differentiation in this sector, it is not its priority for investment.

The Company's underground services include both underground exploration drilling and underground percussive/longhole drilling. Underground exploration drilling takes on greater importance in the latter stages of the mining cycle as clients develop underground mines. Underground percussive/longhole drilling, which relates more to the production function of a mine, provides relatively more stable work during the mining cycles. By offering both underground production drilling and underground exploration drilling, the Company provides a wide range of complementary services to its clients.

Major Drilling delivers quality, high safety standards and results on even the toughest sites through the Company's extensive knowledge and experience, focus on safety, and commitment to meeting the local needs of every customer. With the best people on the ground and a diversified drilling fleet, the Company partners with its customers and local communities for outstanding results.

The Company operates on a variable cost structure whereby most of its direct costs, including field staff, go up or down with contract revenue, and a large part of the Company's other expenses relate to variable incentive compensation based on the Company's profitability.

A key part of the Company's strategy is to maintain a strong balance sheet. Its financial strength allows the Company to invest in safety and continuous improvement initiatives, to retain key employees, to maintain its equipment in good condition and maintain sufficient inventory to meet increased customer demands. As the industry appears to be in the early stages of the cyclical recovery, the Company's financial strength allows it to react quickly to meet its customers' needs.

INDUSTRY OVERVIEW

The metals and minerals drilling industry is reliant primarily on demand from two metal groups: gold and base metals. Each commodity group is influenced by distinct market forces.

Gold has historically been a significant driver in the mining industry, accounting for 40 to 50% of the global exploration spend. Exploration activity generally varies up or down with the trend in gold prices. Gold prices have recently risen above the US$1,500 per ounce range and reached close to the seven-year high mark at January 31, 2020. The recent coronavirus outbreak has created economic uncertainty, which led to copper prices declining, however many industry experts expect that most base metals will face a significant deficit position in the next few years, due to the continued production and high grading of mines, combined with the lack of exploration work conducted to replace reserves.

The demand for base metals is dependent on economic activity. In the longer-term, the fundamental drivers of base metals remain positive, with worldwide supply of most metals expected to tighten and higher demand coming from the emerging markets. As these markets continue to urbanize, the requirement for base metals will continue to increase at the same time as easily accessible reserves are being depleted.

As resources in some areas are becoming depleted, future mineral deposits will have to come from areas difficult to access, either in remote or politically sensitive areas, deeper in the ground or at higher altitudes. This should improve demand for specialized services in the future.

The industry has experienced a cyclical downturn over the past several years, however at this point in time, the industry appears to be in the early stages of recovery. As the financing environment for juniors remains challenging, and senior customers continue to work through their budget process, mineral reserves for gold and base metals continue to be depleted.

BUSINESS ACQUISITION

On November 1, 2019, the Company completed the purchase of the issued and outstanding shares of Norex Drilling Limited ("Norex"), a family-owned drilling company and a leading exploration drilling contractor based in Timmins, Ontario, Canada. Norex has been operating successfully in the Ontario marketplace for some 40 years, and has a solid reputation with its clients.

With this acquisition, the Company welcomed 120 skilled and experienced personnel, including the management team. The Company also acquired 22 drill rigs, including 17 compatible specialized surface drill rigs and 5 underground drills, together with related support equipment and inventory.

The results of this operation were included in the Interim Condensed Consolidated Statements of Operations as of the closing date. While Norex's historical performance should not be viewed as guidance for future performance, for the last two years, Norex had average yearly revenue of approximately $21 million and EBITDA of approximately $5 million.

The purchase price for the acquisition is valued at an amount up to $19.6 million (consisting of a cash payment of $14.2 million and $1.9 million in Major Drilling shares), a holdback of $1.0 million, and an additional maximum amount of $2.5 million tied to performance. The additional payout period extends for three years, commencing on November 1, 2019, and payment is contingent on growing EBITDA run rates above current levels.

OVERALL PERFORMANCE

The Company's third quarter results reflect a normal part of its operational pattern, as mining and exploration companies shut down operations, in some cases for extended periods, over the holiday season. Additionally, the Company typically schedules substantial overhaul and maintenance work on its equipment during this slower period. As senior mining companies continue to work through their budget process, many January start-ups were delayed.

Revenue for the quarter ended January 31, 2020 was $81.7 million, up 2% from revenue of $80.4 million recorded for the same quarter last year.

Gross margin percentage for the quarter was 17.6% compared to 19.4% for the same quarter last year.

During the quarter, the Company made the decision to close its operations in Colombia, and as such, recorded a total charge of $3.6 million, after tax. The Company recorded $2.1 million in restructuring charges consisting of non-cash charges totalling $1.5 million, including an impairment charge of $0.5 million relating to property, plant and equipment, and a write-down of $1.0 million to reduce inventory to net realizable value. Cash charges include employee severance costs of $0.4 million incurred to rationalize the workforce, and $0.2 million relating to the cost of winding down operations. Also, the Company wrote down $1.5 million in deferred tax assets (recorded in its deferred tax expense) related to Colombia.

Despite the seasonal slowdown, the Company generated $2.7 million of EBITDA (earnings before interest, taxes, depreciation, amortization and restructuring charge - see "Non-IFRS financial measure") and maintained a net cash position (now including $5.6 million in lease liabilities, under IFRS 16) of $4.5 million, despite the cash pay-out of $14.2 million for the Norex acquisition discussed above, and capital expenditures of $8.8 million (net of $1.1 million unpaid) as the Company added 3 new rigs to its fleet and disposed of 15 rigs, in line with the Company's strategy of improving its fleet and services.

Net loss was $9.9 million or $0.12 per share compared to net loss of $15.9 million or $0.20 per share for the same quarter last year.

RESULTS OF OPERATIONS - THIRD QUARTER RESULTS ENDED JANUARY 31, 2020

Total revenue for the quarter was $81.7 million, up 2% from revenue of $80.4 million recorded in the same quarter last year. The unfavourable foreign exchange translation impact for the quarter, when comparing to the effective rates for the same period last year, is estimated at $1 million on revenue, with a negligible impact on net earnings.

Revenue for the quarter from Canada - U.S. drilling operations increased by 2% to $38.2 million, compared to the same period last year. The additional revenue from the Norex acquisition helped in offsetting earlier than expected seasonal shutdowns.

South and Central American revenue decreased by 20% to $19.3 million for the quarter, compared to the same quarter last year. Earlier than expected shutdowns in most of the South American operations negatively impacted results in the quarter.

Asian and African operations reported revenue of $24.2 million, up 28% from the same period last year. Continued growth in Indonesia was complemented by growth in Mongolia and Southern Africa.

The overall gross margin percentage for the quarter was 17.6%, compared to 19.4% for the same period last year. The early shutdowns of operations, coupled with increased seasonal maintenance, impacted margins in the quarter.

General and administrative costs were $12.0 million, up slightly by $0.1 million compared to the same quarter last year as the additional general and administrative expenses from the Norex acquisition were offset by the reduction from the impact of the implementation of IFRS 16 Leases ("IFRS 16") and the shutdown of the Burkina Faso operations in the previous year.

Depreciation and amortization increased by $0.1 million to $9.9 million.

The Company recorded a restructuring charge of $2.1 million related to the closure of its Colombian operations, consisting primarily of non-cash charges totalling $1.5 million and cash charges of $0.6 million for other close-down costs including severance.

The income tax provision for the quarter was an expense of $0.3 million compared to an expense of $1.9 million for the prior year period. Tax expense for the quarter included a write-down of $1.5 million in deferred tax assets related to the closure of the Colombian operations. Also, the tax expense for the quarter was impacted by non-deductible expenses and non-tax affected losses in certain regions, while incurring taxes in profitable branches.

Net loss was $9.9 million or $0.12 per share ($0.12 per share diluted) for the quarter, compared to net loss of $15.9 million or $0.20 per share ($0.20 per share diluted) for the prior year quarter.

RESULTS OF OPERATIONS - YEAR-TO-DATE ENDED JANUARY 31, 2020

Revenue for the nine months ended January 31, 2020 increased 13% to $320.4 million from $284.4 million for the corresponding period last year. The foreign exchange translation impact for the year, when comparing to the effective rates for the same period last year was negligible on both revenue and net earnings.

Revenue from Canada - U.S. drilling operations increased by 13% to $164.5 million compared to the same period last year with growth across both regions. Along with the additional revenue from the Norex acquisition, the U.S. operations showed particularly strong performance due to market share growth from senior customers.

South and Central American revenue was up by 2% at $81.8 million compared to the same period last year. The slowdown in Argentina and Colombia was more than offset by increased activity levels in Brazil, Mexico and the Guiana Shield.

Asian and African operations reported revenue of $74.1 million, up 25% from the same period last year, led by Indonesia and Southern Africa as their recent growth trends continued, and more than offset the loss of revenue from closing the Burkina Faso operations in the previous year.

Gross margin for the year-to-date was 24.7% compared to 23.9% last year.

General and administrative expenses were $35.2 million, down $0.3 million compared to the prior year. The decrease was the result of the impact of the implementation of IFRS 16 as well as the shutdown of operations in Burkina Faso in the previous year.

Depreciation and amortization decreased by $1.5 million to $29.6 million, the result of reduced capital expenditures during the recent industry downturn.

The Company recorded a restructuring charge related to the closure of its Colombian operations of $2.1 million, consisting primarily of non-cash charges totalling $1.5 million and cash charges of $0.6 million of other close-down costs including severance.

The income tax provision was an expense of $5.3 million, including a write-down of $1.5 million in deferred tax assets related to the closure of the Colombian operations, compared to an expense of $5.1 million for the prior year period. Also, the tax expense for the year was impacted by non-deductible expenses and non-tax affected losses in certain regions, while incurring taxes in profitable branches.

Net earnings were $3.3 million or $0.04 per share ($0.04 per share diluted) compared to net loss of $15.1 million or $0.19 per share ($0.19 per share diluted) for the same period last year.

SUMMARY OF QUARTERLY RESULTS

(in $000s CAD, except per share)	*Fiscal 2018*	*Fiscal 2019*				***Fiscal 2020***		
	Q4	Q1	Q2	Q3	Q4	Q1	Q2	**Q3**
Revenue	$ 95,412	$ 98,485	$105,501	$ 80,439	$100,397	$117,459	$121,182	**$81,719**
Gross profit	23,146	23,400	28,931	15,625	23,042	30,690	34,018	**14,410**
Gross margin	24.3%	23.8%	27.4%	19.4%	23.0%	26.1%	28.1%	**17.6%**
Net (loss) earnings	(4,346)	(2,482)	3,261	(15,906)	(2,957)	6,033	7,259	**(9,947)**
Per share - basic	(0.05)	(0.03)	0.04	(0.20)	(0.04)	0.08	0.09	**(0.12)**
Per share - diluted	(0.05)	(0.03)	0.04	(0.20)	(0.04)	0.08	0.09	**(0.12)**

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.

LIQUIDITY AND CAPITAL RESOURCES

Operating activities
Cash flow from operations (before changes in non-cash operating working capital items, interest and income taxes) for the quarter ended January 31, 2020 was an inflow of $2.1 million compared to an inflow of $2.0 million in the previous year.

The change in non-cash operating working capital items was an inflow of $10.7 million for the quarter, compared to an inflow of $10.7 million for the prior year. The inflow of non-cash operating working capital was primarily comprised of:

- a decrease in accounts receivable of $30.1 million;
- a decrease in accounts payable of $18.3 million;
- an increase in inventory of $3.2 million; and
- a decrease in prepaids of $2.0 million.

Financing activities
Under the terms of certain of the Company's debt agreements, the Company must satisfy specific financial covenants. Such agreements also limit, among other things, the Company's ability to incur additional indebtedness, create liens, engage in mergers or acquisitions or make dividend and other payments. During the period, the Company was, and continues to be, in compliance with all covenants and other conditions imposed by its debt agreements.

Operating credit facilities
The credit facilities related to operations total $31.3 million ($30.0 million from a Canadian chartered bank and $1.3 million from an American chartered bank) and are primarily secured by corporate guarantees of companies within the group. At January 31, 2020, the Company had utilized $3.4 million of these facilities for stand-by letters of credit. The Company also has a credit facility of $2.6 million for credit cards for which interest rate and repayment are as per cardholder agreements.

Long-term debt
Total long-term debt decreased by $0.3 million during the quarter to $16.6 million at January 31, 2020. The decrease is due to regular debt repayments.

As of January 31, 2020, the Company had the following long-term debt facilities:

- $50.0 million revolving facility for financing the cost of equipment purchases or acquisition costs of related businesses. At January 31, 2020, $15.0 million had been drawn on this facility, bearing interest at 3.76%, maturing in October 2023.

- $1.6 million non-revolving facility. This facility carries a fixed interest rate of 5.9% and is amortized over ten years ending in August 2021.

The Company believes that it will be able to generate sufficient cash flow to meet its current and future working capital, capital expenditure and debt obligations. As at January 31, 2020, the Company had unused borrowing capacity under its credit facilities of $62.9 million and cash of $26.7 million, for a total of $89.6 million in available funds.

Investing activities

Capital expenditures were $8.8 million (net of $1.1 million unpaid) for the quarter ended January 31, 2020, compared to $6.3 million for the same quarter last year.

The drill rig count was at 611 at January 31, 2020, as along with the addition of the 22 rigs from the Norex acquisition, the Company added 3 rigs to its fleet in line with its specialized and diversification strategies, while disposing of 15 older and inefficient rigs.

OUTLOOK

As the Company moves into its fourth quarter, as it was in the previous year, start-ups after the holiday season were slow as many rigs only restarted by mid-February as many customers finalized their plans for calendar 2020, but pricing remains stable. Looking forward to fiscal 2021, senior and intermediate gold mining companies have increased their exploration budgets for calendar 2020, to help replenish depleting reserves. The price of gold, which historically has accounted for approximately 50% of the Company's drilling activity, has remained above the important level of US$1,450 for the last six months and there could be a pickup in junior financing in the coming months, although a potential increase will not translate into immediate drilling activity as it typically takes a few months to get a drilling campaign organized. In regard to base metals, the recent coronavirus outbreak has created economic uncertainty, which caused copper prices to decline by some 10% over the last couple of months. Despite this, many industry experts expect that most base metals will face a significant deficit position in the next few years, due to the continued production and high grading of mines, combined with the lack of exploration work conducted to replace reserves. As well, the need for more infrastructure to support the growing demand for electric vehicles, should increase demand for metals such as copper, lithium and cobalt.

The Company incorporates its innovation strategies with specialized drilling services to provide solutions for complex drilling situations, and has positioned itself as one of the largest specialized drilling operators in the world. The Company has established mutually beneficial partnerships with several of its senior customers to continuously improve the suite of services it offers, with innovative solutions and improved equipment, through increased hands-free rod handling capacity, computerized rigs and deep hole capacity. Going forward, demand for specialized services should improve and the Company expects to benefit as resources in some areas are becoming depleted, and future mineral deposits will have to come from areas difficult to access, either in remote or politically sensitive areas, deeper in the ground or at higher altitudes.

The Company's financial strength allows it to continue to deploy technologies that will aid in the ongoing development of safe, competent employees and maintain its fleet to meet customers' demands, improve rig reliability, productivity and utilization, as well as to invest in its continuous improvement initiatives.

NON-IFRS FINANCIAL MEASURE

The Company uses the non-IFRS financial measure, EBITDA (earnings before interest, taxes, depreciation, amortization and restructuring charge). The Company believes this non-IFRS financial measure is key, for both management and investors, in evaluating performance at a consolidated level. EBITDA is commonly reported and widely used by investors and lending institutions as an indicator of a company's operating performance and ability to incur and service debt, and as a valuation metric. This measure does not have a standardized meaning prescribed by IFRS and therefore may not be comparable to similarly titled measures presented by other publicly traded companies, and should not be construed as an alternative to other financial measures determined in accordance with IFRS.

(in $000s CAD)	**Q3 2020**	Q3 2019	**YTD 2020**	YTD 2019
Net earnings	**$ (9,947)**	$ (15,906)	**$ 3,345**	$ (15,127)
Finance costs	**293**	142	**716**	593
Income tax provision	**280**	1,854	**5,294**	5,084
Depreciation and amortization	**9,940**	9,817	**29,629**	31,092
Restructuring charge	**2,116**	6,897	**2,116**	6,897
EBITDA	**$ 2,682**	$ 2,804	**$ 41,100**	$ 28,539

The EBITDA impact of the implementation of IFRS 16 on the current quarter and year, respectively, was an increase of $0.4 million and $1.3 million.

FOREIGN EXCHANGE

The Company's reporting currency is the Canadian dollar, however a significant portion of the Company's revenue and operating expenses outside of Canada are denominated in U.S. dollars. The year-over-year comparisons in the growth of revenue and operating expenses have been impacted by the relative strength of the Canadian dollar against the U.S. dollar.

During the quarter, approximately 26% of revenue generated was in Canadian dollars with most of the balance being in U.S. dollars. Since most of the input costs related to this revenue are denominated in the same currency as the revenue, the impact on earnings is somewhat muted.

The unfavourable foreign exchange translation impact for the quarter, when comparing to the effective rates for the same quarter last year, is estimated at approximately $1 million on revenue. Net earnings however, remained less impacted by currency fluctuations during the quarter as a large proportion of costs are typically incurred in the same currency as revenue. The total foreign exchange impact on net earnings for the quarter was negligible.

Currency controls and government policies in foreign jurisdictions, where a portion of the Company's business is conducted, can restrict the Company's ability to exchange such foreign currency for other currencies, such as the U.S. dollar. To mitigate this risk, the Company has adopted a policy of carrying limited foreign currencies in local bank accounts.

As at January 31, 2020, the most significant carrying amounts of net monetary assets (which may include intercompany balances with other subsidiaries) that: (i) are denominated in currencies other than the functional currency of the respective Company subsidiary; and (ii) cause foreign exchange rate exposure, including the impact on earnings before income taxes ("EBIT"), if the corresponding rate changes by 10%, are as follows:

	Rate variance	**MNT/USD**	**IDR/USD**	**USD/CLP**	**USD/AUD**	**USD/CAD**	**USD/ZAR**	**Other**
Net exposure on monetary assets		$ 6,826	$ 6,648	$ 4,705	$ 3,558	$ (2,981)	$ (5,389)	$ 193
EBIT impact	+/-10%	425	739	523	395	331	599	355

Argentina currency status

The Argentine peso devalued early in this fiscal year as Argentina has come under growing pressure over their high levels of foreign currency debt. The country remains in political unrest as uncertainty around the recently elected government's economic programs lingers, however, the peso has remained relatively stable during the quarter.

The Company currently has limited exposure to the Argentine peso.

COMPREHENSIVE EARNINGS

The Consolidated Statements of Comprehensive Earnings for the quarter includes a $0.5 million unrealized loss on translating the financial statements of the Company's foreign operations compared to a gain of $2.7 million for the previous year. The change relates to translating the net assets of the Company's foreign operations, which have a functional currency other than the Canadian dollar, to the Company's Canadian dollar currency presentation.

ADOPTION OF IFRS 16 LEASES

The Company adopted IFRS 16, which replaces IAS 17 Leases, for its annual period beginning May 1, 2019 using the modified retrospective approach whereby no restatement of comparative periods is required. Under IAS 17, leases of property, plant and equipment were recognized as finance leases when substantially all the risks and rewards of ownership of the underlying assets were transferred. All other leases were classified as operating leases. IFRS 16 requires lessees to recognize right-of-use assets, representing its right to use the underlying asset, and lease liabilities, representing its obligation to make payments. Right-of-use assets are measured at cost, comprised of the initial measurement of the corresponding lease liabilities, lease payments made on or before the commencement date and any initial direct costs. They are subsequently depreciated on a straight-line basis and reduced by impairment losses, if any. Right-of-use assets may also be adjusted to reflect the re-measurement of related lease liabilities. Lease liabilities are initially measured at the present value of the remaining lease payments, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Company's incremental borrowing rate. Subsequently, the lease liability is measured at amortized cost using the effective interest rate method and adjusted for interest and lease payments.

On transition, the Company recognized lease liabilities and right-of-use assets for 14 leases, previously classified as operating leases, in the amount of $2.9 million. As permitted by IFRS 16, the Company elected not to recognize lease liabilities and right-of-use assets for short-term leases (lease term of 12 months or less) and leases of low-value assets. There were no onerous lease contracts that would have required an adjustment to the right-of-use assets as at the transition date.

GENERAL RISKS AND UNCERTAINTIES

A complete discussion of general risks and uncertainties may be found in the Company's Annual Information Form for the fiscal year ended April 30, 2019, which can be found on the SEDAR website at www.sedar.com. The Company is not aware of any significant changes to risk factors from those disclosed at that time.

OFF BALANCE SHEET ARRANGEMENTS

Except for operating leases discussed above, the Company does not have any off-balance sheet arrangements.

DISCLOSURE CONTROLS AND INTERNAL CONTROLS OVER FINANCIAL REPORTING

There have been no changes in the Company's disclosure and internal controls over financial reporting during the period beginning on November 1, 2019 and ended on January 31, 2020, that have materially affected, or are reasonably likely to materially affect, its internal controls over financial reporting.

OUTSTANDING SHARE DATA

As of February 27, 2020, there were 80,634,153 common shares issued and outstanding in the Company. This represents an increase of 334,169 issued and outstanding shares (due to the issuance of shares related to the Norex acquisition as detailed above) as compared to the number reported in the Company's second quarter MD&A (reported as of November 30, 2019).

ADDITIONAL INFORMATION

Additional information relating to the Company, including the Company's Annual Information Form, is available on the SEDAR website at www.sedar.com.