

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	
	<u>2020</u>	<u>2019</u>	<u>2020</u>	<u>2019</u>
TOTAL REVENUE	\$ 114,152	\$ 121,182	\$ 203,572	\$ 238,641
DIRECT COSTS (note 6)	91,300	96,475	165,595	192,565
GROSS PROFIT	<u>22,852</u>	<u>24,707</u>	<u>37,977</u>	<u>46,076</u>
OPERATING EXPENSES				
General and administrative	11,568	12,127	22,794	24,292
Other expenses	1,584	1,575	2,479	2,733
(Gain) loss on disposal of property, plant and equipment	67	(19)	11	(144)
Foreign exchange (gain) loss	282	541	(325)	466
Finance costs	336	204	624	423
	<u>13,837</u>	<u>14,428</u>	<u>25,583</u>	<u>27,770</u>
EARNINGS BEFORE INCOME TAX	<u>9,015</u>	<u>10,279</u>	<u>12,394</u>	<u>18,306</u>
INCOME TAX PROVISION (RECOVERY) (note 7)				
Current	2,063	3,553	3,864	5,447
Deferred	(57)	(533)	(627)	(433)
	<u>2,006</u>	<u>3,020</u>	<u>3,237</u>	<u>5,014</u>
NET EARNINGS	<u>\$ 7,009</u>	<u>\$ 7,259</u>	<u>\$ 9,157</u>	<u>\$ 13,292</u>
EARNINGS PER SHARE (note 8)				
Basic	<u>\$ 0.09</u>	<u>\$ 0.09</u>	<u>\$ 0.11</u>	<u>\$ 0.17</u>
Diluted	<u>\$ 0.09</u>	<u>\$ 0.09</u>	<u>\$ 0.11</u>	<u>\$ 0.17</u>

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

	Three months ended October 31		Six months ended October 31	
	<u>2020</u>	<u>2019</u>	<u>2020</u>	<u>2019</u>
NET EARNINGS	\$ 7,009	\$ 7,259	\$ 9,157	\$ 13,292
OTHER COMPREHENSIVE EARNINGS				
Items that may be reclassified subsequently to profit or loss				
Unrealized gain (loss) on foreign currency translations	(2,715)	(2,383)	(10,805)	(8,139)
Unrealized gain (loss) on derivatives (net of tax)	<u>43</u>	<u>768</u>	<u>1,713</u>	<u>936</u>
COMPREHENSIVE EARNINGS	<u>\$ 4,337</u>	<u>\$ 5,644</u>	<u>\$ 65</u>	<u>\$ 6,089</u>

Major Drilling Group International Inc.
Interim Condensed Consolidated Statements of Changes in Equity
For the six months ended October 31, 2020 and 2019
(in thousands of Canadian dollars)
(unaudited)

	Share capital	Retained earnings (deficit)	Other reserves	Share-based payments reserve	Foreign currency translation reserve	Total
BALANCE AS AT MAY 1, 2019*	\$ 241,264	\$ 29,020	\$ (570)	\$ 14,503	\$ 78,783	\$ 363,000
Share-based compensation	-	-	-	141	-	141
Stock options expired	-	3,460	-	(3,460)	-	-
	<u>241,264</u>	<u>32,480</u>	<u>(570)</u>	<u>11,184</u>	<u>78,783</u>	<u>363,141</u>
Comprehensive earnings:						
Net earnings	-	13,292	-	-	-	13,292
Unrealized gain (loss) on foreign currency translations	-	-	-	-	(8,139)	(8,139)
Unrealized gain (loss) on derivatives	-	-	936	-	-	936
Total comprehensive earnings (loss)	<u>-</u>	<u>13,292</u>	<u>936</u>	<u>-</u>	<u>(8,139)</u>	<u>6,089</u>
BALANCE AS AT OCTOBER 31, 2019	<u>\$ 241,264</u>	<u>\$ 45,772</u>	<u>\$ 366</u>	<u>\$ 11,184</u>	<u>\$ 70,644</u>	<u>\$ 369,230</u>
BALANCE AS AT MAY 1, 2020	\$ 243,189	\$ (35,691)	\$ (611)	\$ 8,519	\$ 81,640	\$ 297,046
Exercise of stock options	41	-	-	(17)	-	24
Share-based compensation	-	-	-	149	-	149
Stock options expired	-	3,525	-	(3,525)	-	-
	<u>243,230</u>	<u>(32,166)</u>	<u>(611)</u>	<u>5,126</u>	<u>81,640</u>	<u>297,219</u>
Comprehensive earnings:						
Net earnings	-	9,157	-	-	-	9,157
Unrealized gain (loss) on foreign currency translations	-	-	-	-	(10,805)	(10,805)
Unrealized gain (loss) on derivatives	-	-	1,713	-	-	1,713
Total comprehensive earnings (loss)	<u>-</u>	<u>9,157</u>	<u>1,713</u>	<u>-</u>	<u>(10,805)</u>	<u>65</u>
BALANCE AS AT OCTOBER 31, 2020	<u>\$ 243,230</u>	<u>\$ (23,009)</u>	<u>\$ 1,102</u>	<u>\$ 5,126</u>	<u>\$ 70,835</u>	<u>\$ 297,284</u>

**Opening balances have been allocated to include expired or forfeited stock options of \$5,744, previously recorded in share-based payments reserve, in retained earnings (deficit), consistent with current year presentation.*

Major Drilling Group International Inc.
Interim Condensed Consolidated Statements of Cash Flows
(in thousands of Canadian dollars)
(unaudited)

	Three months ended October 31		Six months ended October 31	
	<u>2020</u>	<u>2019</u>	<u>2020</u>	<u>2019</u>
OPERATING ACTIVITIES				
Earnings before income tax	\$ 9,015	\$ 10,279	\$ 12,394	\$ 18,306
Operating items not involving cash				
Depreciation and amortization (note 6)	9,975	9,972	20,195	19,689
(Gain) loss on disposal of property, plant and equipment	67	(19)	11	(144)
Share-based compensation	73	51	149	141
Finance costs recognized in earnings before income tax	336	204	624	423
	<u>19,466</u>	<u>20,487</u>	<u>33,373</u>	<u>38,415</u>
Changes in non-cash operating working capital items	365	982	(12,542)	(4,632)
Finance costs paid	(336)	(204)	(624)	(423)
Income taxes paid	<u>(1,541)</u>	<u>(2,750)</u>	<u>(2,865)</u>	<u>(4,604)</u>
Cash flow from (used in) operating activities	<u>17,954</u>	<u>18,515</u>	<u>17,342</u>	<u>28,756</u>
FINANCING ACTIVITIES				
Repayment of lease liabilities	(488)	(544)	(798)	(844)
Repayment of long-term debt	(15,250)	(291)	(35,501)	(556)
Issuance of common shares due to exercise of stock options	24	-	24	-
Cash flow from (used in) financing activities	<u>(15,714)</u>	<u>(835)</u>	<u>(36,275)</u>	<u>(1,400)</u>
INVESTING ACTIVITIES				
Acquisition of property, plant and equipment (note 5)	(8,045)	(5,543)	(15,544)	(16,108)
Proceeds from disposal of property, plant and equipment	191	462	492	728
Cash flow from (used in) investing activities	<u>(7,854)</u>	<u>(5,081)</u>	<u>(15,052)</u>	<u>(15,380)</u>
Effect of exchange rate changes	<u>108</u>	<u>(60)</u>	<u>(883)</u>	<u>38</u>
INCREASE (DECREASE) IN CASH	(5,506)	12,539	(34,868)	12,014
CASH AND CASH EQUIVALENTS, BEGINNING OF THE PERIOD	<u>29,071</u>	<u>26,841</u>	<u>58,433</u>	<u>27,366</u>
CASH AND CASH EQUIVALENTS, END OF THE PERIOD	<u>\$ 23,565</u>	<u>\$ 39,380</u>	<u>\$ 23,565</u>	<u>\$ 39,380</u>

Major Drilling Group International Inc.
Interim Condensed Consolidated Balance Sheets
As at October 31, 2020 and April 30, 2020
(in thousands of Canadian dollars)
(unaudited)

	<u>October 31, 2020</u>	<u>April 30, 2020</u>
ASSETS		
CURRENT ASSETS		
Cash and cash equivalents	\$ 23,565	\$ 58,433
Trade and other receivables	97,233	71,641
Income tax receivable	3,874	4,350
Inventories	91,074	99,823
Prepaid expenses	3,782	4,497
	<u>219,528</u>	<u>238,744</u>
PROPERTY, PLANT AND EQUIPMENT (note 5)	155,639	165,103
RIGHT-OF-USE ASSETS	3,134	3,803
DEFERRED INCOME TAX ASSETS	9,581	9,613
GOODWILL	7,708	7,708
INTANGIBLE ASSETS	<u>757</u>	<u>946</u>
	<u><u>\$ 396,347</u></u>	<u><u>\$ 425,917</u></u>
LIABILITIES		
CURRENT LIABILITIES		
Trade and other payables	\$ 62,631	\$ 55,858
Income tax payable	1,604	926
Current portion of lease liabilities	1,094	1,121
Current portion of long-term debt	860	1,024
	<u>66,189</u>	<u>58,929</u>
LEASE LIABILITIES	2,067	2,701
CONTINGENT CONSIDERATION	1,807	1,807
LONG-TERM DEBT	15,148	50,333
DEFERRED INCOME TAX LIABILITIES	<u>13,852</u>	<u>15,101</u>
	<u>99,063</u>	<u>128,871</u>
SHAREHOLDERS' EQUITY		
Share capital	243,230	243,189
Retained earnings (deficit)	(23,009)	(35,691)
Other reserves	1,102	(611)
Share-based payments reserve	5,126	8,519
Foreign currency translation reserve	70,835	81,640
	<u>297,284</u>	<u>297,046</u>
	<u><u>\$ 396,347</u></u>	<u><u>\$ 425,917</u></u>

MAJOR DRILLING GROUP INTERNATIONAL INC.
NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
FOR THE THREE AND SIX MONTHS ENDED OCTOBER 31, 2020 AND 2019 (UNAUDITED)
(in thousands of Canadian dollars, except per share information)

1. NATURE OF ACTIVITIES

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, 2020.

On December 10, 2020, 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, 2020.

3. 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.

Depending on the severity and duration of disruptions caused by the COVID-19 pandemic, results could be impacted in future periods. It is not possible at this time to estimate the magnitude of such potential future impacts.

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.

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NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
FOR THE THREE AND SIX MONTHS ENDED OCTOBER 31, 2020 AND 2019 (UNAUDITED)
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3. KEY SOURCES OF ESTIMATION UNCERTAINTY AND CRITICAL ACCOUNTING JUDGMENTS (Continued)

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.

4. 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.

5. PROPERTY, PLANT AND EQUIPMENT

Capital expenditures for the three and six months ended October 31, 2020 were \$6,376 (2019 - \$5,543) and \$15,544 (2019 - \$16,108), respectively. Cash payments in the current quarter for assets previously acquired were \$1,669 (2019 - nil).

6. EXPENSES BY NATURE

Direct costs by nature are as follows:

(in \$000s CAD)	<u>Q2 2021</u>	<u>Q2 2020</u>	<u>YTD 2021</u>	<u>YTD 2020</u>
Depreciation	\$ 9,468	\$ 9,311	\$ 19,175	\$ 18,632
Employee benefit expenses	41,013	40,699	71,706	81,983
Cost of inventory	16,297	17,730	31,452	34,745
Other	24,522	28,735	43,262	57,205
Direct costs	\$ 91,300	\$ 96,475	\$ 165,595	\$ 192,565

Depreciation expense recorded in general and administrative expenses for the three and six months ended October 31, 2020 was \$507 (2019 - \$661) and \$1,020 (2019 - \$1,057), respectively.

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7. INCOME TAXES

The income tax provision for the period can be reconciled to accounting earnings before income tax as follows:

	<u>Q2 2021</u>	<u>Q2 2020</u>	<u>YTD 2021</u>	<u>YTD 2020</u>
Earnings before income tax	\$ 9,015	\$ 10,279	\$ 12,394	\$ 18,306
Statutory Canadian corporate income tax rate	27%	27%	27%	27%
Expected income tax provision based on statutory rate	2,434	2,775	3,346	4,942
Non-recognition of tax benefits related to losses	520	277	1,362	372
Utilization of previously unrecognized losses	(1,376)	(238)	(1,553)	(583)
Other foreign taxes paid	118	154	239	322
Rate variances in foreign jurisdictions	(69)	(143)	(232)	(161)
Permanent differences and other	379	195	75	122
Income tax provision recognized in net earnings	<u>\$ 2,006</u>	<u>\$ 3,020</u>	<u>\$ 3,237</u>	<u>\$ 5,014</u>

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 favourable or unfavourable adjustments to these estimated tax liabilities in the period the assessments are made, or resolved, or when the statutes of limitations lapse.

8. EARNINGS PER SHARE

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

	<u>Q2 2021</u>	<u>Q2 2020</u>	<u>YTD 2021</u>	<u>YTD 2020</u>
Net earnings	\$ 7,009	\$ 7,259	\$ 9,157	\$ 13,292
Weighted average number of shares:				
Basic (000s)	80,638	80,300	80,636	80,300
Diluted (000s)	<u>80,806</u>	<u>80,330</u>	<u>80,700</u>	<u>80,308</u>
Earnings per share				
Basic	\$ 0.09	\$ 0.09	\$ 0.11	\$ 0.17
Diluted	\$ 0.09	\$ 0.09	\$ 0.11	\$ 0.17

The calculation of diluted earnings per share for the three and six months ended October 31, 2020 excludes the effect of 997,774 and 1,469,096 options, respectively (2019 - 2,696,237 and 2,961,091) as they were anti-dilutive.

The total number of shares outstanding on October 31, 2020 was 80,640,753 (2019 - 80,299,984).

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NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
FOR THE THREE AND SIX MONTHS ENDED OCTOBER 31, 2020 AND 2019 (UNAUDITED)
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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, 2020. 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:

	<u>Q2 2021</u>	<u>Q2 2020</u>	<u>YTD 2021</u>	<u>YTD 2020</u>
Revenue				
Canada - U.S.*	\$ 70,617	\$ 65,337	\$ 116,662	\$ 126,294
South and Central America	21,573	29,785	41,108	62,471
Asia and Africa	21,962	26,060	45,802	49,876
	<u>\$ 114,152</u>	<u>\$ 121,182</u>	<u>\$ 203,572</u>	<u>\$ 238,641</u>

*Canada - U.S. includes revenue of \$33,642 and \$26,902 for Canadian operations for the three months ended October 31, 2020 and 2019, respectively and \$51,719 and \$53,867 for the six months ended October 31, 2020 and 2019, respectively.

	<u>Q2 2021</u>	<u>Q2 2020</u>	<u>YTD 2021</u>	<u>YTD 2020</u>
Earnings (loss) from operations				
Canada - U.S.	\$ 8,609	\$ 7,078	\$ 11,410	\$ 12,416
South and Central America	(728)	1,128	(1,771)	2,986
Asia and Africa	3,276	5,085	6,277	8,897
	<u>11,157</u>	<u>13,291</u>	<u>15,916</u>	<u>24,299</u>
Finance costs	336	204	624	423
General corporate expenses**	1,806	2,808	2,898	5,570
Income tax	2,006	3,020	3,237	5,014
	<u>4,148</u>	<u>6,032</u>	<u>6,759</u>	<u>11,007</u>
Net Earnings	<u>\$ 7,009</u>	<u>\$ 7,259</u>	<u>\$ 9,157</u>	<u>\$ 13,292</u>

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

	<u>Q2 2021</u>	<u>Q2 2020</u>	<u>YTD 2021</u>	<u>YTD 2020</u>
Capital expenditures				
Canada - U.S.	\$ 4,565	\$ 3,459	\$ 12,586	\$ 11,923
South and Central America	584	831	784	1,573
Asia and Africa	1,164	374	2,111	1,580
Unallocated and corporate assets	63	879	63	1,032
Total capital expenditures	<u>\$ 6,376</u>	<u>\$ 5,543</u>	<u>\$ 15,544</u>	<u>\$ 16,108</u>

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FOR THE THREE AND SIX MONTHS ENDED OCTOBER 31, 2020 AND 2019 (UNAUDITED)
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9. SEGMENTED INFORMATION (Continued)

Depreciation and amortization

Canada - U.S.	\$	5,098	\$	4,530	\$	10,122	\$	8,985
South and Central America		3,042		3,762		6,400		7,439
Asia and Africa		1,774		1,647		3,566		3,204
Unallocated and corporate assets		61		33		107		61
Total depreciation and amortization	\$	9,975	\$	9,972	\$	20,195	\$	19,689

		October 31, 2020	April 30, 2020
Identifiable assets			
Canada - U.S.*	\$	196,523	\$ 180,925
South and Central America		119,226	129,748
Asia and Africa		122,955	121,954
Unallocated and corporate assets (liabilities)		(42,357)	(6,710)
Total identifiable assets	\$	396,347	\$ 425,917

*Canada - U.S. includes property, plant and equipment as at October 31, 2020 of \$43,941 (April 30, 2020 - \$44,146) for Canadian operations.

10. FINANCIAL INSTRUMENTS

Fair value

The carrying values of cash, trade and other receivables, demand credit facilities 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 the interest applicable is reflective of fair market rates.

Financial assets and liabilities measured at fair value are classified and disclosed in one of the following categories:

- 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).

The Company's derivatives are classified as level 2 financial instruments. There were no transfers of amounts between level 1, level 2 and level 3 financial instruments for the quarter ended October 31, 2020.

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.

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10. FINANCIAL INSTRUMENTS (Continued)

Credit risk

As at October 31, 2020, 91.6% (April 30, 2020 - 81.6%) of the Company's trade receivables were aged as current and 1.6% (April 30, 2020 - 2.0%) of the trade receivables were impaired.

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

	<u>October 31, 2020</u>	<u>April 30, 2020</u>
Opening balance	\$ 1,226	\$ 863
Increase in impairment allowance	298	442
Recovery of amounts previously impaired	(59)	-
Write-off charged against allowance	(76)	(37)
Foreign exchange translation differences	(35)	(42)
Ending balance	<u>\$ 1,354</u>	<u>\$ 1,226</u>

Foreign currency risk

As at October 31, 2020, the most significant carrying amounts of net monetary assets or liabilities (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:

	<u>Rate variance</u>	<u>MNT/USD</u>	<u>IDR/USD</u>	<u>USD/CLP</u>	<u>USD/AUD</u>	<u>USD/BRL</u>	<u>USD/CAD</u>	<u>Other</u>
Net exposure on monetary assets		7,435	6,535	5,346	4,513	2,847	1,906	358
EBIT impact	+/-10%	826	726	594	501	316	212	40

Liquidity risk

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

	<u>1 year</u>	<u>2-3 years</u>	<u>4-5 years</u>	<u>Total</u>
Trade and other payables	\$ 62,631	\$ -	\$ -	\$ 62,631
Lease liabilities (interest included)	1,362	2,103	348	3,813
Contingent consideration (undiscounted)	-	2,500	-	2,500
Long-term debt (interest included)	1,327	15,932	-	17,259
	<u>\$ 65,320</u>	<u>\$ 20,535</u>	<u>\$ 348</u>	<u>\$ 86,203</u>