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

	Three months e October 31		Six months ended October 31				
	2023	2022	2023	2022			
TOTAL REVENUE	\$ 206,951 \$	201,716	\$ 405,835 \$	401,551			
DIRECT COSTS (note 9)	154,590	148,713	304,465	297,374			
GROSS PROFIT	52,361	53,003	101,370	104,177			
OPERATING EXPENSES General and administrative (note 9) Other (revenue) expenses	17,602 3,222	16,068 4,723	34,112 6,093	32,242 7,743			
(Gain) loss on disposal of property, plant and equipment Foreign exchange (gain) loss Finance (revenues) costs	(260) 944 (275)	(22) 1,056 26	(497) 2,542 (957)	(720) 1,771 456			
i mance (revenues) costs	21,233	21,851	41,293	41,492			
EARNINGS BEFORE INCOME TAX	31,128	31,152	60,077	62,685			
INCOME TAX EXPENSE (RECOVERY) (note 10) Current	7,286	6,564	13,929	14,265			
Deferred	148 7,434	977 7,541	681 14,610	561 14,826			
NET EARNINGS	\$ 23,694 \$	23,611	\$ 45,467 \$	47,859			
EARNINGS PER SHARE (note 11) Basic	\$ 0.29 \$		<u>\$ 0.55</u> <u>\$</u>	0.58_			
Diluted	\$ 0.29 \$	0.28	\$ 0.55 \$	0.58			

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			
		2023		2022		2023		2022	
NET EARNINGS	\$	23,694	\$	23,611	\$	45,467	\$	47,859	
OTHER COMPREHENSIVE EARNINGS									
Items that may be reclassified subsequently to profit or loss Unrealized gain (loss) on foreign currency translations Unrealized gain (loss) on derivatives (net of tax)		10,588 (841)		15,079 54		2,289 (819)		11,987 (1,578)	
COMPREHENSIVE EARNINGS	\$	33,441	\$	38,744	\$	46,937	\$	58,268	

Major Drilling Group International Inc. Interim Condensed Consolidated Statements of Changes in Equity For the six months ended October 31, 2023 and 2022 (in thousands of Canadian dollars)

(unaudited)

	Share capital	Retained earnings	Other reserves	Share-based payments reserve	Foreign currency translation reserve	Total
BALANCE AS AT MAY 1, 2022	\$ 263,183	\$ 31,022	\$ 1,536	\$ 3,996	\$ 60,021	\$ 359,758
Exercise of stock options Share-based compensation	1,467 -	-	-	(403) 243	-	1,064 243
	264,650	31,022	1,536	3,836	60,021	361,065
Comprehensive earnings: Net earnings Unrealized gain (loss) on foreign	-	47,859	-	-	-	47,859
currency translations	-	-	-	-	11,987	11,987
Unrealized gain (loss) on derivatives	-	-	(1,578)	-	-	(1,578)
Total comprehensive earnings	-	47,859	(1,578)	-	11,987	58,268
BALANCE AS AT OCTOBER 31, 2022	264,650	78,881	(42)	3,836	72,008	419,333
BALANCE AS AT MAY 1, 2023	\$ 266,071	\$105,944	\$ (37)	\$ 3,696	\$ 76,903	\$ 452,577
Exercise of stock options	606	(197)	-	(295)	-	114
Share-based compensation	-	-	-	159	-	159
Share buyback (note 8)	(3,170)	(5,397)	-	•	-	(8,567)
Stock options expired/forfeited		1 1 1 2 2 7 1	- (0.5)	(1)		
	263,507	100,351	(37)	3,559	76,903	444,283
Comprehensive earnings: Net earnings Unrealized gain (loss) on foreign	-	45,467	-	-	-	45,467
currency translations	_	_	-	_	2,289	2,289
Unrealized gain (loss) on derivatives	-	-	(819)	-	-,	(819)
Total comprehensive earnings		45,467	(819)	-	2,289	46,937
BALANCE AS AT OCTOBER 31, 2023	\$ 263,507	\$145,818	\$ (856)	\$ 3,559	\$ 79,192	\$ 491,220

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

(in thousands of Canadian dollars) (unaudited)

	Three mon Octob		Six months ended October 31				
	2023	2022	2023	2022			
OPERATING ACTIVITIES Earnings before income tax Operating items not involving cash	\$ 31,128	\$ 31,152	\$ 60,077	\$ 62,685			
Depreciation and amortization (note 9) (Gain) loss on disposal of property, plant and equipment Share-based compensation Finance (revenues) costs recognized in earnings before income tax	12,780 (260) 58 (275)	11,829 (22) 131 26	24,769 (497) 159 (957)	23,370 (720) 243 456			
Changes in non-cash operating working capital items Finance revenues received (costs paid) Income taxes paid Cash flow from (used in) operating activities	43,431 6,732 275 (5,047) 45,391	43,116 13,316 (26) (4,321) 52,085	83,551 (9,392) 957 (10,012) 65,104	86,034 (3,152) (456) (9,671) 72,755			
FINANCING ACTIVITIES Repayment of lease liabilities Repayment of long-term debt (note 7) Issuance of common shares due to exercise of stock options Cash-settled stock options Repurchase of common shares (note 8) Cash flow from (used in) financing activities	(412) - 57 (326) (7,276) (7,957)	(392) - 570 - - 178	(731) (20,000) 440 (326) (8,567) (29,184)	(836) (20,000) 1,064 - - (19,772)			
INVESTING ACTIVITIES Payment of consideration for previous business acquisition Acquisition of property, plant and equipment (note 6) Proceeds from disposal of property, plant and equipment Cash flow from (used in) investing activities	(6,991) (17,443) 1,351 (23,083)	(6,289) (13,334) 548 (19,075)	(6,991) (33,717) 1,644 (39,064)	(6,289) (26,488) 2,839 (29,938)			
Effect of exchange rate changes	2,199	3,392	1,179	3,393			
INCREASE (DECREASE) IN CASH	16,550	36,580	(1,965)	26,438			
CASH, BEGINNING OF THE PERIOD	75,917	61,118	94,432	71,260			
CASH, END OF THE PERIOD	\$ 92,467	\$ 97,698	\$ 92,467	\$ 97,698			

Major Drilling Group International Inc. Interim Condensed Consolidated Balance Sheets

As at October 31, 2023 and April 30, 2023 (in thousands of Canadian dollars) (unaudited)

	October 31, 2023	April 30, 2023
ASSETS		
CURRENT ASSETS		
Cash and cash equivalents	\$ 92,467	\$ 94,432
Trade and other receivables (note 13)	134,915	137,633
Income tax receivable	1,732	2,336
Inventories	119,242	115,128
Prepaid expenses	13,224	10,996
	361,580	360,525
PROPERTY, PLANT AND EQUIPMENT (note 6)	224,239	215,085
RIGHT-OF-USE ASSETS	5,405	5,637
DEFERRED INCOME TAX ASSETS	2,979	4,444
GOODWILL	22,361	22,690
INTANGIBLE ASSETS	2,707	3,304
	\$ 619,271	\$ 611,685
LIABILITIES CURRENT LIABILITIES		
Trade and other payables	\$ 94,964	\$ 102,144
Income tax payable	7,146	3,674
Current portion of lease liabilities	1,434	1,617
Current portion of contingent consideration	8,270	7,138
	111,814	114,573
LEASE LIABILITIES	3,994	3,965
CONTINGENT CONSIDERATION	-	7,975
LONG-TERM DEBT (note 7)	-	19,972
DEFERRED INCOME TAX LIABILITIES	12,243	12,623
	128,051	159,108
SHAREHOLDERS' EQUITY		
Share capital	263,507	266,071
Retained earnings	145,818	105,944
Other reserves	(856)	(37)
Share-based payments reserve	3,559	3,696
Foreign currency translation reserve	79,192	76,903
	491,220	452,577
	\$ 619,271	\$ 611,685

(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, 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 Australia.

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, 2023.

On December 7, 2023, 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.

Intercompany 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, 2023.

3. APPLICATION OF NEW AND REVISED IFRS

The Company has not applied the following IASB standard amendment that has been issued, but is not yet effective:

• IAS 21 (as amended in 2023) - The Effect of Changes in Foreign Exchange Rates - effective for periods beginning on or after January 1, 2025, with earlier application permitted.

The Company is currently in the process of assessing the impact the adoption of the above amendment 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

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

4. KEY SOURCES OF ESTIMATION UNCERTAINTY AND CRITICAL ACCOUNTING JUDGMENTS (Continued)

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 fair value of assets acquired and liabilities assumed in business acquisitions, amounts recorded as accrued liabilities, contingent consideration, allowance for impairment of trade receivables, 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. **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 and six months ended October 31, 2023 were \$17,443 (2022 - \$13,334) and \$33,717 (2022 - \$26,488). The Company did not obtain direct financing for the three and six months ended October 31, 2023 or 2022.

7. LONG-TERM DEBT

During the previous quarter, the Company made a discretionary payment of \$20,000 on its \$75,000 revolving-term facility (maturing in September 2027), bringing long-term debt to nil.

8. SHARE BUYBACK

During the previous quarter, the Company initiated its Normal Course Issuer Bid ("NCIB"). During the three and six months ended October 31, 2023, the Company has repurchased 875,268 and 1,020,568 common shares, respectively, at an average price of \$8.31 and \$8.40, respectively.

9. EXPENSES BY NATURE

Direct costs by nature are as follows:

		Q2 2024		Q2 2023		YTD 2024		YTD 2023
Depreciation	\$	11.840	¢	11.177	¢	22.791	¢	21,591
Employee salaries and benefit expenses	Ψ	70,361	Ψ	68,086	Ψ	138.714	Ψ	134,078
Materials, consumables and external costs		63.177		61.176		124.243		119,625
Other		9,212		8.274		18.717		22,080
	\$	154,590	\$	148,713	\$	304,465	\$	297,374

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

9. EXPENSES BY NATURE (Continued)

General and administrative expenses by nature are as follows:

	 Q2 2024	 Q2 2023	 YTD 2024	 YTD 2023
Amortization of intangible assets	\$ 259	\$ 358	\$ 525	\$ 720
Depreciation	681	294	1,453	1,059
Employee salaries and benefit expenses	9,003	8,165	17,926	16,830
Other general and administrative expenses	7,659	7,251	14,208	13,633
	\$ 17,602	\$ 16,068	\$ 34,112	\$ 32,242

10. INCOME TAXES

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

	 Q2 2024	 Q2 2023	<u>Y</u>	TD 2024	 YTD 2023
Earnings before income tax	\$ 31,128	\$ 31,152	\$	60,077	\$ 62,685
Statutory Canadian corporate income tax rate	27%	27%		27%	27%
Expected income tax provision based on statutory rate	8,405	8,411		16,221	16,925
Non-recognition of tax benefits related to losses	(102)	491		536	647
Utilization of previously unrecognized losses	(1,610)	(2,903)		(2,974)	(4,848)
Other foreign taxes paid	146	949		292	1,955
Rate variances in foreign jurisdictions	(3)	(64)		119	38
Permanent differences and other	 598	 657		416	109
Income tax provision recognized in net earnings	\$ 7,434	\$ 7,541	\$	14,610	\$ 14,826

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.

11. EARNINGS PER SHARE

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

		Q2 2024		Q2 2023	_	YTD 2024	_	YTD 2023
Net earnings	\$	23,694	\$	23,611	\$	45,467	\$	47,859
Weighted average number of shares: Basic (000s) Diluted (000s)		82,636 82,816		82,847 83,149		82,822 83,050		82,793 83,150
Earnings per share Basic Diluted	\$ \$	0.29 0.29	\$ \$	0.29 0.28	\$ \$	0.55 0.55	\$ \$	0.58 0.58

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

11. EARNINGS PER SHARE (Continued)

The calculation of diluted earnings per share for the three and six months ended October 31, 2023 excludes the effect of 297,000 and 205,000 options, respectively (2022 - 210,000 and 180,897, respectively) as they were not in-the-money.

The total number of shares outstanding on October 31, 2023 was 82,093,486 (2022 - 82,865,254).

12. <u>SEGMENTED INFORMATION</u>

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 Australasia 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, 2023. 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 2024	 Q2 2023	 YTD 2024	 YTD 2023
Revenue				_
Canada - U.S.*	\$ 106,688	\$ 113,066	\$ 208,140	\$ 225,666
South and Central America	52,467	41,725	104,105	89,178
Australasia and Africa	47,796	46,925	93,590	86,707
	\$ 206,951	\$ 201,716	\$ 405,835	\$ 401,551

*Canada - U.S. includes revenue of \$34,074 and \$42,389 for Canadian operations for the three months ended October 31, 2023 and 2022, respectively and \$70,762 and \$88,412 for the six months ended October 31, 2023 and 2022, respectively.

Farnings from operations		Q2 2024	 Q2 2023	_	YTD 2024	 YTD 2023
Earnings from operations	_	44000				
Canada - U.S.	\$	14,929	\$ 22,024	\$	29,814	\$ 45,776
South and Central America		9,386	5,235		19,376	14,288
Australasia and Africa		10,256	 7,847		18,143	 11,011
		34,571	35,106	_	67,333	 71,075
Finance (revenues) costs		(275)	26		(957)	456
General and corporate expenses**		3,718	3,928		8,213	7,934
Income tax		7,434	 7,541		14,610	 14,826
		10,877	 11,495		21,866	 23,216
Net earnings	\$	23,694	\$ 23,611	\$	45,467	\$ 47,859

^{**}General and corporate expenses include expenses for corporate offices and stock-based compensation.

_	Q2 2024	Q2 2023	YTD 2024	 YTD 2023
Capital expenditures				
Canada - U.S.	\$ 5,823	\$ 9,440	\$ 14,834	\$ 17,846
South and Central America	6,817	2,062	10,886	5,393
Australasia and Africa	4,803	1,832	7,928	2,984
Unallocated and corporate assets	-	-	69	265
Total capital expenditures	\$ 17,443	\$ 13,334	\$ 33,717	\$ 26,488
Depreciation and amortization				
Canada - U.S.	\$ 5,875	\$ 6,126	\$ 11,791	\$ 11,521
South and Central America	2,962	2,650	5,529	5,163
Australasia and Africa	3,795	2,989	7,109	6,402
Unallocated and corporate assets	148	64	340	284
Total depreciation and amortization	\$ 12,780	\$ 11,829	\$ 24,769	\$ 23,370

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

12. SEGMENTED INFORMATION (Continued)

	October 31, 2023			April 30, 2023	
Identifiable assets					
Canada - U.S.*	\$	288,482	\$	283,895	
South and Central America		175,824		154,384	
Australasia and Africa		198,371		193,739	
Unallocated and corporate liabilities	<u></u>	(43,406)		(20,333)	
Total identifiable assets	\$	619,271	\$	611,685	

^{*}Canada - U.S. includes property, plant and equipment as at October 31, 2023 of \$64,159 (April 30, 2023 - \$65,481) for Canadian operations.

13. 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 contingent consideration and long-term debt approximates their 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 enters into certain derivative financial instruments to manage its exposure to interest rate and market risks, comprised of share-price forward contracts with a combined notional amount of \$7,331 maturing at varying dates through June 2026.

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.

The Company's derivatives, with fair values as follows, 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 three and six months ended October 31, 2023.

	October 31, 2023			April 30, 2023	
Interest rate swap	\$	- 9	\$	28	
Share-price forward contracts	\$	(1,879) 9	\$	2,189	

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

13. FINANCIAL INSTRUMENTS (Continued)

Credit risk

As at October 31, 2023, 95.0% (April 30, 2023 - 97.0%) of the Company's trade receivables were aged as current and 2.8% (April 30, 2023 - 2.5%) of the trade receivables were impaired.

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

	Octob	er 31, 2023	April 30, 2023
Opening balance	\$	3,303 \$	1,517
Increase in impairment allowance		766	2,620
Recovery of amounts previously impaired		(364)	(51)
Write-off charged against allowance		-	(824)
Foreign exchange translation differences		(24)	41
Ending balance	\$	3,681 \$	3,303

Foreign currency risk

As at October 31, 2023, the most significant carrying amounts of net monetary assets and/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 (in \$000s CAD):

	Rate variance	MNT/USD	IDR/USD	ARS/USD	MXN/USD	USD/CLP	USD/CAD	Other
Net exposure on monetary					-			
assets (liabilities)		8,375	7,172	6,386	3,027	(6,789)	(11,473)	(162)
EBIT impact	+/-10%	931	797	710	336	754	1,275	18

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	\$	94,964	\$ -	\$	-	\$	-	\$	94,964
Lease liabilities (interest included)		1,726	2,668		1,490		235		6,119
Contingent consideration (undiscounted)		8,807	-		-		-		8,807
	\$	105,497	\$ 2,668	\$	1,490	\$	235	\$	109,890