# GEODRILL LIMITED MANAGEMENT'S DISCUSSION AND ANALYSIS FOR THE SECOND QUARTER ENDED JUNE 30, 2018

Management's discussion and analysis ("MD&A") is a review of the operations, the liquidity and the results of operations and capital resources of Geodrill Limited ("Geodrill", the "Company" or the "Group"). The consolidated financial statements were prepared in accordance with International Financial Reporting Standards ("IFRS"). This discussion contains forward-looking information. Please see "Forward-Looking Information" for a discussion of the risks, uncertainties and assumptions relating to this MD&A.

This MD&A is a review of activities and results for the three and six months ended June 30, 2018 as compared to the corresponding period in the previous year and should be read in conjunction with the unaudited condensed interim consolidated financial statements for the three and six months ended June 30, 2018, and also in conjunction with the audited annual consolidated financial statements and corresponding MD&A for the year ended December 31, 2017.

This MD&A is dated August 13, 2018. Disclosure contained in this document is current to that date unless otherwise stated.

Additional information relating to Geodrill, including the Company's Annual Information Form, can be found on SEDAR at www.sedar.com.

All references to "US\$" are to United States dollars and all references to "CDN\$" are to Canadian dollars.

#### FORWARD-LOOKING INFORMATION

This MD&A contains "forward-looking information" which may include, but is not limited to, statements with respect to the future financial or operating performance of the Company, its subsidiaries, future growth, results of operations, capital needs, performance, business prospects and opportunities. Often, but not always, forward-looking information can be identified by the use of words such as "plans", "expects", "is expected", "budget", "scheduled", "estimates", "forecasts", "intends", "anticipates" or "believes" or variations (including negative variations) of such words or by the use of words or phrases that state that certain actions, events or results "may", "could", "would", "might" or "will" be taken, occur or be achieved.

Forward-looking information is based on certain assumptions and analyses made by the Company in light of its experience and perception of historical trends, current conditions and expected future developments and other factors it believes are appropriate. Forward-looking information involves known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements of the Company and/or its subsidiaries to be materially different from any future results, performance or achievements expressed or implied by the forward-looking information contained in this MD&A. Although the Company has attempted to identify important factors that could cause actual actions, events or results to differ materially from those described in such forward-looking information, there may be other factors that may cause actions, events or results to differ from those anticipated, estimated or intended. Should one or more of these risks or uncertainties materialize or should assumptions underlying such forward-looking information prove incorrect, actual results, performance or achievements may vary materially from those expressed or implied by the forward-looking information contained in this MD&A.

Forward-looking information contained herein is made as of the date of this MD&A and the Company disclaims any obligation to update any forward-looking information, whether as a result of new information, future events or results or otherwise, except as required by law. There can be no assurance that forward-looking information will prove to be accurate, as actual results and future events could differ materially from those anticipated in such information. Accordingly, readers should not place undue reliance on forward-looking information.

# **Corporate Overview**

Geodrill operates a fleet of Multi-Purpose, Core, Air-Core, Grade Control and Underground drill rigs. The multi-purpose rigs can perform both reverse circulation ("RC") and diamond core ("Core") drilling and can switch from one to the other with little effort or downtime. Multi-purpose rigs provide clients with the efficiency and high productivity of RC drilling and the depth and accuracy of Core drilling without the need to have two different drill rigs on site.

The Company's rigs and support equipment also incorporate a fleet of boosters and auxiliary compressors, which enable Geodrill to achieve high-quality sampling and operations to greater depths.

The state-of-the-art workshops and supply bases at Anwiankwanta, near Kumasi, Ghana, at Ouagadougou, Burkina Faso, at Bouake, Cote d'Ivoire and at Bamako, Mali provide centralized locations for storage of inventory, equipment and supplies, which in turn minimizes trucking, shipping and supply costs and allows the rigs and inventory to be mobilized to drill sites with minimal delay. The Company has leased a plot of land consisting of a warehouse, workshop and offices in Chingola, Zambia. The Company uses its Zambian facility to support its drilling activity in Zambia and as a base to expand into the African Copperbelt.

An experienced management team and workforce, a modern fleet of drill rigs and state-of-the-art workshops and supply bases have contributed to Geodrill's reputation as a results-oriented drilling company that strives to achieve greater drilling depths and provide better quality samples than its competitors in the shortest possible time, safely and in a cost-effective and environmentally conscious manner.

#### **Business Strategy**

The Company competes with other drilling companies on the basis of price, accuracy, reliability and experience in the marketplace. The Company's competitors consist of both large public companies as well as small local operators.

Management believes that the Company has a number of attributes that result in competitive advantages, including:

 Business Development: The Company continually improves its operations including the following recent and ongoing developments:

A strengthening of the Company's geographic footprint as the Company has increased its strong presence in West Africa in four primary countries being Ghana, Burkina Faso, Cote d'Ivoire and Mali, and the Company is operating in the African Copperbelt in Zambia.

• A Modern Fleet of Drill Rigs and World Class Workshops: The Company has accumulated modern state-of-the-art drilling rigs, and established centrally located world class workshops to promote client satisfaction through reliable operational performance. In addition, within the workshop in Ghana, is a manufacturing facility with the capacity to produce ancillary equipment such as RC drill

rods and RC wire-line drill subs in-house, reducing downtime and reliance on suppliers for these items.

- Establishing, building and maintaining long-standing relationships with customers: The Company has strong client relationships. Typically, a longer term client relationship of the Company originally commenced as a short term drill contract won under competitive bidding process, which has been continually renewed as the respective drilling program of the client has progressed through various phases.
- Support of well-established international and local vendors: The Company has maintained long standing relationships with international vendors in Australia, Europe, North America and China and has also been supported in West Africa and Zambia by local branches of these suppliers and other local suppliers.
- **Local Knowledge**: The Company's West African market knowledge, expertise and experience have enabled Geodrill to further develop the local networks required to support its operations.
- Presence in West Africa and the African Copperbelt: The Company is able to mobilize drill rigs and
  associated ancillary equipment within a few days of a request by a client. The well-resourced,
  centrally located workshops further reduce downtime, as the Company can fairly quickly reach most
  of its current customer sites.
- An Active and Experienced Management Geodrill is led by Dave Harper, President and Chief Executive Officer, Terry Burling, Chief Operating Officer, Greg Borsk, Chief Financial Officer and Greig Rodger, Executive General Manager. This group is also supported by: Stephan Rodrigue, Business Development Manager and Don Seguin, Health, Safety and Environmental ("HSE") Manager.
- A Skilled and Dedicated Workforce: A favorable compensation and benefits package, coupled with
  the Company's track record of quality hiring and commitment to frequent, relevant continuous
  training programs for both permanent and contract employees, has reduced unplanned workforce
  turnover even during robust mining cycles. This has also increased efficiency and productivity,
  ensuring the availability and continuity of a skilled labor force.
- Maintaining a high level of safety standards to protect its people and the environment: The Company's HSE Group oversees the design, implementation, monitoring and evaluation of the Company's HSE standards, which standards are generally considered to be stringent standards for drilling firms globally and are higher than what is currently required in all local markets in which Geodrill currently operates. Every aspect of Geodrill's operations is designed to meet the highest HSE standards and includes induction meetings, at least one safety meeting per work site, including non-exploration work sites, regular safety audits and detailed investigations of incidents.
- **Commitment to Excellence:** Geodrill is committed to being a company of the highest standard in every aspect of its business operations. This is the framework used by the Company to guide its personnel towards the Company's goals and to be the customer-preferred partner in providing world class drilling services in West Africa and the African Copperbelt.

## Market Participants and Geodrill's Client Base

The Company's client base is in Ghana, Burkina Faso, Cote d'Ivoire, Mali and Zambia. For the second quarter of 2018, Ghana accounted for 38% of the Company's revenue and Burkina Faso, Cote d'Ivoire, Mali and Zambia collectively accounted for 62% of the Company's revenue, compared to 46% for Ghana and 54% for Burkina Faso, Cote d'Ivoire, Mali and Zambia collectively in the second quarter of 2017.

Management's plans include continuing to add new clients in West Africa where gold is the primary mineral and adding new clients in the African Copperbelt where copper is the primary mineral. The Company will, however, take advantage of opportunities in other minerals, including lithium, iron ore, manganese, uranium and phosphate. In addition, the proximity to countries such as Senegal, Mauritania, Liberia, Sierra Leone, Nigeria and Cameroon positions the Company favorably in its ability to service these markets as well, if it so chooses. The Company's drilling focus is still predominately on gold and is still predominately in Ghana, Burkina Faso, Cote d'Ivoire and Mali, however, the Company has also been drilling for copper in Zambia.

The signing of a drilling contract and the actual commencement of drilling do not always happen simultaneously, and in numerous situations there may be a two to three month interval between the signing of an agreement and the commencement of drilling. In addition, given the short-term nature of drilling contracts, there can be no assurance that any contract that the Company currently has will be extended or renewed on terms favorable to the Company. In the event that any of its current contracts are not extended or renewed on favorable terms, or replaced with new contracts, this could have a significant impact on the Company's operations.

For the three months ended June 30, 2018, three customers individually contributed 10% or more to the Company's revenue. One customer contributed 15%, one customer contributed 14% each and one customer contributed 13%.

For the three months ended June 30, 2017, three customers individually contributed 10% or more to the Group's revenue. One customer contributed 25%, one customer contributed 15% and one customer contributed 10%.

## **OUTSTANDING SECURITIES AS OF AUGUST 13, 2018**

The Company is authorized to issue an unlimited number of Ordinary Shares. As of August 13, 2018, the Company has the following securities outstanding:

Number of Ordinary Shares 43,635,400

Number of Options 3,931,600

Fully Diluted <u>47,567,000</u>

From January 1, 2018 to August 13, 2018, a total of 110,000 options were issued and 335,000 options were exercised. The Company has also purchased 35,400 shares which are due to be cancelled.

#### **OVERALL PERFORMANCE**

#### **Revenue Per Country**

	Three m	onths en	ded		Six months ended			
	Jun 30		Jun 30		Jun 30	Jun 30		
	2018	2017		2018	2017			
Location	US\$ 000s	%	US\$ 000s	%	US\$ 000s	%	US\$ 000s	%
Ghana	10,422	38%	10,409	46%	17,515	34%	17,660	43%
Burkina Faso and other	16,858 <sup>(1)</sup>	62%	12,212 <sup>(1)</sup>	54%	34,018 <sup>(1)</sup>	66%	23,513 <sup>(1)</sup>	57%
	27,280	100%	22,621	100%	51,533	100%	41,173	100%

<sup>(1)</sup> Included in Burkina Faso and other is Burkina Faso, Cote d'Ivoire, Mali and Zambia.

#### **Meters Drilled Per Country**

	Three m	Three months ended				Six months ended			
	Jun 30	Jun 30 Ju		Jun 30	30 Jun 30				
Location	2018	%	2017	%	2018	%	2017	%	
Ghana	130,702	34%	100,421	37%	226,106	32%	181,303	34%	
Burkina Faso and other	251,716 <sup>(1)</sup>	66%	172,567 <sup>(1)</sup>	63%	478,984 <sup>(1)</sup>	68%	348,569 <sup>(1)</sup>	66%	
	382,418	100%	272,988	100%	705,090	100%	529,872	100%	

<sup>(1)</sup> Included in Burkina Faso and other is Burkina Faso, Cote d'Ivoire, Mali and Zambia.

The Company generated revenue of US\$27.3M in the second quarter of 2018, an increase of US\$4.7M or 21% when compared to US\$22.6M in the second quarter of 2017. The Company was able to increase its revenue compared to the prior year as the Company drilled more meters and had a different mix of meters drilled. Meters drilled in the second quarter of 2018 totaled 382,418 which is an increase of 40% when compared to 272,988 meters drilled in the second quarter of 2017.

The gross profit for the second quarter of 2018 was US\$12.7M, being 47% of revenue compared to a gross profit of US\$9.5M, being 42% of revenue for the second quarter of 2017. The gross profit increase reflects the increase in revenue of US\$4.7M with a corresponding increase in cost of sales of US\$1.4M. See "Supplementary Disclosure – Non IFRS Measures" on page 16.

EBITDA (as defined herein) for the second quarter of 2018 was US\$7.3M, being 27% of revenue compared to US\$5.2M, being 23% of revenue for the second quarter of 2017. See "Supplementary Disclosure – Non-IFRS Measures" on page 16.

The EBIT (as defined herein) for the second quarter of 2018 was US\$5.6M, compared to US\$3.5M for the second quarter of 2017. See "Supplementary Disclosure - Non - IFRS Measures" on page 16.

The net income for the second quarter of 2018 was US\$2.4M or US\$0.05 per Ordinary Share (US\$0.05 per Ordinary Share fully diluted), compared to US\$2.1M for the second quarter of 2017 or US\$0.05 per Ordinary Share (US\$0.05 per Ordinary Share fully diluted).

# **SELECTED FINANCIAL INFORMATION**

	Three Mon	ths Ended	% Change	Six Month	ns Ended	% Change
	Jun 30	Jun 30	Jun 30	Jun 30	Jun 30	Jun 30
(in US\$ 000's)	2018	2017	2018 vs 2017	2018	2017	2018 vs 2017
Revenue	27,280	22,621	21%	51,533	41,173	25%
Cost of Sales	14,547	13,082	11%	27,355	24,418	12%
Cost of Sales (%)	53%	58%		53%	59%	
Gross Profit	12,733	9,539	33%	24,177	16,755	44%
Gross Profit Margin (%)	47%	42%		47%	41%	
Selling, General and Administrative Expenses	7,406	6,155	20%	14,407	11,903	21%
Selling, General and Administrative Expenses (%)	27%	27%		28%	29%	
Foreign Exchange (Gain) / Loss	(297)	(140)		(191)	28	
Income from Operating Activities	5,624	3,524	60%	9,962	4,824	107%
Income from Operating Activities (%)	21%	16%		19%	12%	
Finance Income	2	-		3	-	
EBIT*	5,626	3,524	60%	9,965	4,824	107%
EBIT (%)	21%	16%		19%	12%	
Finance Cost	128	150		242	273	
Finance Cost (%)	0%	1%		0%	1%	
Profit Before Taxation	5,498	3,374	63%	9,723	4,551	114%
Profit Before Taxation (%)	20%	15%		19%	11%	
Income Tax Expense	3,122	1,260		5,979	2,156	
Income Tax Expense (%)	11%	6%		12%	5%	
Net income	2,375	2,114	12%	3,744	2,395	56%
Net Income (%)	9%	9%		7%	6%	
EBITDA **	7,272	5,235		13,098	8,376	
EBITDA (%)	27%	23%		25%	20%	
Meters Drilled	382,418	272,988	40%	705,090	529,872	33%
Earnings Per Share						
Basic	0.05	0.05		0.09	0.06	
Diluted	0.05	0.05		0.08	0.05	
Total Assets	93,643	81,611		93,643	81,611	
Total Long - Term Liabilities	5,145	1,588		5,145	1,588	
Cash Dividend Declared	NIL	NIL		NIL	NIL	

<sup>\*</sup>EBIT = Earnings before interest and taxes

<sup>\*\*</sup>EBITDA = Earning before interest, taxes, depreciation and amortization

See "Supplementary Disclosure Non IFRS Measures" on page 16

#### **RESULTS OF OPERATIONS**

#### THREE MONTHS ENDED JUNE 30, 2018 COMPARED TO THREE MONTHS ENDED JUNE 30, 2017

## Revenue

The Company recorded revenue of US\$27.3M for the second quarter of 2018, as compared to US\$22.6M for the second quarter of 2017, representing an increase of 21%. The increase in revenue is largely attributable to the strong demand for the Company's services. The Company has made significant additions to property, plant and equipment in 2016, 2017 and in the first half of 2018, which has resulted in more rigs being available. In 2016, the Company invested approximately US\$8.9M in property, plant and equipment, in 2017 the Company invested approximately US\$10.6M in property, plant and equipment and in the first half of 2018 the Company invested US\$6.6M in property, plant and equipment. This significant investment of US\$26.1M in property, plant and equipment has resulted in the Company increasing its capacity to meet the growing demand for its drilling services. In addition to expanding its rig fleet, the Company has also been successful in expanding its client base to include a mix of majors, intermediates and juniors which has contributed to the increase in overall drilling activity and a well balanced mix of drilling services. The total meters drilled increased by 40% for the second quarter of 2018 compared to the second quarter of 2017. The percentage of meters drilled for the second quarter of 2018 can be broken down as to 45% RC, 23% grade control, 17% air core and 15% core as compared to 35% RC, 23% grade control, 23% core and 19% air core for the second quarter of 2017. As a result of negotiations in the current quarter with certain customers in relation to the increase in withholding taxes, the Company was able to increase revenue by US\$0.4M in the current quarter.

#### **Cost of Sales and Gross Profit**

The cost of sales for the second quarter of 2018 was US\$14.5M, compared to cost of sales of US\$13.1M for the second quarter of 2017, being an increase of US\$1.4M.

The increase in cost of sales for the second quarter of 2018 as compared to the second quarter of 2017 of US\$1.4M reflects the following:

- Drill rig expenses and fuel costs increased by US\$0.4M in conjunction with the increase in revenue
  and the increase in meters drilled. In the current quarter, the Company established its operations
  base in Bamako, Mali. As certain jobs in Mali were completed in the current quarter, unused
  inventory was returned to the store resulting in a reduction in drill rig expense of US\$0.4M.
- Wages, employee benefits, external services, contractors and other expenses increased by US\$1.1M due to more workers being employed throughout the Company in conjunction with the increased drilling activity.
- Depreciation expense decreased by US\$0.1M relating to a greater proportion of the Company's drill rigs and plant and equipment being fully depreciated.

The gross profit for the second quarter of 2018 was US\$12.7M, compared to a gross profit of US\$9.5M for the second quarter of 2017, being an increase of US\$3.2M. The gross profit percentage for the second quarter of 2018 was 47% compared to 42% for the second quarter of 2017. Adjusting for the revenue increase of US\$0.4M and the reduction to drill rig expense of US\$0.4M, the gross profit margin in the second quarter of 2018 would have been 43%.

## Selling, General and Administrative ("SG&A") Expenses

SG&A expenses were US\$7.4M for the second quarter of 2018, compared to US\$6.2M for the second quarter of 2017, being an increase of US\$1.2M.

The increase in SG&A expenses for the second quarter of 2018 as compared to the second quarter of 2017 of US\$1.2M reflects the following:

- Wages, employee benefits, external services, contractors and other expenses increased by US\$1.1M. The increase reflects the additional services undertaken by the Company to support the increased level of activity the Company has been experiencing. The Company believes that increasing its workforce and ensuring its workshop and stores are fully staffed and spending on health and safety, training, systems and support employees will better position the Company as it continues to grow. In the current quarter, the Company collected a VAT refund of US\$0.5M that had previously been provided for, resulting in a reduction to SG&A expenses in the current quarter. Included in the employee benefits was an amount of US\$0.1M relating to a non-cash share-based payment expense relating to issuing stock options in the quarter.
- Repairs and maintenance increased by US\$0.1M as more repairs were completed on the Company's motor vehicles.

#### **Income from Operating Activities**

Income from operating activities (after cost of sales, SG&A expenses and foreign exchange gain or loss) for the second quarter of 2018 was US\$5.6M, as compared to US\$3.5M for the second quarter of 2017.

#### EBITDA Margin (see "Supplementary Disclosure - Non-IFRS Measures" on page 16)

EBITDA margin for the second quarter of 2018 was 27% compared to 23% for the second quarter of 2017.

## EBIT Margin (see "Supplementary Disclosure - Non-IFRS Measures" on page 16)

EBIT margin for the second quarter of 2018 was 21% compared to 16% for the second quarter of 2017.

## Depreciation

Depreciation of property, plant and equipment for the second quarter of 2018 was US\$1.6M (US\$1.5M in cost of sales and US\$0.1M in SG&A) compared to US\$1.7M (US\$1.6M in cost of sales and US\$0.1M in SG&A) for the second quarter of 2017.

## **Income Tax Expense**

Income tax expense was US\$3.1M for the second quarter of 2018 compared to income tax expense of US\$1.3M for the second quarter of 2017. The income tax expense of US\$3.1M is comprised of current taxes of US\$2.6M and deferred tax of US\$0.5M. The current tax expense of US\$2.6M is the result of the Company paying withholding tax on revenues in certain countries in which it provides drilling services and the result of corporate income tax on taxable income in certain other countries. In the second quarter of 2018, the Company generated approximately 37% of its revenue in countries in which it pays withholding tax on revenues versus approximately 30% in the second quarter of 2017. In addition, effective January 1, 2018, the withholding tax in Burkina Faso increased from 10% to 20%. The current tax expense from withholding tax on revenue amounted to US\$2.1M of the current tax expense for the second quarter of 2018. The current tax expense relating to tax on taxable income in the second quarter of 2018 amounted

to US\$0.5M and the Company recorded a deferred tax expense of US\$0.5M relating to tax values being greater than tax losses.

#### **Net Income**

The net income was US\$2.4M for the second quarter of 2018, or US\$0.05 per Ordinary Share (US\$0.05 per Ordinary Share fully diluted), compared to US\$2.1M, for the second quarter of 2017, or US\$0.05 per Ordinary Share (US\$0.05 per Ordinary Share fully diluted).

#### SIX MONTHS ENDED JUNE 30, 2018 COMPARED TO SIX MONTHS ENDED JUNE 30, 2017

#### Revenue

The Company recorded revenue of US\$51.5M for the six months ended June 30, 2018, as compared to US\$41.2M for the six months ended June 30, 2017, representing an increase of 25%. The increase in revenue is largely attributable to the strong demand for the Company's services. The Company has made a significant investment of US\$26.1M in property, plant and equipment since 2015, which has resulted in the Company increasing its capacity to meet the growing demand for its drilling services. In addition to expanding its rig fleet, the Company has also been successful in expanding its client base to include a mix of majors, intermediates and juniors which has contributed to the increase in overall drilling activity and a well balanced mix of drilling services. The total meters drilled increased by 33% for the six months ended June 30, 2018 compared to the six months ended June 30, 2017. The percentage of meters drilled for the six months ended June 30, 2018 can be broken down as to 44% RC, 23% grade control, 18% air core and 15% core as compared to 42% RC, 24% grade control, 19% core and 15% air core the six months ended June 30, 2017.

#### **Cost of Sales and Gross Profit**

The cost of sales for the six months ended June 30, 2018 was US\$27.4M, compared to cost of sales of US\$24.4M for the six months ended June 30, 2017, being an increase of US\$3.0M.

The increase in cost of sales for the six months ended June 30, 2018 as compared to the six months ended June 30, 2017 of US\$3.0M reflects the following:

- Drill rig expenses and fuel costs increased by US\$0.6M in conjunction with the increase in revenue and the increase in meters drilled. In addition, due to improving conditions in Mali and Burkina Faso, the Company benefited from numerous multi-rig programs starting in Q4 2017 that required significant amounts of consumables. As a consequence, gross margins are higher by approximately US\$1.0M as the Company benefited from significant non-recurring costs such as mobilization, importation, clearing, customs, set-up and inventory tooling costs which were incurred in Q4 2017. These costs coupled with the returns to stores of inventory in the quarter of US\$0.4M reduced the drill rig expenses for the six months ended June 30, 2018, by approximately US\$1.4M.
- Wages, employee benefits, external services, contractors and other expenses increased by US\$2.7M due to more workers being employed throughout the Company in conjunction with the increased drilling activity.
- Depreciation expense decreased by US\$0.4M relating to a greater proportion of the Company's drill rigs and plant and equipment being fully depreciated.

• Repairs and maintenance increased by US\$0.1M as more repairs were completed on the Company's drill rigs and plant and equipment.

The gross profit for the six months ended June 30, 2018 was US\$24.2M, compared to a gross profit of US\$16.8M for the six months ended June 30, 2017, being an increase of US\$7.4M. The gross profit percentage for the six months ended June 30, 2018 was 47% compared to 41% for the six months ended June 30, 2017. Adjusting for the revenue increase of US\$0.4M and the reduction to drill rig expense of US\$1.4M, the gross profit margin for the six months ended June 30, 2018 would have been 44%.

## Selling, General and Administrative ("SG&A") Expenses

SG&A expenses were US\$14.4M for the six months ended June 30, 2018, compared to US\$11.9M for the six months ended June 30, 2017, being an increase of US\$2.5M.

The increase in SG&A expenses for the six months ended June 30, 2018 as compared to the six months ended June 30, 2017 of US\$2.5M reflects the following:

- Wages, employee benefits, external services, contractors and other expenses increased by US\$2.7M. The increase reflects the additional services undertaken by the Company to support the increased level of activity the Company has been experiencing. The Company believes that increasing its workforce and ensuring its workshop and stores are fully staffed and spending on health and safety, training, systems and support employees will better position the Company as it continues to grow. In the current period, the Company collected a VAT refund of US\$0.5M that had previously been provided for, resulting in a reduction to SG&A expenses in the current period. Included in the employee benefits was an amount of US\$0.2M relating to a non-cash share-based payment expense relating to issuing stock options in the period.
- Repairs and maintenance increased by US\$0.2M as more repairs were completed on the Company's motor vehicles.
- Provision for doubtful debts decreased by US\$0.4M due to a provision of US\$0.1M for life time
  credit losses in the first half of 2018 versus a provision being made in the first half of 2017 of
  US\$0.5M against a specific trade.

## **Income from Operating Activities**

Income from operating activities (after cost of sales, SG&A expenses and foreign exchange gain or loss) for the six months ended June 30, 2018 was US\$10.0M, as compared to US\$4.8M for the six months ended June 30, 2017.

## EBITDA Margin (see "Supplementary Disclosure - Non-IFRS Measures" on page 16)

EBITDA margin for the six months ended June 30, 2018 was 25% compared to 20% for the six months ended June 30, 2017.

# EBIT Margin (see "Supplementary Disclosure - Non-IFRS Measures" on page 16)

EBIT margin for the six months ended June 30, 2018 was 19% compared to 12% for the six months ended June 30, 2017.

#### Depreciation

Depreciation of property, plant and equipment for the six months ended June 30, 2018 was US\$3.1M (US\$2.8M in cost of sales and US\$0.3M in SG&A) compared to US\$3.6M (US\$3.3M in cost of sales and US\$0.3M in SG&A) for the six months ended June 30, 2017.

#### **Income Tax Expense**

Income tax expense was US\$6.0M for the six months ended June 30, 2018 compared to income tax expense of US\$2.2M for the six months ended June 30, 2017. The income tax expense of US\$6.0M is comprised of current taxes of US\$5.4M and deferred tax of US\$0.6M. The current tax expense of US\$5.4M is the result of the Company paying withholding tax on revenues in certain countries in which it provides drilling services and the result of corporate income tax on taxable income in certain other countries. In the six months ended June 30, 2018 the Company generated approximately 44% of its revenue in countries in which it pays withholding tax on revenues versus approximately 27% in the six months ended June 30, 2017. In addition, effective January 1, 2018, the withholding tax in Burkina Faso increased from 10% to 20%. The current tax expense from withholding tax on revenue and dividends amounted to US\$4.3M of the current tax expense for the six months ended June 30, 2018. The current tax expense relating to tax on taxable income in the six months ended June 30, 2018 amounted to US\$1.1M and the Company recorded a deferred tax expense of US\$0.6M relating to tax values been greater then tax losses.

#### **Net Income**

The net income was US\$3.7M for the six months ended June 30, 2018, or US\$0.09 per Ordinary Share (US\$0.08 per Ordinary Share fully diluted), compared to US\$2.4M, for the six months ended June 30, 2017, or US\$0.06 per Ordinary Share (US\$0.05 per Ordinary Share fully diluted).

## **SUMMARY OF QUARTERLY RESULTS**

	20	18	2017				2017 2016		
(in US\$ 000s)	<u>Jun 30</u>	<u>Mar 31</u>	<u>Dec 31</u>	<u>Sep 30</u>	<u>Jun 30</u>	<u>Mar 31</u>	<u>Dec 31</u>	<u>Sep 30</u>	
Revenue	27,280	24,252	20,609	20,832	22,621	18,553	18,774	19,705	
Revenue Increase / (Decrease) %	12%	18%	(1%)	(8%)	22%	(1%)	(5%)	1%	
Gross Profit	12,733	11,445	7,060	9,722	9,540	7,216	7,018	7,803	
Gross Margin (%)	47%	47%	34%	47%	42%	39%	37%	40%	
Net Earnings / (Loss)	2,376	1,369	(513)	2,608	2,115	279	1,047	1,902	
Per Share - Basic	0.06	0.03	(0.01)	0.06	0.05	0.01	0.03	0.04	
Per Share - Diluted	0.05	0.03	(0.01)	0.06	0.05	0.01	0.02	0.04	

The Company achieved another revenue milestone in the quarter, generating its highest ever quarterly revenue in the history of the Company of US\$27.3M and its first quarterly revenue over US\$25M. The Company has been able to earn revenue averaging approximately US\$23.2M over the last four quarters and was able to post its fifth consecutive US\$20M+ revenue quarter. The Company was also able to generate gross profit averaging approximately US\$10.2M over the last four quarters. On a quarter to quarter basis, the Company's revenue also increased by US\$4.7M compared to the second quarter ended June 30, 2017. The increase in revenue is largely attributable to the strong demand for the Company's services and the increased rig fleet. The Company is continuing to see a recovery in the mineral drilling

sector as evidenced by the significant amount of meters drilled. In addition, although meter pricing remains competitive in the industry, the Company is witnessing a continuation of price stability.

The Company's operations have tended to exhibit a seasonal pattern. The first and fourth quarters are affected due to shutdown of exploration activities, often for extended periods over the holiday season. The second quarter is typically affected by the Easter shutdown of exploration activities affecting some of the rigs for up to one week. The wet season occurs (in some geographical areas where the Company operates, particularly in Burkina Faso and Mali) normally in the third quarter, but in recent years the global weather pattern has become somewhat erratic. The Company has historically taken advantage of the wet season and has scheduled the third quarter for maintenance and rebuild programs for drill rigs and equipment.

## **Effect of Exchange Rate Movements**

The Company's receipts and disbursements are denominated in US Dollars and local currencies. The Company's main exposure to exchange rate fluctuations arises from certain capital costs, wage costs and purchases denominated in other currencies.

The Company's revenue is invoiced in US Dollars and local currencies. The Company's purchases are in Australian Dollars, US Dollars, Euros, Canadian Dollars and local currencies. Other local expenses include purchases and wages which are paid in the local currency.

#### SELECTED INFORMATION FROM CONSOLIDATED STATEMENTS OF CASH FLOWS

	Three mon	ths Ended	Six mont	hs Ended
	Jun 30	Jun 30	Jun 30	Jun 30
(in US\$ 000s)	2018	2017	2018	2017
Net cash (used in) / generated from operating activities	(42)	5,821	6,293	4,718
Net cash used in investing activities	(3,481)	(3,805)	(6,563)	(5,645)
Net cash provided from financing activities	2,903	1,548	2,428	1,218
Effect of movement in exchange rates on cash	(151)	303	(92)	331
Net (decrease) / increase in cash	(771)	3,867	2,066	622

## **LIQUIDITY AND CAPITAL RESOURCES**

#### Liquidity

As at June 30, 2018, the Company had cash of US\$7.8M and had not drawn down on its US\$3.5M Revolving Line of Credit. As at June 30, 2018, the Company had loans payable of US\$7.0M. Since the Company has loans payable, the Company continues to monitor its cash and its capital spending in conjunction with the loans that need to be repaid. As at August 13, 2018, the Company has not drawn down on the US\$3.5M Revolving Line of Credit.

## **SECOND QUARTER ENDED JUNE 30, 2018**

#### **Operating Activities**

In the second quarter of 2018, the Company used cash in operating activities of less than US\$0.1M, as compared to generating cash from operating activities of US\$5.8M in the second quarter of 2017. The Company realized income before taxation of US\$5.5M for the second quarter of 2018; however, the

changes in non-cash items and changes in working capital items reduced cash by US\$5.5M, resulting in less than US\$0.1M of cash being used in operations.

## **Investing Activities**

In the second quarter of 2018, the Company's investment in property, plant and equipment was US\$3.5M, as compared with the US\$3.8M in the second quarter of 2017. The Company continues to grow and believes that one of the Company's greatest attributes is its ability to maintain a modern fleet of drill rigs and related equipment. The Company understands the importance of this and has significantly invested in its property, plant and equipment. Plant and equipment additions in the second quarter of 2018 included costs associated with rebuilding existing drill rigs and related equipment, new light vehicles and costs associated with completing certain sites at client premises. The Company continues to balance the need to grow and reinvest in its property, plant and equipment while ensuring there is enough cash to satisfy the debt repayments as they come due.

## **Financing Activities**

During the second quarter of 2018, the Company generated cash of US\$2.9M from financing activities. The Company increased its loans by US\$6.5M, repaid an amount of US\$3.7M related to the final settlement of the US\$5M Term Loan and US\$2M Credit Line and received US\$0.1M from the exercise of stock options. In the second quarter of 2017, the Company generated cash of US\$1.5M relating to increasing its loans by US\$1.9M, repaying an amount of US\$0.5M related to the quarterly principal repayment on the US\$5M Term Loan and received US\$0.1M from the exercise of stock options.

#### SIX MONTHS ENDED JUNE 30, 2018

#### **Operating Activities**

In the six months ended June 30, 2018, the Company generated cash from operating activities of US\$6.3M, as compared to generating cash from operating activities of US\$4.7M in the six months ended June 30, 2017. The Company realized income before taxation of US\$9.7M for the six months ended June 30,2018; however, the changes in non-cash items and changes in working capital items reduced cash by US\$3.4M resulting in cash generated from operations of US\$6.3M.

#### **Investing Activities**

In the six months ended June 30, 2018, the Company's investment in property, plant and equipment was US\$6.6M compared to US\$5.6M in the six months ended June 30, 2017. The Company continues to grow and believes that one of the Company's greatest attributes is its ability to maintain a modern fleet of drill rigs and related equipment. The Company understands the importance of this and has significantly invested in its property, plant and equipment. Plant and equipment additions in the six months ended June 30, 2018 included two drill rigs, costs associated with rebuilding existing drill rigs and related equipment, new light vehicles and costs associated with completing certain sites at client premises. The Company continues to balance the need to grow and reinvest in its property, plant and equipment while ensuring there is enough cash to satisfy the debt repayments as they come due.

#### **Financing Activities**

During the six months ended June 30, 2018, the Company generated cash of US\$2.4M from financing activities. The Company increased its loans by US\$6.5M, repaid an amount of US\$4.3M related to the quarterly principal repayment on the US\$5M Term Loan and to the final settlement of the US\$5M Term

Loan and US\$2M Credit Line and received US\$0.2M from the exercise of stock options. In the six months ended June 30, 2017, the Company generated cash of US\$1.2M relating to increasing its loans by US\$1.9M, repaying an amount of US\$0.9M related to the quarterly principal repayment on the US\$5M Term Loan and received US\$0.2M from the exercise of stock options.

## **Contractual Obligations**

	Payments Due by						
Contractual Obligations		July 1 to					
in US\$	Total	Dec 31 2018	2019	2020	2021		
Operating Leases (1)	680,000	160,000	300,000	200,000	20,000		
Loans <sup>(2)</sup>	7,900,000	1,500,000	2,800,000	2,500,000	1,100,000		
Total Contractual Obligations	8,580,000	1,660,000	3,100,000	2,700,000	1,120,000		

<sup>(1)</sup> The operating leases relate to the lease payments for the two real estate properties, as fully disclosed under "Transactions with Related Parties". The annual rent payable shall be reviewed on an upward only basis every two years based on USA inflation data. In addition, the operating leases includes amounts for other operating sites.

Contractual obligations will be funded in the short-term by cash as at June 30, 2018 of US\$7.8M, cash flow generated from operations and the US\$3.5M amount still available on the US\$3.5M Revolving Line of Credit.

#### **OUTLOOK**

The Company is continuing to see a recovery in the mineral drilling sector as evidenced by the increase in revenue and is optimistic that the recovery will continue throughout 2018. In addition, although meter pricing remains competitive in the industry, the Company is witnessing prices beginning to stabilize.

As at June 30, 2018, the Company had 62 drill rigs, of which 60 drill rigs were available for operation and two drill rigs were in the workshop.

<sup>(2)</sup> Loans refer to the US\$6.5M Medium Term Loan and the equipment loan, including the related interest.

The Company's drill rig fleet available for operation or planned to be available for operation is noted below:

Make - Model	Туре	Available for Operation as at Mar 31, 2018 No. of Rigs		Available for Operation as at Jun 30, 2018 No. of Rigs		Planned to be available for Operation as at Sep 30, 2018 No. of Rigs		Planned to be available for Operation as at Dec 31, 2018 No. of Rigs	
UDR - 650	Multi-Purpose	2	1x1996	2	1x1996	2	1x1996	2	1x1996
			1x2003		1x2003		1x2003		1x2003
UDR - KL900	Multi-Purpose	3	1x1998	3	1x1998	3	1x1998	3	1x1998
			1×1999		1x1999		1x1999		1x1999
			1x2003		1x2003		1x2003		1x2003
Sandvik - DE820	Multi-Purpose	5	1x2007	5	1x2007	5	1x2007	5	1x2007
			4x2008		4x2008		4x2008		4x2008
Sandvik - DE810	Multi-Purpose	8	1x2010	8	1x2010	8	1x2010	8	1x2010
			7x2012		7x2012		7x2012		7x2012
EDM - 2000	Multi-Purpose	4	2x2010	4	2x2010	5	3x2010	5	3x2010
			1x2011		1x2011		1x2011		1x2011
			1x2017		1x2017		1x2017		1x2017
Austex - X900	Multi-Purpose	8	4x2011	8	4x2011	8	4x2011	8	4x2011
			1x2012		1x2012		1x2012		1x2012
			1x2016		1x2016		1x2016		1x2016
			2x2017		2x2017		2x2017		2×2017
UDR - 200	Core	1	1x2008	1	1x2008	1	1x2008	1	1x2008
Sandvik - DE710	Core	9	2x2008	9	2x2008	9	2x2008	9	2×2008
			1x2009		1x2009		1x2009		1x2009
			6x2010		6x2010		6x2010		6x2010
Sandvik - DE740	Core	6	2x2008	8	3x2008	8	3x2008	8	3x2008
			1×2009		1x2009		1×2009		1x2009
			1x2011 2x2012		2x2011 2x2012		2x2011 2x2012		2x2011 2x2012
Austex - X300	Aircore	6	2x2012	6	2x2012	7	2x2012	7	2x2012
	Grede Control		3x2010		3x2010		3x2010		3x2010
			1x2011		1x2016		1x2016		1x2016
			1X2016		1X2016				1x2018
Austex - X350	RC	1	1x2016	1	1x2016	1	1x2018 1x2016	1	1x2016
	Grade Control			_					
Boart Longyear - LM90	Underground	3	1x2017	5	1x2017	5	1x2017	5	1x2017
			2x2018		4x2018		4x2018		4x2018
Total Drill Rigs Available for									
Operation		56		60		62		62	

	As at	Mar 31, 2018	As at	Jun 30, 2018	Planned a	s at Sep 30, 2018	Planned a	s at Dec 31, 2018
	No. of Rigs	Туре	No. of Rigs	Туре	No. of Rigs	Туре	No. of Rigs	Туре
	30	Multi-Purpose	30	Multi-Purpose	31	Multi-Purpose	31	Multi-Purpose
	16	Core Only Air core / grade	18	Core Only Air core / grade	18	Core Only Air core / grade	18	Core Only Air core / grade
Available for Operation	6	control	6	control	7	control	7	control
	1	RC Grade Control	1	RC Grade Control	1	RC Grade Control	1	RC Grade Control
	3	Underground	5	Grade control	5	Underground	5	Underground
TOTAL AVAILABLE FOR OPERATION	56		60		62		62	
In W/Shop	2	Core Only	1	Multi-Purpose Air core / grade				
	1	Grade control	1	control				
	1	Multi-Purpose						
Total in W/Shop	4		2					
Manufacturing - in production								
Total Manufacturing								
In transit	2	Underground						
Total in transit	2							
TOTAL DRILL RIGS	62		62		62		62	

Split	Split									
Multi-Purpose	31		31		31		31			
Core Only	18		18		18		18			
Air Core / grade control	7		7		7		7			
RC Grade Control	1		1		1		1			
Underground	5		5		5		5			
TOTAL	62		62		62		62			

#### **SUPPLEMENTARY DISCLOSURE - NON-IFRS MEASURES**

EBIT is defined as Earnings before Interest and Taxes and EBITDA is defined as Earnings before Interest, Taxes, Depreciation and Amortization. The definitions are used in this MD&A as measures of financial performance. The Company believes EBIT and EBITDA are useful to investors because they are frequently used by securities analysts, investors and other interested parties to evaluate companies in the same industry. However, EBIT and EBITDA are not measures recognized by IFRS and do not have standardized meanings prescribed by IFRS. EBIT and EBITDA should not be viewed in isolation and do not purport to be alternatives to net income or gross profit as indicators of operating performance or cash flows from operating activities as a measure of liquidity. EBIT and EBITDA do not have standardized meanings prescribed by IFRS and therefore they may not be comparable to similarly titled measures presented by other publicly traded companies. Also, EBIT and EBITDA should not be construed as alternatives to other financial measures determined in accordance with IFRS.

Additionally, EBIT and EBITDA are not intended to be measures of free cash flow for management's discretionary use, as they do not consider certain cash requirements such as capital expenditures, contractual commitments, interest payments, tax payments and debt service requirements.

Gross profit margin is defined as gross profit as a percentage of revenue. Gross profit margin 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.

The following table is a reconciliation of Geodrill's results from operations to EBIT and EBITDA

	Three mor	nths ended	Six mont	hs ended
(US\$ 000s)	Jun 30, 2018	Jun 30, 2017	Jun 30, 2018	Jun 30, 2017
Income from Operating Activities	5,624	3,524	9,962	4,824
Add: Finance Income	2	1	3	-
Earnings Before Interest and Taxes (EBIT)	5,626	3,525	9,965	4,824
Add: Depreciation and Amortization	1,646	1,710	3,133	3,551
Earnings Before Interest, Taxes, Depreciation & Amortization				
(EBITDA)	7,272	5,235	13,098	8,375

#### **DISCLOSURE CONTROLS AND PROCEDURES**

The Chief Executive Officer (the "CEO") and the Chief Financial Officer (the "CFO") of the Company are responsible for establishing and maintaining disclosure controls and procedures ("DC&P") for the Company as defined under Multilateral Instrument 52-109 issued by the Canadian Securities Administrators. The CEO and the CFO have designed such DC&P, or caused them to be designed under their supervision, to provide reasonable assurance that information required to be disclosed by the Company in its annual filings, interim filings or other reports filed or submitted by it under securities legislation is recorded, processed, summarized and reported within the time periods specified in the securities legislation and include controls and procedures designed to ensure that information required to be disclosed by an issuer in its annual filings, interim filings or other reports filed or submitted under securities legislation is accumulated and communicated to the Company's management, including its certifying officers, as appropriate to allow timely decisions regarding required disclosure. As at June 30, 2018, the CEO and CFO evaluated the design and operation of the Company's DC&P. Based on that evaluation, the CEO and CFO concluded that the Company's DC&P were effective as at June 30, 2018.

#### INTERNAL CONTROL OVER FINANCIAL REPORTING

Management is responsible for establishing and maintaining adequate internal control over financial reporting to provide reasonable assurance regarding the reliability of the Company's financial reporting and the preparation of its consolidated financial statements in accordance with IFRS.

There were no changes in the Company's internal control over financial reporting during the period beginning on January 1, 2018 and ended on June 30, 2018, that have materially affected, or are reasonably likely to materially affect, the Company's internal control over financial reporting.

#### **RISK FACTORS**

A complete discussion of general risks and uncertainties may be found in the Company's Annual Information Form for the fiscal year ended December 31, 2017 which can be found on the SEDAR website at <a href="https://www.sedar.com">www.sedar.com</a>, and which continue to apply to the business of the Company. The Company is not aware of any significant changes to risk factors from those disclosed at that time.

#### **FAIR VALUES OF FINANCIAL INSTRUMENTS**

As at June 30, 2018 and December 31, 2017, the Group did not hold any financial assets at fair value through profit or loss, derivatives or available-for-sale financial assets.

The carrying values of cash, trade and other receivables, trade and other payables and related party payables approximate their fair value due to the relatively short period to maturity of the instruments. The carrying value of loans payable approximates their fair value as the fixed rate loans have been acquired recently and their carrying value continues to reflect fair value.

There were no financial instruments classified as level 2 or 3 in the fair value hierarchy at June 30, 2018 and December 31, 2017.

## **Financial Instruments by Category**

	Loans and Receivables	Other Financial Liabilities	Carrying Amount	Total Fair Value
	US\$	US\$	US\$	US\$
June 30, 2018				
Financial assets				
Trade and other receivables	24,870,224	-	24,870,224	24,870,224
Cash	7,757,873	-	7,757,873	7,757,873
	32,628,097	-	32,628,097	32,628,097
Financial liabilities				
Trade and other payables	-	14,352,733	14,352,733	14,352,733
Related party payables	-	923,025	923,025	923,025
Loans payable	-	6,982,092	6,982,092	6,982,092
	-	22,257,850	22,257,850	22,257,850
December 31, 2017				
Financial assets				
Trade and other receivables	17,660,607	-	17,660,607	17,660,607
Cash	5,691,742	-	5,691,742	5,691,742
	23,352,349	-	23,352,349	23,352,349
Financial liabilities				
Trade and other payables	-	11,485,677	11,485,677	11,485,677
Related party payables	-	923,025	923,025	923,025
Loans payable	-	4,759,215	4,759,215	4,759,215
	-	17,167,917	17,167,917	17,167,917

#### **RELATED PARTY TRANSACTIONS**

		Country of	Ownersh	ip Interest
Related party	Relationship	Incorporation	2018	2017
Geodrill Ghana Limited	Subsidiary	Ghana	100%	100%
D.S.I. Services Limited	Subsidiary	British Virgin Islands	100%	100%
Geotool Limited	Subsidiary	British Virgin Islands	100%	100%
Geo-Forage BF SARL	Subsidiary	Burkina Faso	100%	100%
Geo-Forage Cote d'Ivoire SARL	Subsidiary	Cote d'Ivoire	100%	100%
Geo-Forage Mali SARL	Subsidiary	Mali	100%	100%
Geo-Forage Senegal SARL	Subsidiary	Senegal	100%	100%
Geodrill Cote d'Ivoire SARL	Subsidiary	Cote d'Ivoire	100%	100%
Geodrill Limited in Zambia	Registered foreign operating branch	Zambia	100%	100%
The Harper Family Settlement	Significant shareholder	Isle of Man	-	-

## (i) Transactions with related parties

Transactions with companies within the Group have been eliminated on consolidation.

The Harper Family Settlement owns 40.1% (December 31, 2017: 40.4%) of the issued share capital of Geodrill Limited. On September 30, 2015, Geodrill Ghana Limited entered into lease agreements with The Harper Family Settlement for the Anwiankwanta property and for the Accra property, both for a five year term at rates consistent with those determined pursuant to the October 1, 2014 rent review. The material terms of the five year lease agreements include: (i) the annual rent payable shall be reviewed on an upward only basis every two years; and (ii) only Geodrill Ghana Limited can terminate the leases by giving twelve months' notice. On October 1, 2016, in conjunction with the rent review, Geodrill Ghana Limited agreed to the increase in rent for the Anwiankwanta property to US\$186,000 per annum and the increase in rent for the Accra property to US\$78,000 per annum. It was also agreed that all future rent increases will be based on USA inflation data.

Future operating lease commitments related to the properties are:

	June 30, 2018	December 31, 2017	
	US\$	US\$	
Payable within one year	264,000	264,000	
Payable between 1 and 5 years	330,000	462,000	
Total	594,000	726,000	

During the three and six month periods ended June 30, 2018, lease payments amounted to US\$66,000 and US\$132,000, respectively (June 30, 2017: US\$66,000 and US\$132,000, respectively).

## (ii) Key management personnel and directors' transactions

The Group's key management personnel, and persons connected with them, are also considered to be related parties for disclosure purposes. The definition of key management includes the close members of the family of key personnel and any entity over which key management exercises control. The key management personnel have been identified as directors of the Group and other management staff. Close members of family are those family members who may be expected to influence, or be influenced by that individual in their dealings with the Group.

Key management personnel and directors' compensation for the period comprised:

	Three month period ended June 30,		Six month period ended June 30,	
	2018 US\$	2017 US\$	2018 US\$	2017 US\$
Short-term benefits	1,761,642	1,156,654	2,372,705	1,617,362
Share-based payment arrangements	102,390	311,999	187,244	311,999
	1.864.032	1.468.653	2.559.949	1.929.361

## (iii) Related party balances

The related party payable outstanding as at June 30, 2018 amounts to US\$923,025 (December 31, 2017: US\$923,025). The related party payable is to The Harper Family Settlement, is unsecured, interest free and is repayable on demand at the option of the lender.

#### SIGNIFICANT ACCOUNTING POLICIES

The Company's IFRS significant accounting policies are provided in Note 2 to the audited annual consolidated financial statements for the year ended December 31, 2017 and can be found on SEDAR at <a href="https://www.sedar.com">www.sedar.com</a>.

#### **NEW AND FUTURE ACCOUNTING STANDARDS**

The Company's application of new and revised IFRS are provided in Note 4 to the audited annual consolidated financial statements for the year ended December 31, 2017 and can be found on SEDAR at <a href="https://www.sedar.com">www.sedar.com</a>. There have been no material effects on the condensed interim consolidated financial statements for the quarter ended June 30, 2018. The Company is currently evaluating the impact of accounting pronouncements issued but not yet effective on its consolidated financial statements, however, it does not currently foresee any material changes to its consolidated financial statements in the next twelve months.

## **CRITICAL ACCOUNTING ESTIMATES AND JUDGMENTS**

The preparation of financial statements in conformity with IFRS requires management to make judgments, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, income and expenses.

The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making judgments about the carrying values of assets and liabilities that are not readily apparent from other sources. 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.

## (i) Estimates

## a. Depreciation of property, plant and equipment

Property, plant and equipment are often used in hostile environments and may be subject to accelerated depreciation. Management considers the reasonableness of useful lives and whether known factors reduce or extend the lives of certain assets. This is accomplished by assessing the changing business conditions, examining the level of expenditures required for additional improvements, observing the patterns of gains or losses on disposition, and considering the various components of the assets.

## b. Share-based payment transactions

The fair value of share-based payment transactions is based on certain assumptions determined by management. The main areas of estimate relate to the determination of the risk free interest rate, stock price volatility and the forfeiture rate.

## c. Net realizable value of inventory

Management reviews inventories at each reporting period to determine whether indicators exist which would lead to a downward revision in the net realizable value of the inventory. Management's estimate of net realizable value of such inventories is based primarily on sales price and current market conditions.

#### d. Allowance for doubtful accounts

Management reviews trade receivables at each reporting period to determine whether indicators exist which would lead to a downward revision in the net realizable value of the trade receivables. Management's estimate of net realizable value of such trade receivables is based primarily on the ageing of the receivables.

## e. Income tax

Tax interpretations, regulations and legislation in the various countries in which the Group operates are subject to change and management uncertainty. Current income tax expense is based on tax currently payable or current withholding tax rates in countries in which the Group operates. In addition, deferred income tax liabilities are assessed by management at the end of the reporting period and are measured at the tax rates that are expected to be applied to the temporary differences when they reverse.

The amount recognized as accrued liabilities is the best estimate of the consideration required to settle the related liability, including any related interest charges, taking into account the risks and uncertainties surrounding the obligation. The Group assesses its liabilities at each reporting period, based upon the best information available, relevant to the tax laws and other appropriate requirements.

## (ii) Judgments

## a. Assessment of impairment of property, plant and equipment

The Group tests at each reporting period whether there are indicators of impairment with respect to its property, plant and equipment, in accordance with the accounting policy stated in Note 2g (iv). If such indicators are identified, the recoverable amounts of each cash-generating unit have been determined based on value-in-use calculations. These determinations require the use of judgment.

The Group tests impairment based on the discounted cash flows related to each cash generating unit. The value in use determination is sensitive to changes in cash flow assumptions and the discount rate applied. No impairment charge has been recognized in the periods presented.

## b. Functional currency

The company applied judgment in determining the functional currency of the company and its subsidiaries. Functional currency was determined based on the currency that mainly influences sales prices, labor, material and other costs of providing services.

## **Additional Information**

Additional information relating to Geodrill, including the Company's Annual Information Form can be found on SEDAR at <a href="https://www.sedar.com">www.sedar.com</a>