GEODRILL LIMITED
MANAGEMENT'S DISCUSSION AND ANALYSIS
FOR THE THIRD QUARTER ENDED SEPTEMBER 30, 2014

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 nine months ended September 30, 2014 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 nine months ended September 30, 2014, and also in conjunction with the audited annual consolidated financial statements and corresponding MD&A for the year ended December 31, 2013.

This MD&A is dated November 10, 2014, 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 and air-core 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 workshop and supply base at Anwiankwanta, near Kumasi, Ghana, and the state-of-the-art workshop and supply base at Ouagadougou, Burkina Faso, provide centralized locations for repair and storage of equipment and supplies, which in turn minimizes trucking, shipping and supply costs and allows the rigs to be mobilized to drill sites with minimal delay.

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 in West Africa 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 in West Africa, including:

- **Business Development**: The Company continually improves its operation including the following recent and ongoing developments:

    An increase in our geographic footprint in West Africa to include seven countries, as the Company has maintained its strong presence in both Ghana and Burkina Faso, has re-entered Cote d'Ivoire and has recently operated in Mali, Togo and Niger. The Company is also currently expanding into the African Copperbelt, specifically Zambia and Democratic Republic of Congo ("DRC").

    The expansion of drilling for other minerals, as the Company has successfully completed contracts to drill for iron ore, uranium and manganese.

- **A Young and 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 a 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 African countries 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:** 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. We have increased our geographic footprint in West Africa to include several countries, as the Company has maintained its strong presence in both Ghana and Burkina Faso, has re-entered Cote d'Ivoire and has recently operated in Mali, Togo and Niger. The Company is also currently expanding into the African Copperbelt, specifically Zambia and DRC.

- **An Active and Experienced Management:** Geodrill is led by Dave Harper, President and Chief Executive Officer, Terry Burling, Chief Operating Officer and Greg Borsk, Chief Financial Officer. This group is also supported by: Stephan Rodrigue, Business Development Manager, Alan McConnon, Training Manager and Don Seguin, Health, Safety and Environmental ("HSE") & Training 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 and accidents.

- **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.

Market Participants and Geodrill's Client Base

West Africa has become the scene of intense competition amongst international mining companies as West Africa hosts some of the largest remaining undeveloped mineral deposits in the world, containing gold, iron ore and bauxite. The drilling services provided by Geodrill can be applied to both precious and base metals.

The Company's client base is predominately in Ghana and Burkina Faso. For the 3rd quarter of 2014, Ghana accounted for 42% of the Company's revenue and Burkina Faso, Cote d'Ivoire and Togo collectively accounted for 58% of the Company's revenue, compared to 58% for Ghana and 42% for Burkina Faso, Niger, Guinea and Cote d'Ivoire collectively in the 3rd quarter of 2013.

Management's plans include continuing to take advantage of opportunities in other minerals, including iron ore, manganese, uranium, copper and phosphate which may not follow the same economic cycles as precious metals. In addition, the proximity of Ghana 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 and Burkina Faso; however, the Company has recently successfully diversified into drilling for other minerals and has increased its footprint in West Africa.

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 September 30, 2014, included in revenue are four customers who individually contributed 10% or more to the Group's revenue. One customer contributed 30%, one customer contributed 25%, one customer contributed 15% and one customer contributed 11%.

For the three months ended September 30, 2013, included in revenue were six customers who individually contributed 10% or more to the Group's revenue. One customer contributed 23%, two customers contributed 18%, one customer contributed 16%, one customer contributed 11% and one customer contributed 10%.

OUTSTANDING SECURITIES AS OF NOVEMBER 10, 2014

The Company is authorized to issue an unlimited number of Ordinary Shares. As of November 10, 2014 the Company has the following securities outstanding:

Number of Ordinary Shares	42,512,000
Number of Options	3,180,000
Fully Diluted	45,692,000

From January 1, 2014 to November 10, 2014, 390,000 options were issued.

OVERALL PERFORMANCE

Revenue Per Country

	Three months ended				Nine months ended			
	Sep 30		Sep 30		Sep 30		Sep 30	
	2014		2013		2014		2013	
Location	US$ 000's	%	US$ 000's	%	US$ 000's	%	US$ 000's	%
Ghana	4,525	42%	1,710	42%	12,707	49%	13,382	40%
Burkina Faso and other (1) (2)	6,242	58%	2,321	58%	13,184	51%	20,271	60%
	10,767	100%	4,031	100%	25,891	100%	33,653	100%

(1) For the nine months ended September 30, 2014, included in Burkina Faso and other is Cote d'Ivoire, Mali and Togo.
(2) For the nine months ended September 30, 2013, included in Burkina Faso and other is Cote d'Ivoire, Niger and Guinea.

Meters Drilled Per Country

	Three months ended				Nine months ended			
	Sep 30		Sep 30		Sep 30		Sep 30	
Location	2014	%	2013	%	2014	%	2013	%
Ghana	40,723	28%	18,760	56%	115,466	37%	115,593	33%
Burkina Faso and other (1) (2)	107,302	72%	14,592	44%	196,196	63%	235,577	67%
	148,025	100%	33,352	100%	311,662	100%	351,170	100%

(1) For the nine months ended September 30, 2014, included in Burkina Faso and other is Cote d'Ivoire, Mali and Togo.
(2) For the nine months ended September 30, 2013, included in Burkina Faso and other is Cote d'Ivoire, Niger and Guinea.

The Company generated revenue of US$10.8M in the 3rd quarter of 2014, an increase of 167% when compared to US$4.0M in the 3rd quarter of 2013. The Company was affected by the industry wide slowdown in drilling activities, however, the Company was able to increase its revenue compared to the prior year quarter. In the prior year's quarter, meters drilled were extremely low as clients chose not to drill through the wet season, however, in the current quarter clients drilled through the wet season. Specifically, on a quarter to quarter basis the Company's revenue increased as meters drilled increased in the 3rd quarter of 2014 compared to the 3rd quarter of 2013. Meters drilled in the 3rd quarter of 2014 totaled 148,025 which is an increase of 344% when compared to 33,352 meters drilled in the 3rd quarter of 2013. There continues to be pressure on pricing in 2014 as evidenced by the fact that revenue increased by 167% in the 3rd quarter of 2014 compared to the 3rd quarter of 2013, whereas meters drilled increased by 344% in the 3rd quarter of 2014 compared to the 3rd quarter of 2013. In general, there continues to be pressure on early stage exploration companies as financing from the capital markets continues to be challenging and there is also pressure on producing companies as they continue to need to manage their exploration costs in light of increasing costs on the production side of their business.

The gross profit for the 3rd quarter of 2014 was US$3.0M, being 28% of revenue compared to a gross loss of US$(0.6)M, being (15)% of revenue for the 3rd quarter of 2013. The gross profit increase reflects the increase in revenue of US$6.7M with only a corresponding increase in cost of sales of US$3.1M. See “Supplementary Disclosure - Non IFRS Measures” on page 16.

The EBIT (as defined herein) for the 3rd quarter of 2014 was an EBIT loss of US$(0.2)M, compared to an EBIT loss of US$(3.9)M, for the 3rd quarter of 2013. See “Supplementary Disclosure - Non IFRS Measures" on page 16.

EBITDA (as defined herein) for the 3rd quarter of 2014 was US$2.0M, being 19% of revenue compared to US$(1.6)M, being (39)% of revenue for the 3rd quarter of 2013. See “Supplementary Disclosure - Non IFRS Measures” on page 16.

The net loss for the 3rd quarter of 2014 was US$(0.7)M or US$(0.02) per Ordinary Share (US$(0.02) per Ordinary Share fully diluted), compared to net loss of US$(3.5)M for the 3rd quarter of 2013 or US$(0.08) per Ordinary Share (US$(0.08) per Ordinary Share fully diluted).

SELECTED FINANCIAL INFORMATION

(in US$ 000's)	Three Months Ended Sep 30 2014	Sep 30 2013	% Change Sep 30 2014 vs 2013	Nine Months Ended Sep 30 2014	Sep 30 2013	% Change Sep 30 2014 vs 2013
Revenue	**10,767**	**4,031**	**167%**	**25,891**	**33,653**	**(23%)**
Cost of Sales	**7,791**	**4,644**	**68%**	**21,470**	**19,870**	**8%**
Cost of Sales (%)	72%	115%		83%	59%	
Gross Profit / (Loss)	**2,976**	**(613)**	**585%**	**4,421**	**13,783**	**(68%)**
Gross Profit / (Loss) Margin (%)	28%	(15%)		17%	41%	
Selling, General and Administrative Expenses	**3,380**	**3,260**	**4%**	**9,731**	**12,055**	**(19%)**
Selling, General and Administrative Expenses (%)	31%	81%		38%	36%	
Foreign Exchange (Loss) / Gain	**(13)**	**(70)**		**(12)**	**228**	
Foreign Exchange (Loss) / Gain(%)	-	(2%)		-	1%	
(Loss) / Profit from Operating Activities	**(417)**	**(3,943)**	**89%**	**(5,322)**	**1,956**	
(Loss) / Profit from Operating Activities (%)	(4%)	(98%)		(21%)	6%	
Other Income	**224**	**-**		**224**	**-**	
Other Income (%)	2%			1%		
Finance Income	**1**	**-**		**2**	**2**	
Finance Income (%)	-	-		-	-	
EBIT*	**(192)**	**(3,943)**	**(95%)**	**(5,096)**	**1,956**	
EBIT (%)	(2%)	98%		(20%)	6%	
Finance Cost	**(239)**	**(262)**		**(647)**	**(871)**	
Finance Cost (%)	(2%)	(6%)		(2%)	(3%)	
(Loss) / Profit Before Taxation	**(431)**	**(4,205)**	**90%**	**(5,743)**	**1,087**	
(Loss) / Profit Before Taxation (%)	(4%)	(104%)		(22%)	3%	
Income Tax Expense / (Recovery)	**259**	**(693)**		**(377)**	**346**	
Income Tax Expense / (Recovery) (%)	2%	(17%)		(1%)	1%	
Net (Loss) / Earnings	**(690)**	**(3,512)**	**80%**	**(5,366)**	**741**	
Net (Loss) / Earnings (%)	(6%)	(87%)		(21%)	2%	
EBITDA **	**2,004**	**(1,576)**		**1,763**	**9,122**	
EBITDA (%)	19%	(39%)		7%	27%	
Meters Drilled	**148,025**	**33,352**	**344%**	**311,662**	**351,170**	**(11%)**
(Loss) / Earnings Per Share						
Basic	**(0.02)**	**(0.08)**		**(0.13)**	**0.02**	
Diluted	**(0.02)**	**(0.08)**		**(0.13)**	**0.02**	
Total Assets	**67,064**	**77,765**		**67,064**	**77,765**	
Total Long - Term Liabilities	**6,192**	**2,155**		**6,192**	**2,155**	
Cash Dividend Declared	**NIL**	**NIL**		**NIL**	**NIL**	

*EBIT = Earnings before interest and taxes

**EBITDA = Earning before interest, taxes, depreciation and amortization

See "Supplementary Disclosure Non IFRS Measures" on page 16

RESULTS OF OPERATIONS

THREE MONTHS ENDED SEPTEMBER 30, 2014 COMPARED TO THREE MONTHS ENDED SEPTEMBER 30, 2013

Revenue

The Company recorded revenue of US$10.8M for the 3rd quarter of 2014, as compared to US$4.0M for the 3rd quarter of 2013, representing an increase of 167%. The increase in revenue is primarily attributable to the number of meters drilled increasing from 33,352 meters in 3rd quarter of 2013 to 148,028 in 3rd quarter of 2014. The total meters drilled increased by 344% for 3rd quarter of 2014 compared to 3rd quarter of 2013. The percentage of meters drilled for 3rd quarter of 2014 can be broken down as to 82% RC, 17% Core and 1% air core as compared to 76% RC, 24% Core and Nil air core for 3rd quarter of 2013. The Company still experienced pressure on pricing in the 3rd quarter of 2014 compared to the 3rd quarter of 2013 as a result of competition in the sector. This is evidenced by the fact that revenue increased by 167% whereas meters drilled increased by 344%. In the 3rd quarter of 2014 compared to the 3rd quarter of 2013, the Company's revenue was affected due to lower pricing as a result of competition in the sector for drilling contracts. The increase in revenue in the 3rd quarter of 2014 reflects the increase in meters drilled, offset by lower pricing.

Cost of Sales and Gross Profit

The gross profit for the 3rd quarter of 2014 was US$3.0M, compared to a negative gross profit of US$(0.6)M for 3rd quarter of 2013, being an increase of US$3.6M.

The increase in cost of sales of US$3.1M for the 3rd quarter of 2014 as compared to 3rd quarter of 2013 reflects the following:

- Drill rig expenses and fuel increased by US$2.2M as meters drilled increased by 344%; and
- Employee benefits, external services and contractors expenses increased by US$0.9M due to more workers and more services being required in conjunction with the increase in revenue and the increase in meters drilled.

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

SG&A expenses were US$3.4M for the 3rd quarter of 2014, compared to US$3.3M for the 3rd quarter of 2013, being an increase of US$0.1M.

The increase in SG&A expenses for the 3rd quarter of 2014 as compared to the 3rd quarter of 2013 of US$0.1M reflects the following:

- Employee benefits, external services and contractors expenses increased by US$0.8M due to an increase in workers and more services being required; and
- Bad debt expense decreased by US$0.6M due to less trade receivables needing to be provided for in the period.

Foreign Exchange Loss

The Company realized a foreign exchange loss in the 3rd quarter of 2014 of US$13,000 compared to a foreign exchange loss of US$0.1M in the 3rd quarter of 2013. The foreign exchange loss is the result of fluctuations in the US Dollar against the Australian Dollar, the British Pound, the Euro, the Canadian Dollar, the Ghana Cedi and the Central African Franc.

Loss from Operating Activities

Loss from operating activities (after cost of sales, SG&A expenses and foreign exchange loss) for the 3rd quarter of 2014 was a loss of US$(0.4)M, as compared to a loss of US$(3.9)M in the 3rd quarter of 2013.

Other Income

The Company collected US$0.2M in insurance proceeds in the 3rd quarter of 2014 relating to an insured rig that is being repaired.

EBIT Margin (see “Supplementary Disclosure – Non IFRS Measures” on page 16)

EBIT margin for the 3rd quarter of 2014 was negative (2%) compared to negative (112%) for the 3rd quarter of 2013. See Supplementary Disclosure - "Non IFRS Measures" on page 16.

EBITDA Margin (see “Supplementary Disclosure – Non IFRS Measures” on page 16)

EBITDA margin for the 3rd quarter of 2014 was 19% compared to negative (45%) for the 3rd quarter of 2013. See “Supplementary Disclosure - Non IFRS Measures" on page 16.

Depreciation

Depreciation of property, plant and equipment was US$2.2M (US$2.0M in cost of sales and US$0.2M in SG&A) for the 3rd quarter of 2014 compared to US$2.4M (US$2.0M in cost of sales and US$0.4M in SG&A) for the 3rd quarter of 2013.

Income Tax Expense /Recovery

Income tax expense was US$0.3M for 3rd quarter of 2014 compared to an income tax recovery of US$0.7M for the 3rd quarter of 2013. The income tax expense of US$0.3M is comprised of current taxes of US$0.5M offset by a deferred tax recovery of US$0.2M. The Company’s corporate tax rate in Ghana is 25%. In addition to corporate tax in Ghana, the Company pays withholding tax on revenues in certain countries in which it provides drilling services.

Net Loss

The net loss was US$(0.7)M, for the 3rd quarter of 2014, or US$(0.02) per Ordinary Share (US$(0.02) per Ordinary Share fully diluted), compared to a net loss of US$(3.5)M, for the 3rd quarter of 2013, or US$(0.08) per Ordinary Share (US$(0.08) per Ordinary Share fully diluted).

NINE MONTHS ENDED SEPTEMBER 30, 2014 COMPARED TO NINE MONTHS ENDED SEPTEMBER 30, 2013

Revenue

The Company recorded revenue of US$25.9M for the nine months ended September 30, 2014, as compared to US$33.7M for the nine months ended September 30, 2013, representing a decrease of 23%. The decrease in revenue is primarily attributable to the lower pricing and number of meters drilled decreasing from 351,170 meters in the nine months ended September 30, 2013 to 311,662 in the nine months ended September 30, 2014. The total meters decreased by 11% for the nine months ended September 30, 2014 compared to the nine months ended September 30, 2013. The percentage of meters drilled for the nine months ended September 30, 2014 can be broken down as to 76% RC, 19% Core and 5% air core as compared to 56% RC, 22% Core and 22% air core for the nine months ended September 30, 2013. In the nine months ended September 30, 2014 compared to the nine months ended September 30, 2013, the Company's revenue decreased due to lower pricing as a result of competition in the sector for drilling contracts, and less meters being drilled. The decrease in revenue in the nine months ended September 30, 2014 reflects the industry wide slowdown and pricing pressure in the industry as many of Geodrill's competitors also experienced decreasing revenue during this period.

Cost of Sales and Gross Profit

The gross profit for the nine months ended September 30, 2014 was US$4.4M, as compared to a gross profit of US$13.8M for the nine months ended September 30, 2013, being a decrease of US$9.4M. The decrease in gross profit relates to a decrease in revenue and an increase in cost of sales.

The increase in cost of sales for the nine months ended September 30, 2014 as compared to the nine months ended September 30, 2013 of US$1.6M reflects the following:

- Drill rig expenses and fuel increased by approximately US$2.0M. The reason for the increase relates to increased pricing for drill rig expense and fuel in 2014 and in the nine months ended September 30, 2013, there was a reduction in cost of sales of approximately US$1.1M attributable to the return of inventory from sites to stores as certain jobs came to an end in the nine months ended September 30, 2013 which had the effect of reducing drill rig expenses in 2013; and

- Salaries, external services and contractors expenses decreased by US$0.6M due to fewer workers being required in conjunction with the reduced meters drilled and less services being required.

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

SG&A expenses were US$9.7M for the nine months ended September 30, 2014, compared to US$12.1M for the nine months ended September 30, 2013, or a reduction of approximately US$2.4M.

The decrease in SG&A expense for the nine months ended September 30, 2014 as compared to the nine months ended September 30, 2013 reflects the following:

- Salaries, external services and contractors expenses decreased by US$1.5M due to a reduction in workers and services during the period; and

- Bad debts expense decreased by US$0.7M due to less trade receivables needing to be provided for during the period.

Foreign Exchange Loss / Gain

The Company realized a foreign exchange loss for the nine months ended September 30, 2014 of US$12,000 compared to a foreign exchange gain of US$0.2M in the nine months ended September 30, 2013. The exchange loss or gain is the result of fluctuations in the US Dollar against the Australian Dollar, the British Pound, the Euro, the Canadian Dollar, the Ghana Cedi and the Central African Franc.

(Loss) / Profit from Operating Activities

The Loss from operating activities (after cost of sales, SG&A expenses and foreign exchange loss) for the nine months ended September 30, 2014 was a loss of US$(5.3)M, being (21)% of revenue, as compared to a profit of US$2.0M in the nine months ended September 30, 2013, being 6% of revenue.

Other Income

The Company collected US$0.2M in insurance proceeds for the nine months ended September 30, 2014 relating to an insured rig that is being repaired.

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

EBIT margin for the nine months ended September 30, 2014 was negative (20)% compared to 6% for the nine months ended September 30, 2013. See "Supplementary Disclosure - Non IFRS Measures" on page 16.

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

EBITDA margin for the nine months ended September 30, 2014 was 7% compared to 27% for the nine months ended September 30, 2013. See "Supplementary Disclosure - Non IFRS Measures" on page 16.

Depreciation and Amortization

Depreciation and amortization of property, plant and equipment was US$6.9M (US$6.1M in cost of sales and US$0.8M in SG&A) for the nine months ended September 30, 2014 compared to US$7.2M (US$5.9M in cost of sales and US$1.3M in SG&A) for the nine months ended September 30, 2013.

Income Tax Recovery/Expense

Income tax recovery was US$0.4M for the nine months ended September 30, 2014 compared to an income tax expense of US$0.4M for the nine months ended September 30, 2013. The income tax recovery of US$0.4M is comprised of a deferred tax recovery of US$1.4M offset by current tax expense of US$1.0M. The Company's corporate tax rate in Ghana is 25%. In addition to corporate tax in Ghana, the Company pays withholding tax on revenues in certain countries in which it provides drilling services.

Net Loss

The net loss was US$(5.4)M for the nine months ended September 30, 2014, or US$(0.13) per Ordinary Share (US$(0.13) per Ordinary Share fully diluted), compared to net earnings US$0.7M, for the nine months ended September 30, 2013, or US$0.02 per Ordinary Share (US$0.02 per Ordinary Share fully diluted).

SUMMARY OF QUARTERLY RESULTS

	2014			2013				2012
(in US$ 000's)	Sep 30	Jun 30	Mar 31	Dec 31	Sep 30	Jun 30	Mar 31	Dec 31
Revenue	10,767	9,679	5,445	3,559	4,031	14,590	15,032	12,921
Revenue Increase / (Decrease) %	*11%*	*78%*	*53%*	*(12%)*	*(72%)*	*(3%)*	*16%*	*27%*
Gross Profit / (Loss)	2,976	1,734	(289)	(1,929)	(613)	8,005	6,391	5,808
Gross Margin (%)	*28%*	*18%*	*(5%)*	*(54%)*	*(15%)*	*55%*	*43%*	*45%*
Net (Loss) / Earnings	(690)	(1,520)	(3,155)	(5,649)	(3,512)	2,830	1,423	988
Per Share - Basic	(0.02)	(0.04)	(0.07)	(0.13)	(0.08)	0.07	0.03	0.02
Per Share - Diluted	(0.02)	(0.04)	(0.07)	(0.13)	(0.08)	0.07	0.03	0.02

The Company’s revenue increased on a quarter over quarter basis by US$1.1M for the 3rd quarter ended September 30, 2014 compared to the 2nd quarter ended June 30, 2014. This is the third consecutive quarter in which the Company has been able to increase its revenue. The Company was also able to generate another positive gross profit in the quarter, consistent with the 2nd quarter of 2014 and reversing the trend of the three previous quarters of having a negative gross profit. On a quarter by quarter basis, the Company’s revenue increased by US$6.7M compared to the 3rd quarter ended September 30, 2013. The Company was able to win certain jobs and increase the number of drill rigs operating in the 3rd quarter of 2014. The Company believes that the slowdown in drilling activity and pricing pressure will continue through 2014 and as such the Company continues to actively bid on new jobs and has continued to take steps to control costs, monitor its workforce and is managing its capital expenditures. The Company continues to be affected by the industry wide slowdown in drilling activities as there is pressure on early stage exploration companies as financing from the capital markets continues to be challenging and there is also pressure on producing companies as they continue to need to manage their exploration costs in light of increasing costs on the production side of their business.

The Company’s operations have tended to exhibit a seasonal pattern. The first quarter is affected due to shutdown of exploration activities, often for extended periods over the holiday season (Christmas and New Year). The second quarter is typically affected by the Easter shutdown of exploration activities affecting some of the rigs for up to one week over the Easter holidays. In 2014, Easter occurred in the second quarter whereas, for 2013, the Easter shut-down straddled the first quarter of 2013 and the second quarter of 2013. The wet season occurs (in some geographical areas where the company operates, particularly in Burkina Faso) normally in the third quarter, but in the 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. In the third quarter of 2014 the Company continued to drill through the wet season. The fourth quarter is also affected, due to the shutdown of exploration activities, often for extended periods over the holiday season (Christmas and New Year).

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 collection of revenues, payment of certain capital costs, wage costs and purchases denominated in other currencies.

The Company's revenue is invoiced in US Dollars and local currencies. For local currency invoices, there is a risk that the local currency can devalue between the date of the invoice and the date of receipt of the related payment. The Company’s purchases are in US Dollars, Australian Dollars, Euros, Canadian

Dollars and local currencies. Other local expenses include wages which are paid in the local currency. During the 3rd quarter of 2014, the Company realized a foreign exchange loss of US$13,000 compared to a foreign exchange loss of US$0.1M in the 3rd quarter of 2013 predominately as a result of fluctuations in the US Dollar against foreign and local currencies.

SELECTED INFORMATION FROM CONSOLIDATED STATEMENTS OF CASH FLOWS

(in US$ 000's)	Three months Ended Sep 30 2014	Three months Ended Sep 30 2013	Nine months Ended Sep 30 2014	Nine months Ended Sep 30 2013
Net cash (used in) / generated from operating activities	(411)	625	(1,934)	2,927
Net cash generated from / (used in) investing activities	1	(229)	(531)	(1,393)
Net cash provided from / (used in) financing activities	864	(1,562)	1,219	(4,729)
Effect of movement in exchange rates on cash	69	12	127	(10)
Net increase / (decrease) in cash	523	(1,154)	(1,119)	(3,205)

LIQUIDITY AND CAPITAL RESOURCES

Liquidity

As at September 30, 2014 the Company had cash equal to US$2.1M compared to US$1.6M as at June 30, 2014. As at September 30, 2014 the Company had loans payable of US$7.7M compared to loans payable of US$6.9M as at June 30, 2014. Since the Company has a loans payable amount, the Company continues to monitor its cash and its capital spending in response to the industry wide slowdown for drilling activities and in conjunction with the loans that need to be repaid. As at November 10, 2014, the Company has fully drawn down the US$5.0M credit line.

THIRD QUARTER ENDED SEPTEMBER 30, 2014

Operating Activities

In the 3rd quarter of 2014, the Company used cash in operating activities of US$0.4M, as compared to generating cash from operating activities of US$0.6M in the 3rd quarter of 2013. The Company realized a loss before taxation of US$(0.4)M for the 3rd quarter of 2014 but the impact of changes in non-cash items and changes in working capital items resulted in cash used in operations of US$0.4M.

Investing Activities

In the 3rd quarter of 2014, the Company's investment in property, plant and equipment was US$0.2M; however, the Company also received insurance proceeds of US$0.2M relating to a damaged rig that is being repaired. Plant and equipment additions in the 3rd quarter of 2014 mainly included the costs associated with rebuilding existing drill rigs and related equipment. In the 3rd quarter of 2013 the Company used US$0.2M investing in property, plant and equipment.

Financing Activities

During the 3rd quarter of 2014, the Company generated cash of US$0.9M from financing activities. The Company drew down US$0.6M from the credit line, entered into a new US$2.0M Term Loan and made repayments on loans of US$1.7M. In the 3rd quarter of 2013, the Company used cash of US$1.6M relating to the quarterly principal repayment on loans.

NINE MONTHS ENDED SEPTEMBER 30, 2014

Operating Activities

In the nine months ended September 30, 2014, the Company used cash in operating activities of US$(1.9)M, as compared to generating cash from operating activities of US$2.9M in the nine months ended September 30, 2013. The Company realized a loss before taxation of US$(5.7)M for the nine months ended September 30, 2014 but the impact of changes in non-cash items and the changes in working capital items resulted in cash used in operations of US$(1.9)M.

Investing Activities

In the nine months ended September 30, 2014, the Company's investment in property, plant and equipment was US$0.5M. Plant and equipment expenditures in the nine months ended September 30, 2014 mainly included the costs associated with rebuilding existing drill rigs and related equipment, partially offset by insurance proceeds received of US$0.2M. In the nine months ended September 30, 2014 the Company used US$0.7M investing in property plant and equipment.

Financing Activities

During the nine months ended September 30, 2014, the Company generated cash of US$1.2M relating to proceeds from loans received less the quarterly principal repayments on loans compared to using cash of US$4.7M in the nine months ended September 30, 2013 related to the quarterly principal repayments on loans.

Contractual Obligations

Contractual Obligations in US$	Payments Due by					
	Total	Oct 1 to Dec 31 2014	2015	2016	2017	2018
Operating Leases [1]	617,000	83,000	282,000	132,000	102,000	18,000
Purchase Obligations [2]	850,000	0	850,000	N/A	N/A	N/A
Loans [3]	8,707,000	551,000	7,223,000	933,000	N/A	N/A
Total Contractual Obligations	**10,174,000**	**634,000**	**8,355,000**	**1,065,000**	**102,000**	**18,000**

(1) 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 depending on the average price of two firms of real estate valuators/surveyors or real estate agents. The amount for 2015 represents nine months only as the initial lease term expires on September 30, 2015. In addition, the operating leases includes amounts for other operating sites.
(2) The purchase obligations refer to the purchase of an additional drill rig that is currently on hold, and spare rig parts.
(3) Loans refer to the Zenith Term Loan, the Sandvik Equipment Loans and the Credit Line, including the related interest.

Contractual obligations will be funded in the short-term by cash as at September 30, 2014 of US$2M.

OUTLOOK

The Company continues to believe that there is an industry wide slowdown in drilling activities as there is pressure on early stage exploration companies as financing from the capital markets continues to be challenging and there is also pressure on producing companies as they continue to need to manage their exploration costs in light of increasing costs on the production side of their business. The Company believes that the slowdown in drilling activity will continue through 2014 and, as such, the Company continues to actively bid on new jobs and continues to take steps to control costs, monitor its workforce and is managing its capital expenditures. As at September 30, 2014 the Company had 33 drill rigs that were available for operation, four drill rigs in the workshop and one drill rig on hold with the manufacturer. The Company's drill rig fleet available for operation or planned to be available for operation is noted as follows:

Make - Model	Type	Available for Operation as at Mar 31, 2014 No. of Rigs		Available for Operation as at Jun 30, 2014 No. of Rigs		Available for Operation as at Sep 30, 2014 No. of Rigs		Planned to be available for Operation as at Dec 31, 2014 No. of Rigs	
UDR - 650	Multi-Purpose	2	1x2003 1x1993	1	1x2003	1	1x2003	2	1x2003 1x1993
UDR - KL900	Multi-Purpose	1	1x2003	3	1x2007 1x2003 1x1999	3	1x2007 1x2003 1x1999	3	1x2007 1x2003 1x1999
Sandvik - DE820	Multi-Purpose	3	3x2008	3	3x2008	3	3x2008	5	1x2010 4x2008
Sandvik - DE810	Multi-Purpose	6	6x2012	5	5x2012	6	6x2012	6	6x2012
EDM - 2000	Multi-Purpose	2	2x2011	2	2x2011	2	2x2011	3	3x2011
Austex - X900	Multi-Purpose	5	3x2011 2x 2012	5	3x2011 2x 2012	5	3x2011 2x 2012	5	3x2011 2x 2012
Sandvik - DE710	Core	8	2x2011 5x2010 1x2009	8	2x2011 5x2010 1x2009	8	2x2011 5x2010 1x2009	8	2x2011 5x2010 1x2009
Austex - X300	Aircore	5	2x2011 2x2012 1x2010	5	2x2011 2x2012 1x2010	5	2x2011 2x2012 1x2010	5	2x2011 2x2012 1x2010
Total Drill Rigs Available for Operation		**32**		**32**		**33**		**37**	

	As at Mar 31, 2014		As at Jun 30, 2014		As at Sep 30, 2014		Planned as at Dec 31, 2014	
	No. of Rigs	Type	No. of Rigs	Type	No. of Rigs	Type	No. of Rigs	Type
Available for Operation	19 8 5	Multi-Purpose Core Only Air core	19 8 5	Multi-Purpose Core Only Air core	20 8 5	Multi-Purpose Core Only Air core	24 8 5	Multi-Purpose Core Only Air core
TOTAL AVAILABLE FOR OPERATION	32		32		33		37	
In W/Shop	5	Multi-Purpose	5	Multi-Purpose	4	Multi-Purpose	0	Multi-Purpose
Total in W/Shop	5		5		4		0	
Manufacturing - on hold	1	Multi-Purpose	1	Multi-Purpose	1	Multi-Purpose	1	Multi-Purpose
Total Manufacturing - on hold	1		1		1		1	
TOTAL DRILL RIGS	38		38		38		38	

Split								
Multi-Purpose	25		25		25		25	
Core Only	8		8		8		8	
Air Core	5		5		5		5	
TOTAL	38		38		38		38	

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 operating activities to EBIT and EBITDA

	Three months ended		Nine months ended	
(US$ 000's)	Sep 30, 2014	Sep 30, 2013	Sep 30, 2014	Sep 30, 2013
(Loss) / Profit from Operating Activities	(417)	(3,943)	(5,322)	1,956
Add: Other Income	224	-	224	
Add: Finance Income	1	-	2	2
(Loss) / Earnings Before Interest and Taxes (EBIT)	**(192)**	**(3,943)**	**(5,096)**	**1,958**
Add: Depreciation and Amortization	2,196	2,367	6,859	7,164
Earnings Before Interest, Taxes, Depreciation & Amortization (EBITDA)	**2,004**	**(1,576)**	**1,763**	**9,122**

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 September 30, 2014, 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 September 30, 2014.

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, 2014 and ending on September 30, 2014, 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, 2013 which can be found on the SEDAR website at www.sedar.com, 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 other than the outbreak of the Ebola virus. As a Company operating in West Africa we understand and share the concerns surrounding Ebola that has primarily affected Liberia, Guinea and Sierra Leone. We note that no cases of Ebola have been reported in Ghana, Burkina Faso or Ivory Coast, the main West African counties in which Geodrill operates. We view the safety of our personnel and their families as being of paramount importance. Our workers have been given guidance in relation to the symptoms and transmission risks of the disease and how to prevent infection. We have not had any workers affected at any of our operations and we continue to monitor the situation and provide on going education to our workers. We note that the World Health Organization has recently declared Nigeria and Senegal Ebola-free, which we see as positive news.

FAIR VALUES OF FINANCIAL INSTRUMENTS

The fair values of financial assets and liabilities, together with the carrying amounts shown in the statement of financial position, are as follows:

	Loans and Receivables US$	Other Financial Liabilities US$	Carrying Amount US$	Total Fair Value US$
September 30, 2014				
Financial assets				
Trade and other receivables	10,297,082	-	10,297,082	10,297,082
Cash	2,090,101	-	2,090,101	2,090,101
	12,387,183	-	12,387,183	12,387,183
Financial liabilities				
Trade and other payables	-	6,273,941	6,273,941	6,273,941
Related party payables	-	923,025	923,025	923,025
Loans payable	-	7,734,130	7,734,130	7,734,130
	-	14,931,096	14,931,096	14,931,096
December 31, 2013				
Financial assets				
Trade and other receivables	3,678,383	-	3,678,383	3,678,383
Cash	3,209,080	-	3,209,080	3,209,080
	6,887,463	-	6,887,463	6,887,463
Financial liabilities				
Trade and other payables	-	3,677,897	3,677,897	3,677,897
Related party payables	-	923,025	923,025	923,025
Loans payable	-	6,514,650	6,514,650	6,514,650
	-	11,115,572	11,115,572	11,115,572

RELATED PARTY TRANSACTIONS

Related party	Relationship	Country of Incorporation	Ownership Interest 2014	2013
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%	-
Geo-Forage DRC SARL	Subsidiary	Democratic Republic of Congo	100%	-
Geodrill Limited in Zambia	Registered foreign operating entity	Zambia	100%	-
TransTraders Limited	Related party	Isle of Man	-	-
Harper Family Settlement	Significant indirect shareholder	Isle of Man	-	-

Transactions with related parties

Transactions with companies within the Group have been eliminated on consolidation. TransTraders Limited (“TTL”) is a company which is owned by Clearwater Nominees Limited and Clearwater Registrars Limited which shares are held on behalf of the Harper Family Settlement which also owns 41.2% (December 31, 2013: 41.2%) of the issued share capital of Geodrill Limited. Geodrill Ghana Limited originally entered into an agreement with the Harper Family Settlement to lease the Anwiankwanta property for US$112,000 per annum and the Accra property for US$48,000 per annum. The terms of the five year lease agreement include: (i) the annual rent payable shall be reviewed on an upward only basis every two years based on the average price of two firms of real estate valuators/surveyors or real estate agents; (ii) at the end of the original five year lease term, Geodrill Ghana Limited shall have the option to renew the lease for an additional five year term with similar rent and conditions; and (iii) either party may terminate the lease agreement provided they give the other party 12 months’ notice.

On October 1, 2012 in conjunction with the rent review, Geodrill Ghana Limited agreed to increase the rent for the Anwiankwanta property to US$140,000 per annum and the rent for the Accra property to US$60,000 per annum for a period of two years effective October 1, 2012. The rent for these properties will be reviewed again in the fourth quarter of 2014. The lease expires on September 30, 2015.

Future operating lease commitments related to the properties are:

	September 30, 2014 US$	December 31, 2013 US$
Payable within one year	200,000	200,000
Payable between 1 and 5 years	-	150,000
Total	200,000	350,000

During the three and nine month periods ended September 30, 2014 lease payments amounted to US$50,000 and US$150,000, respectively (September 30, 2013: US$50,000 and US$150,000).

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 Geodrill Limited.

Effective May 10, 2013 Clearwater Fiduciary Services Limited was appointed as the licensed and regulated fiduciary service provider to D.S.I. Services Limited and Geotool Limited. From May 31, 2013, Clearwater Fiduciary Services Limited replaced City Trust as registered agent of Geodrill. One of the directors of Clearwater Fiduciary Services Limited was also a director of Geodrill until May 10, 2014. Fees paid to Clearwater Fiduciary Services Limited for the three and nine month periods ended September 30, 2014 amounted to US$Nil and US$Nil, respectively (2013: US$Nil and US$Nil).

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

	Three month period ended September 30, 2014 US$	Three month period ended September 30, 2013 US$	Nine month period ended September 30, 2014 US$	Nine month period ended September 30, 2013 US$
Short-term benefits	669,671	383,473	1,586,043	1,146,711
Share-based payment arrangements	7,526	73,791	144,140	407,841
	677,197	457,264	1,730,183	1,554,552

Related party balances

The related party payable outstanding as at September 30, 2014 amounted to US$923,025 (December 31, 2013: US$923,025). The related party payable is to TransTraders Limited, is unsecured, interest free and is repayable on demand at the option of the lender.

OFF BALANCE SHEET ARRANGEMNETS

The Company has not entered into any off balance sheet arrangements during the nine months ended September 30, 2014 and 2013.

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, 2013 and can be found on SEDAR at www.sedar.com.

APPLICATION OF NEW AND REVISED INTERNATIONAL FINANCIAL REPORTING STANDARDS

The Company's application of new and revised IFRS are provided in Note 3 to the audited annual consolidated financial statements for the year ended December 31, 2013 and can be found on SEDAR at www.sedar.com. There have been no material effects on the condensed interim consolidated financial statements for the quarter ended September 30, 2014.

The Company has adopted the following new standards, along with any consequential amendments, effective January 1, 2014. These changes were made in accordance with the applicable transitional provisions.

New and revised accounting IFRSs

Amendments to IAS 16, Property, Plant and Equipment, and IAS 38, Intangible Assets: Clarification of Acceptable Methods of Depreciation and Amortization

On May 12, 2014, the IASB issued Amendments to IAS 16, *Property, Plant and Equipment*, and IAS 38, *Intangible Assets*. In issuing the amendments, the IASB has clarified that the use of revenue-based methods to calculate the depreciation of a tangible asset is not appropriate because revenue generated by an activity that includes the use of a tangible asset generally reflects factors other than the consumption of the economic benefits embodied in the asset. The IASB has also clarified that revenue is generally presumed to be an inappropriate basis for measuring the consumption of the economic benefits embodied in an intangible asset.

This presumption for an intangible asset, however, can be rebutted in certain limited circumstances. The standard is to be applied prospectively for fiscal years beginning on or after January 1, 2016 with early application permitted. The amendment to the standard did not have any impact on the Company's condensed consolidated interim financial statements.

Amendments to IFRS 2, Share-based Payments

In the second quarter of 2014, the IASB issued Amendments to IFRS 2, *Share-based Payments*. The amendments change the definitions of "vesting condition" and "market condition" in the standard, and add definitions for "performance condition" and "service condition". They also clarify that any failure to complete a specified service period, even due to the termination of an employee's employment or a voluntary departure, would result in a failure to satisfy a service condition. This would result in the reversal, in the current period, of compensation expense previously recorded reflecting the fact that the employee failed to complete a specified service condition. These amendments are effective for transactions with a grant date on or after July 1, 2014. There is no impact on the company's consolidated financial statements.

Amendments to IFRS 3, Business Combinations (contingent consideration)

In the second quarter of 2014, the IASB issued Amendments to IFRS 3, *Business Combinations*. The amendments clarify the guidance in respect of the initial classification requirements and subsequent measurement of contingent consideration. This will result in the need to measure the contingent consideration at fair value at each reporting date, irrespective of whether it is a financial instrument or a non-financial asset or liability. Changes in fair value will need to be recognized in profit and loss. These amendments are effective for transactions with acquisition dates on or after July 1, 2014. There is no impact on the company's consolidated financial statements.

Accounting Standards issued but not yet effective

IFRS 9, Financial Instruments

IFRS 9, *Financial Instruments* ("IFRS 9") was issued by the IASB on July 24, 2014 and will replace IAS 39, *Financial Instruments: Recognition and Measurement* ("IAS 39"). IFRS 9 uses a single approach to determine whether a financial asset is measured at amortized cost or fair value, replacing multiple rules in IAS 39. The approach in IFRS 9 is based on how an entity manages its financial instruments in the context of its business model and the contractual cash flow characteristics of the financial assets. Two measurement categories continue to exist to account for financial liabilities in IFRS 9; fair value through profit or loss ("FVTPL") and amortized cost. Financial liabilities held-for-trading are measured at FVTPL, and all other financial liabilities are measured at amortized cost unless the fair value option is applied. The treatment of embedded derivatives under the new standard is consistent with IAS 39 and is applied to financial liabilities and non-derivative host contracts not within the scope of this standard. The effective date for this standard is for annual periods beginning on or after January 1, 2018. The company is currently evaluating the impact of IFRS 9 on its consolidated financial statements.

IFRS 15, Revenue from Contracts and Customers

The IASB issued IFRS 15, Revenue from Contracts and Customers "IFRS 15" on May 28, 2014, and will replace IAS 18, *Revenue*, IAS 11, *Construction Contracts*, and related interpretations on revenue. IFRS 15 sets out the requirements for recognizing revenue that apply to all contracts with customers, except for contracts that are within the scope of the Standards on leases, insurance contracts and financial instruments. IFRS 15 uses a control based approach to recognize revenue which is a change from the risk and reward approach under the current standard. Companies can elect to use either a full or modified retrospective approach when adopting this standard and it is effective for annual periods beginning on or after January 1, 2017. The company is currently evaluating the impact of IFRS 15 on its consolidated financial statements.

IAS 32, Financial instruments: presentation

IAS 32, Financial instruments: presentation ("IAS 32") was amended by the IASB in December 2011. The amendment clarifies that an entity has a legally enforceable right to offset financial assets and financial liabilities if that right is not contingent on a future event and it is enforceable both in the normal course of business and in the event of default, insolvency or bankruptcy of the entity and all counterparties. The amendment to IAS 32 is effective for annual periods beginning on or after January 1, 2014. The amendment to the standard did not have any impact on the Company's condensed consolidated interim financial statements.

IAS 36, Impairment of assets

IAS 36, Impairment of assets ("IAS 36") was amended by the IASB in May 2013. The amendments require the disclosure of the recoverable amount of impaired assets when an impairment loss has been recognized or reversed during the period and additional disclosures about the measurement of the recoverable amount of impaired assets when the recoverable amount is based on fair value less costs of disposal, including the discount rate when a present value technique is used to measure the recoverable amount. The amendments to IAS 36 are effective for annual periods beginning on or after January 1, 2014. The amendments to the standard did not have any impact on the Company's condensed consolidated interim financial statements.

IAS 39, Financial instruments: recognition and measurement

IAS 39, Financial instruments*:* recognition and measurement ("IAS 39"), was amended by the IASB in June 2013. The amendments clarify that novation of a hedging derivative to a clearing counterparty as a consequence of laws or regulations or the introduction of laws or regulations does not terminate hedge accounting. The amendments to IAS 39 are effective for annual periods beginning on or after January 1, 2014. The amendments to the standard did not have any impact on the Company's condensed consolidated interim financial statements.

IFRIC 21, Levies

IFRIC 21, Levies ("IFRIC 21") was issued in May 2013 and is an interpretation of IAS 37, Provisions, Contingent Liabilities and Contingent Assets. The interpretation clarifies the obligating event that gives rise to a liability to pay a levy. IFRIC 21 is effective for periods beginning on or after January 1, 2014. IFRIC 21 did not have a significant impact on the Company's condensed consolidated interim financial statements.

CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS

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 is 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 from management. The main areas of estimate relate to the determination of the risk free interest rate, stock price volatility and the forfeiture rate.

c. Inventory provision

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 legislations 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) Judgements

a. Assessment of impairment of property, plant and equipment

The Group tests at each reporting period whether property, plant and equipment have suffered any impairment, in accordance with the accounting policy stated in Note 2 to the audited annual consolidated financial statements for the year ended December 31, 2013. The recoverable amounts of each cash-generating unit have been determined based on value-in-use calculations. These calculations require the use of estimates.

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 judgement in determining the functional currency of the Company and its subsidiaries. Functional currency was determined based on the currency that mainly influences sales prices, labour, 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 www.sedar.com