

GEODRILL LIMITED
MANAGEMENT'S DISCUSSION AND ANALYSIS
FOR THE FIRST QUARTER ENDED MARCH 31, 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 months ended March 31, 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 months ended March 31, 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 May 7, 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 and at Bouake, Cote d’Ivoire 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. 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. The Company has also recently leased a plot of land consisting of a warehouse, workshop and offices in Bamako, Mali.

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 for 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 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 predominately in Ghana, Burkina Faso, Cote d'Ivoire and Mali. For the first quarter of 2018, Ghana accounted for 29% of the Company's revenue and Burkina Faso, Cote d'Ivoire and Mali collectively accounted for 71% of the Company's revenue, compared to 39% for Ghana and 61% for Burkina Faso, Cote d'Ivoire and Mali collectively in the first 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 March 31, 2018, four customers individually contributed 10% or more to the Company's revenue. One customer contributed 29%, two customers contributed 11% each and one customer contributed 10%.

For the three months ended March 31, 2017, four customers individually contributed 10% or more to the Company's revenue. One customer contributed 17%, one customer contributed 12%, one customer contributed 11% and one customer contributed 10%

OUTSTANDING SECURITIES AS OF MAY 7, 2018

The Company is authorized to issue an unlimited number of Ordinary Shares. As of May 7, 2018, the Company has the following securities outstanding:

Number of Ordinary Shares	43,470,400
Number of Options	<u>3,986,600</u>
Fully Diluted	<u>47,457,000</u>

From January 1, 2018 to May 7, 2018, 170,000 options were exercised.

OVERALL PERFORMANCE

Revenue Per Country

Location	Three months ended			
	March 31 2018		March 31 2017	
	US\$ 000's	%	US\$ 000's	%
Ghana	7,074	29%	7,251	39%
Burkina Faso and other	17,178 ⁽¹⁾	71%	11,302 ⁽¹⁾	61%
	24,252	100%	18,553	100%

⁽¹⁾ Included in Burkina Faso and other is Burkina Faso, Cote d'Ivoire and Mali.

Meters Drilled Per Country

Location	Three months ended			
	March 31 2018		March 31 2017	
		%		%
Ghana	95,418	30%	80,907	31%
Burkina Faso and other	227,468 ⁽¹⁾	70%	176,184 ⁽¹⁾	69%
	322,886	100%	257,091	100%

⁽¹⁾ Included in Burkina Faso and other is Burkina Faso, Cote d'Ivoire and Mali.

The Company generated revenue of US\$24.3M in the first quarter of 2018, an increase of US\$5.7M or 31% when compared to US\$18.6M in the first 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 first quarter of 2018 totaled 322,886 which is an increase of 26% when compared to 257,091 meters drilled in the first quarter of 2017.

The gross profit for the first quarter of 2018 was US\$11.4M, being 47% of revenue compared to a gross profit of US\$7.2M, being 39% of revenue for the first quarter of 2017. The gross profit increase is a result of the increase in revenue of US\$5.7M set off against the increase in cost of sales of US\$1.5M. See "Supplementary Disclosure – Non IFRS Measures" on page 14.

EBITDA (as defined herein) for the first quarter of 2018 was US\$5.8M, being 24% of revenue compared to US\$3.1M, being 17% of revenue for the first quarter of 2017. See "Supplementary Disclosure – Non-IFRS Measures" on page 14.

The EBIT (as defined herein) for the first quarter of 2018 was US\$4.3M, compared to EBIT of US\$1.3M, for the first quarter of 2017. See "Supplementary Disclosure - Non - IFRS Measures" on page 14.

The net income for the first quarter of 2018 was US\$1.4M or US\$0.03 per Ordinary Share (US\$0.03 per Ordinary Share fully diluted), compared to US\$0.3M for the first quarter of 2017 or US\$0.01 per Ordinary Share (US\$0.01 per Ordinary Share fully diluted).

SELECTED FINANCIAL INFORMATION

(in US\$ 000s)	Three months Ended		% Change
	2018	2017	2018 vs 2017
Revenue	24,252	18,553	31%
Cost of Sales	12,807	11,337	13%
<i>Cost of Sales (%)</i>	53%	61%	
Gross Profit	11,445	7,216	59%
<i>Gross Profit Margin (%)</i>	47%	39%	
Selling, General and Administrative Expenses	7,000	5,749	22%
<i>Selling, General and Administrative Expenses (%)</i>	29%	31%	
Foreign Exchange Loss	(106)	(168)	
Profit from Operating Activities	4,339	1,299	234%
<i>Profit from Operating Activities (%)</i>	18%	7%	
Finance Income	1	-	
EBIT*	4,340	1,299	234%
<i>EBIT (%)</i>	18%	7%	
Finance Cost	115	123	
<i>Finance Cost (%)</i>	0%	1%	
Profit Before Taxation	4,225	1,176	259%
<i>Profit Before Taxation (%)</i>	17%	6%	
Income Tax Expense	2,856	897	218%
<i>Income Tax Expense (%)</i>	12%	5%	
Net Income	1,369	279	391%
<i>Net Income (%)</i>	6%	2%	
EBITDA **	5,825	3,140	86%
<i>EBITDA (%)</i>	24%	17%	
Meters Drilled	322,886	257,091	26%
Income Per Share			
Basic	0.03	0.01	
Diluted	0.03	0.01	
Total Assets	84,761	75,510	12%
Total Long - Term Liabilities	2,407	1,638	47%
Cash Dividend Declared	NIL	NIL	

*EBIT = Earnings before interest and taxes.

**EBITDA = Earnings before interest, tax, depreciation and amortization.

See "Supplementary Disclosure - Non-IFRS Measures" on page 14.

RESULTS OF OPERATIONS

Revenue

The Company recorded revenue of US\$24.3M for the first quarter of 2018, as compared to US\$18.6M for the first quarter of 2017, representing an increase of 31%. 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 quarter 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 quarter of 2018 the Company invested US\$3.1M in property, plant and equipment. This significant investment of US\$22.6M 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 26% for the first quarter of 2018 compared to the first quarter of 2017, and revenue increased in the first quarter of 2018 versus the first quarter of 2017 as a result of this and the change in mix of meters drilled. The percentage of meters drilled for the first quarter of 2018 can be broken down as to 44% RC, 25% grade control, 18% air core and 13% Core as compared to 50% RC, 25% grade control, 15% Core and 10% air core for the first quarter of 2017.

Cost of Sales and Gross Profit

Cost of Sales were US\$12.8M for the first quarter of 2018, compared to US\$11.3M for the first quarter of 2017, being an increase of US\$1.5M. The gross profit for the first quarter of 2018 was US\$11.4M, compared to a gross profit of US\$7.2M for the first quarter of 2017, being an increase of US\$4.2M. The gross profit percentage for the first quarter of 2018 was 47% compared to 39% for the first quarter of 2017.

The increase in cost of sales for the first quarter of 2018 as compared to the first quarter of 2017 of US\$1.5M reflects the following:

- Drill rig expenses and fuel costs increased by US\$0.2M 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 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 the previous quarter. These costs amounted to approximately US\$1.0M, if these set up costs were incurred in Q1 2018, the gross profit margin in the first quarter of 2018 would have been 43%.
- Wages, employee benefits, external services, contractors and other expenses increased by US\$1.6M due to more workers being employed throughout the Company in conjunction with the increased drilling activity.
- Depreciation expense decreased by US\$0.3M relating to a greater proportion of the Company's drill rigs and plant and equipment being fully depreciated.

Selling, General and Administrative (“SG&A”) Expenses

SG&A expenses were US\$7.0M for the first quarter of 2018, compared to US\$5.7M for the first quarter of 2017, being an increase of US\$1.3M.

The increase in SG&A expenses of US\$1.3M for the first quarter of 2018 as compared to the first quarter of 2017 reflects the following:

- Wages, employee benefits, external services, contractors and other expenses increased by US\$1.7M. 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.
- Provision of doubtful debts decreased by US\$0.5M due to a provision being made in the first quarter of 2017 of US\$0.4M against a specific trade receivable and a recovery being recorded in the first quarter of 2018 of US\$0.1M in relation to the adoption of IFRS 9.

Income from Operating Activities

Income from operating activities (after cost of sales, SG&A expenses and foreign exchange gain or loss) for the first quarter of 2018 was US\$4.3M, as compared to US\$1.3M in the first quarter of 2017.

EBITDA Margin (see “Supplementary Disclosure – Non-IFRS Measures” on page 14)

EBITDA margin for the first quarter of 2018 was 24% compared to 17% for the first quarter of 2017.

EBIT Margin (see “Supplementary Disclosure – Non-IFRS Measures” on page 14)

EBIT margin for the first quarter of 2018 was 18% compared to an EBIT margin of 7% for the first quarter of 2017.

Depreciation

Depreciation of property, plant and equipment was US\$1.5M (US\$1.4M in cost of sales and US\$0.1M in SG&A) for the first quarter of 2018 compared to US\$1.8M (US\$1.7M in cost of sales and US\$0.1M in SG&A) for the first quarter of 2017.

Income Tax Expense

Income tax expense was US\$2.9M for the first quarter of 2018 compared to income tax expense of US\$0.9M for the first quarter of 2017. The income tax expense of US\$2.9M is comprised of current taxes of US\$2.8M and deferred tax of US\$0.1M. The current tax expense of US\$2.8M 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 first quarter of 2018 the Company generated approximately 50% of its revenue in countries in which it pays withholding tax on revenues versus approximately 25% in the first 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 \$1.9M of the current tax expense for the first quarter of 2018. The Company also incurred a withholding tax of \$0.2M on intercompany dividends in the quarter resulting in an overall current tax expense related to withholdings of \$2.1M. The current tax expense relating to tax

on taxable income in the first quarter of 2018 amounted to \$0.7M and the Company recorded a deferred tax expense of \$0.1M relating to tax values been greater then tax losses.

Net income

The net income was US\$1.4M for the first quarter of 2018, or US\$0.03 per Ordinary Share (US\$0.03 per Ordinary Share fully diluted), compared to US\$0.3M for the first quarter of 2017, or US\$0.01 per Ordinary Share (US\$0.01 per Ordinary Share fully diluted).

SUMMARY OF QUARTERLY RESULTS

	2018	2017				2016		
(in US\$ 000s)	Mar 31	Dec 31	Sep 30	Jun 30	Mar 31	Dec 31	Sep 30	Jun 30
Revenue	24,252	20,609	20,832	22,621	18,553	18,774	19,705	19,420
Revenue Increase / (Decrease) %	18%	(1%)	(8%)	22%	(1%)	(5%)	1%	26%
Gross Profit	11,445	7,060	9,722	9,540	7,216	7,018	7,803	7,767
Gross Margin (%)	47%	34%	47%	42%	39%	37%	40%	40%
Net Earnings / (Loss)	1,369	(513)	2,608	2,115	279	1,047	1,902	2,508
Per Share - Basic	0.03	(0.01)	0.06	0.05	0.01	0.03	0.04	0.06
Per Share - Diluted	0.03	(0.01)	0.06	0.05	0.01	0.02	0.04	0.06

The Company's revenue increased on a quarter over quarter basis by US\$3.6M or 18% for the first quarter ended March 31, 2018 compared to the fourth quarter ended December 31, 2017. The Company achieved a revenue milestone in the quarter, generating its highest ever quarterly revenue in the history of the Company of US\$24.3M. The Company has been able to earn revenue averaging approximately US\$22M over the last four quarters and was able to post its fourth consecutive US\$20M+ revenue quarter. The Company was also able to generate gross profit averaging approximately US\$9.4M over the last four quarters. On a quarter to quarter basis, the Company's revenue also increased by US\$5.7M compared to the first quarter ended March 31, 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) 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

(in US\$ 000s)	Three months Ended	
	Mar 31 2018	Mar 31 2017
Net cash generated from / (used in) operating activities	6,335	(1,103)
Net cash used in investing activities	(3,082)	(1,840)
Net cash used in financing activities	(475)	(330)
Effect of movement in exchange rates on cash	59	28
Net increase / (decrease) in cash	2,837	(3,245)

LIQUIDITY AND CAPITAL RESOURCES

As at March 31, 2018, the Company had cash of US\$8.5M and loans payable of US\$4.2M resulting in net cash of US\$4.3M. In addition to net cash of US\$4.3M, the Company still has US\$1M available on the US\$1M Credit Line. 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 May 7, 2018, the Company has not drawn down on the US\$1M Credit Line.

On April 24, 2018 the Group entered into an offer letter for a Medium Term Loan and Revolving Line of Credit with Ecobank Ghana Limited.

The Medium Term Loan in the amount of US\$6.5 million (the "US\$6.5M Medium Term Loan") is for a period of 3 years. Principal is repaid in 12 equal quarterly instalments required to satisfy the principal over the term of the loan commencing three months after the initial disbursement date. Interest is payable monthly in arrears. The US\$6.5M Term Loan bears interest at a rate of 8.5% per annum and is subject to periodic review in line with market conditions. The US\$6.5M Term Loan is secured by certain assets of the Group. The US\$6.5M Term Loan may be repaid prior to maturity by the Group without penalty or other costs other than interest accrued to the date of such repayment. The effective interest rate of the US\$6.5M Term Loan is 9.1%.

The Revolving Line of Credit in the amount of US\$3.5 million (the "US\$3.5M Revolving Line of Credit") is available for a period of one year, repayable interest only monthly and principal amount at maturity, bears interest at a rate of 8.5% per annum on any utilized portion, is subject to periodic review in line with market conditions. The US\$3.5M Revolving Line of Credit may be repaid prior to maturity by the Group without penalty or other costs other than interest accrued to the date of such repayment.

The Group expects to draw down the US\$6.5M Medium Term Loan in the second quarter of 2018 and use part of the proceeds to retire the US\$1.6M outstanding on the US\$5M Term Loan and the US\$2M outstanding on the US\$2M Credit Line.

FIRST QUARTER ENDED MARCH 31, 2018

Operating Activities

In the first quarter of 2018, the Company generated net cash from operating activities of US\$6.3M, as compared to using net cash for operating activities of US\$1.1M in the first quarter of 2017. The Company realized profit before taxation of US\$4.2M for the first quarter of 2018, however, the changes in non-cash items and changes in working capital items increased cash by US\$2.1M, resulting in cash generated from operations of US\$6.3M.

Investing Activities

In the first quarter of 2018, the Company's net investment in property, plant and equipment was US\$3.1M compared to US\$1.8M in the first 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 first quarter of 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

In the first quarter of 2018, the Company used net cash of US\$0.5M relating to financing activities. The Company repaid loans in the amount of US\$0.6M and received US\$0.1M from the exercise of stock options. In the first quarter of 2017, the Company used net cash of US\$0.3M relating to financing activities. The Company used US\$0.4M for repayment of loans and received US\$0.1M from the exercise of stock options.

Contractual Obligations

Contractual Obligations in US\$	Payments Due by			
	Total	2018	2019	2020
Operating Leases ⁽¹⁾	730,000	230,000	300,000	200,000
Loans ⁽²⁾	4,720,000	2,100,000	2,500,000	120,000
Total Contractual Obligations	5,450,000	2,330,000	2,800,000	320,000

(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 based on USA inflation data. In addition, operating leases includes amounts for other operating sites.

(2) Loans refer to the US\$5M Term Loan, the US\$2M Credit Line and the Equipment Loan, including the related interest.

Contractual obligations will be funded in the short-term by cash as at March 31, 2018 of US\$8.5M, cash flow generated from operations, and the US\$1M amount still available on the US\$1M Credit Line.

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 March 31, 2018, the Company had 60 drill rigs, of which 56 drill rigs were available for operation and four drill rigs were in the workshop. The Company has ordered an additional two underground drill rigs that are in transit and being delivered in the second quarter of 2018, resulting in the Company having a total of 62 drill rigs as at May 7, 2018.

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

Make - Model	Type	Available for Operation as at Mar 31, 2018		Planned to be available for Operation as at Jun 30, 2018		Planned to be available for Operation as at Sep 30, 2018		Planned to be available for Operation as at Dec 31, 2018	
		No. of Rigs		No. of Rigs		No. of Rigs		No. of Rigs	
UDR - 650	Multi-Purpose	2	1x2003 1x1993	2	1x2003 1x1993	2	1x2003 1x1993	2	1x2003 1x1993
UDR - KL900	Multi-Purpose	3	1x2003 1x1999 1x2007	3	1x2003 1x1999 1x2007	3	1x2003 1x1999 1x2007	3	1x2003 1x1999 1x2007
Sandvik - DE820	Multi-Purpose	4	3x2008 1x2010	4	3x2008 1x2010	4	3x2008 1x2010	4	3x2008 1x2010
Sandvik - DE810	Multi-Purpose	8	7x2012 1x2010	8	7x2012 1x2010	8	7x2012 1x2010	8	7x2012 1x2010
EDM - 2000	Multi-Purpose	4	3x2011 1x2017	4	3x2011 1x2017	5	1x2010 3x2011 1x2017	5	1x2010 3x2011 1x2017
Austex - X900	Multi-Purpose	9	3x2011 5x2012 1x2016	9	3x2011 5x2012 1x2016	9	3x2011 5x2012 1x2016	9	3x2011 5x2012 1x2016
Sandvik - DE710	Core	10	2x2011 5x2010 1x2009 2x2007	10	2x2011 5x2010 1x2009 2x2007	10	2x2011 5x2010 1x2009 2x2007	10	2x2011 5x2010 1x2009 2x2007
Sandvik - DE740	Core	6	1x2008 2x2009 1x2011 2x2012	8	1x2008 2x2009 3x2011 2x2012	8	1x2008 2x2009 3x2011 2x2012	8	1x2008 2x2009 3x2011 2x2012
Austex - X300	Aircore Grade Control	6	2x2011 2x2012 1x2010 1x2016	6	2x2011 2x2012 1x2010 1x2016	7	2x2011 2x2012 2x2010 1x2016	7	2x2011 2x2012 2x2010 1x2016
Austex - X350	RC Grade Control	1	1x2016	1	1x2016	1	1x2016	1	1x2016
Boart Longyear - LM90	Underground	3	1x2017 2x2018	5	1x2017 4x2018	5	1x2017 4x2018	5	1x2017 4x2018
Total Drill Rigs Available for Operation		56		60		62		62	

	As at Mar 31, 2018		Planned as at Jun 30, 2018		Planned as at Sep 30, 2018		Planned as at Dec 31, 2018	
	No. of Rigs	Type	No. of Rigs	Type	No. of Rigs	Type	No. of Rigs	Type
Available for Operation	30	Multi-Purpose	30	Multi-Purpose	31	Multi-Purpose	31	Multi-Purpose
	16	Core Only	18	Core Only	18	Core Only	18	Core Only
	6	Air core / grade control	6	Air core / grade control	7	Air core / grade control	7	Air core / grade 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				
	1	Grade control	1	Air core / grade 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								
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

(US\$ 000s)	Three months ended	
	Mar 31, 2018	Mar 31, 2017
Income from Operating Activities	4,338	1,299
Add: Finance Income	1	-
Earnings Before Interest and Taxes (EBIT)	4,339	1,299
Add: Depreciation and Amortization	1,486	1,841
Earnings Before Interest, Taxes, Depreciation & Amortization (EBITDA)	5,825	3,140

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 March 31, 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 March 31, 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 ending on March 31, 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 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.

FAIR VALUES OF FINANCIAL INSTRUMENTS

As at March 31, 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 March 31, 2018 and December 31, 2017.

Financial Instruments by Category

	Loans and Receivables US\$	Other Financial Liabilities US\$	Carrying Amount US\$	Total Fair Value US\$
March 31, 2018				
Financial assets				
Trade and other receivables	16,971,116	-	16,971,116	16,971,116
Cash	8,528,568	-	8,528,568	8,528,568
	25,499,684	-	25,499,684	25,499,684
Financial liabilities				
Trade and other payables	-	12,439,867	12,439,867	12,439,867
Related party payables	-	923,025	923,025	923,025
Loans payable	-	4,180,574	4,180,574	4,180,574
	-	17,543,466	17,543,466	17,543,466
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

Related party	Relationship	Country of Incorporation	Ownership Interest	
			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%
Geo-Forage DRC SARL	Subsidiary	Democratic Republic of Congo	100%	100%
Geodrill Limited in Zambia	Registered foreign operating branch	Zambia	100%	100%
Geodrill Cote d'Ivoire SARL	Subsidiary	Cote d'Ivoire	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 40.3% (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.

The Group has paid agency fees to Clearwater Fiduciary Services Limited during the period ended March 31, 2018 of US\$ Nil (Year ended December 31, 2017: US\$ 15,507). One of the directors of Clearwater Fiduciary Services Limited is also a director of Geodrill Limited.

Future operating lease commitments related to the properties are:

	March 31, 2018 US\$	December 31, 2017 US\$
Payable within one year	264,000	264,000
Payable between 1 and 5 years	396,000	462,000
Total	660,000	726,000

During the three month period ended March 31, 2018, lease payments amounted to US\$66,000 (March 31, 2017: US\$66,000).

(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:

	March 31, 2018 US\$	March 31, 2017 US\$
Short-term benefits	611,063	460,708
Share-based payment arrangements	84,854	-
	695,917	460,708

(iii) Related party balances

The related party payable outstanding as at March 31, 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 www.sedar.com.

NEW AND FUTURE ACCOUNTING STANDARDS

a. Adoption of new and amended accounting pronouncements

IFRS 9 – Financial instruments

In the current period the Company has applied IFRS 9. The Company has chosen to apply IFRS 9 to the current period only and has retained its' prior period figures as allowed by the standard. The Company has provided an adjustment to the opening balance of its' retained earnings recognizing the cumulative effect of applying IFRS 9. This has resulted in a charge of US\$217,845 against the opening balance of retained earnings.

IFRS 9 requires the Company to provide a loss allowance for full lifetime expected credit losses for its trade receivables that do not constitute a financing transaction in accordance with IFRS 15. The Company uses a provision matrix to calculate the estimated credit losses based on the aging of its trade receivables; current, 1-30 days past due, 31-60 days past due and +61 past due and by applying defaults rates to each of these balances.

IFRS 15 - Revenue from Contracts with Customers

In the current period the Company has applied IFRS 15. The Company has chosen to apply IFRS 15 to the current period only and has retained its' prior period figures as allowed by the standard. IFRS 15 Appendix B16 includes a practical expedient for recognizing revenue, stating that "if an entity has a right to consideration from a customer in an amount that corresponds directly with the value to the customer of the entity's performance completed to date, the entity may recognize revenue in the amount to which the entity has a right to invoice", as such, there has been no change in the way the Company recognizes revenue.

IFRS 15 uses the terms 'contract asset' and 'contract liability' to describe what might more commonly be known as 'accrued revenue' and 'deferred revenue', however the Standard does not prohibit an entity from using alternative descriptions in the Statement of Financial Position. The Company has adopted the terminology used in IFRS 15 to describe such balances. As at March 31, 2018, the Company had no contract assets or contract liabilities.

b. Accounting pronouncements issued but not yet effective

IFRS 16 – Leases

The Company is currently evaluating the impact of this standard on its consolidated financial statements. The new standard is effective for annual periods beginning on or after January 1, 2019 with early adoption permitted if IFRS 15 has also been applied. The Company does not expect to adopt IFRS 16 early. Management expects to recognize lease liabilities and right-of-use assets in respect of operating leases previously expensed.

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.

The areas which require management to make significant judgments, estimates and assumptions in determining carrying values are described in the Company's audited consolidated financial statements for the years ended December 31, 2017 and 2016.

Additional Information

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