Unaudited Condensed Consolidated Financial Statements of

MATRRIX Energy Technologies Inc.

For the three and six months ended June 30, 2018 and 2017

(Expressed in Canadian Dollars)

Notice of No Auditor Review of Unaudited Condensed Consolidated Interim Financial Statements

Under National Instrument 51-102, Part 4, subsection 4.3(3)(a), if an auditor has not performed a review of the interim financial statements, they must be accompanied by a notice indicating that the financial statements have not been reviewed by an auditor.

The accompanying unaudited condensed consolidated interim financial statements of MATRRIX Energy Technologies Inc. (the "Corporation") have been prepared by and are the responsibility of the Corporation's management. The Corporation's independent auditor has not performed a review of these unaudited condensed consolidated interim financial statements in accordance with standards established by the Chartered Professional Accountants of Canada for a review of interim financial statements by an entity's auditor

MATRRIX Energy Technologies Inc.
Condensed Consolidated Statements of Financial Position

(Stated in thousands of Canadian dollars)	Note	June 30, 2018	December 31, 2017
		$	**$**
ASSETS			
Current Assets:			
Cash and cash equivalents		4,971	15,135
Trade and other receivables	11	2,913	5,752
Inventory	6	152	281
Prepaid expenses and deposits		187	260
		8,223	21,428
Non-current Assets			
Property and equipment	7	34,727	20,636
Goodw ill	8	461	461
Total Assets		43,411	42,525
LIABILITIES			
Current Liabilities:			
Accounts payable and accrued liabilities		1,932	3,511
Non-Current Liabilities			
Convertible Debentures	15	2,368	2,297
Total liabilities		4,300	5,808
SHAREHOLDERS' EQUITY			
Share capital	10	62,025	58,448
Employee benefit reserve	10	3,272	3,150
Equity Component of Convertible Debentures	15	265	265
Foreign currency translation reserve		893	884
Deficit		(27,344)	(26,030)
Total equity		39,111	36,717
Total liabilities and equity		43,411	42,525

Commitments (Note 13)

See accompanying notes to these condensed consolidated financial statements

MATRRIX Energy Technologies Inc.
Condensed Consolidated Statements of Comprehensive Income (Loss)

(Stated in thousands of Canadian dollars except per share amounts)	Note	Three months ended, June 30, 2018	Three months ended, June 30, 2017	Six months ended, June 30, 2018	Six months ended, June 30, 2017
		$	$	$	$
Revenue	3	2,047	1,061	9,522	2,611
Cost of sales:					
Direct operating expenses		1,583	788	6,694	1,734
Depreciation	7	747	602	1,530	1,225
		2,330	1,390	8,224	2,959
Income (loss) from operations		(283)	(329)	1,298	(348)
Expenses					
Administrative		476	282	1,091	579
Salaries and benefits		607	344	1,533	705
Share based payments	10	66	22	147	54
Transaction costs	4	216	-	493	-
Depreciation	7	1	9	2	20
Foreign exchange loss		6	(4)	30	4
		1,372	653	3,296	1,362
Net loss before interest and other income (expense)		(1,655)	(982)	(1,998)	(1,710)
Gain from disposition of property and equipment		313	-	313	-
Gain from equipment lost in hole		-	-	635	30
Interest and other income		9	6	27	13
Interest on convertible debenture		(65)	-	(130)	-
Accretion on debentures		(23)	-	(67)	-
Net loss		(1,421)	(976)	(1,220)	(1,667)
Other comprehensive income					
Items that may be subsequently reclassified to profit or (loss):					
Foreign currency translation adjustment		-	-	9	9
Total comprehensive loss		(1,421)	(976)	(1,211)	(1,658)
Basic loss per common share	5	($0.01)	($0.03)	($0.01)	($0.05)
Diluted loss per common share	5	($0.01)	($0.03)	($0.01)	($0.05)

See accompanying notes to these condensed consolidated financial statements

MATRRIX Energy Technologies Inc.
Condensed Consolidated Statements of Cash Flows

(Stated in thousands of Canadian dollars)	Note	Three months ended, June 30, 2018	Three months ended, June 30, 2017	Six months ended, June 30, 2018	Six months ended, June 30, 2017
		$	$	$	$
Cash flows from the following activities:					
Operating activities					
Net income (loss)		(1,421)	(976)	(1,220)	(1,667)
Adjustments for:					
Share based payments		66	22	147	54
Depreciation	7	748	611	1,532	1,245
Gain on disposition of property and equipment		(313)	-	(313)	-
Gain on equipment lost in hole		-	-	(635)	(30)
Accretion of debentures	15	23	-	67	-
Transaction costs		216	-	493	
Unrealized foreign exchange gain		2	5	3	11
Interest on debentures	15	65	-	130	-
Funds flow from operations		(614)	(338)	204	(387)
Changes in non-cash working capital items:					
Trade and other receivables		3,839	(141)	3,296	(453)
Inventory		(10)	(12)	(6)	(12)
Prepaid expenses and deposits		20	(40)	81	(5)
Accounts payable and accrued liabilities		(941)	166	(1,615)	(53)
Cash flows from operating activities		2,294	(365)	1,960	(910)
Financing activities					
Interest on debentures	15	(65)	-	(130)	-
Stock options exercised		31	30	33	30
Cash flows from financing activities		(34)	30	(97)	30
Investing activities					
Purchase of property and equipment	7	(12,026)	(77)	(12,339)	(77)
Proceeds from the disposition of property and equipment		562	-	562	-
Cash from D2 acquisition (net)	4	-	-	(523)	-
Transaction costs	4	(216)	-	(493)	-
Proceeds from equipment lost in hole		101	-	756	55
Cash flows from investing activities		(11,579)	(77)	(12,037)	(22)
Change in cash and cash equivalents		(9,319)	(412)	(10,174)	(902)
Effect of foreign exchange rate changes on cash		(7)	(2)	10	(1)
Cash and cash equivalents, beginning of period		14,297	3,119	15,135	3,608
Cash and cash equivalents, end of the period		4,971	2,705	4,971	2,705
Supplementary cash flow disclosure information:					
Interest paid during the period		65	-	130	-
Interest received during the period		9	6	27	13

See accompanying notes to these condensed consolidated financial statements

MATRRIX Energy Technologies Inc.
Condensed Consolidated Statements of Changes in Equity

(Stated in thousands of Canadian dollars)

	Share Capital (Note 10) Shares	Share Capital (Note 10) Amount $	Employee Benefit Reserve $	Equity Component of Convertible Debenture $	Foreign Currency Translation Reserve $	Deficit $	Total Equity $
Balance as at January 1, 2017	32,185	29,789	2,258	-	877	(19,155)	13,769
Share based payments expense	-	-	54	-	-	-	54
Stock options exercised	120	30	-	-	-	-	30
Stock Option Value of Exercised Options	-	19	(19)	-	-	-	-
Comprehensive income (loss) for the period	-	-	-	-	9	(1,667)	(1,658)
Balance as at June 30, 2017	32,305	29,838	2,293	-	886	(20,822)	12,195
Balance as at January 1, 2018	123,079	58,448	3,150	265	884	(26,030)	36,717
Share based payments expense	-	-	147	-	-	-	147
Stock options exercised	202	33	-	-	-	-	33
Stock option value of exercised options	-	25	(25)	-	-	-	-
Comprehensive loss for the period	-	-	-	-	9	(1,220)	(1,211)
Common shares issued - D2 Drilling Ltd. acquisition	6,667	3,000	-	-	-	-	3,000
Common shares issued - Red Dog asset purchase	1,573	519	-	-	-	-	519
January 1, 2018 increase in estimated credit loss resulting from the implementation of IFRS 9	-	-	-	-	-	(94)	(94)
Balance as at June 30, 2018	131,521	62,025	3,272	265	893	(27,344)	39,111

See accompanying notes to these condensed consolidated financial statements

1. REPORTING ENTITY

MATRRIX Energy Technologies Inc. (the "Corporation") was incorporated pursuant to the provisions of the Canada Business Corporations Act on January 7, 2011 and maintains its head office at Bow Valley Square IV, 250 – 6th Ave SW 22nd Floor, Calgary, AB, T2P 3H7. The Corporation is a publicly-traded company listed on the TSX Venture Exchange under the symbol "MXX". The Corporation offers oilfield services to the oil and natural gas industry in the Western Canadian Sedimentary Basin ("WCSB").

The consolidated financial statements of the Corporation are comprised of the Corporation and its subsidiary MATRRIX (US) Energy Technologies Inc.

2. BASIS OF PREPARATION

(a) Statement of compliance

These condensed consolidated interim financial statements were prepared in accordance with International Accounting Standard (IAS) 34 Interim Financial Reporting using accounting policies consistent with International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board (IASB) and interpretations by the International Financial Reporting Interpretations Committee (IFRIC). They should be read in conjunction with the annual financial statements for the year ended December 31, 2017. Unless otherwise noted, the Company has consistently applied the same accounting policies throughout all periods presented, as if these policies were always in effect.

These consolidated financial statements have been prepared on the historical cost basis, except as disclosed in the significant accounting policies in Note 3, and are presented in Canadian dollars, which is the Corporation's functional and reporting currency. The Corporation's US subsidiary uses US dollars as its functional currency.

These consolidated financial statements were approved and authorized for issue by the Corporation's Board of Directors on August 15, 2018 and are in compliance with IFRS.

An assessment or comparison of the Corporation's quarterly results, at any given time, requires consideration of crude oil and natural gas commodity prices and the seasonal nature of the oil and gas industry in North America. Commodity prices ultimately drive the level of exploration and development activities carried out by the Corporation's customers and associated demand for the oilfield services provided by MATRRIX. Results are impacted by the gain or loss of key customers. As there are no formal contracts in place, gains or losses of key customers can fluctuate on a quarterly basis. From a seasonality perspective, MATRRIX currently operates all of its directional and horizontal systems and drilling rigs in western Canada; therefore, operations are impacted by weather and seasonal factors. The winter season, which incorporates the first quarter, is generally a higher activity period as oil and gas companies take advantage of frozen ground conditions to move heavy equipment and operate in regions which might otherwise be inaccessible due to ground conditions during warmer periods. The second quarter normally encompasses a slow period in Canada referred to as spring break-up. During this period, melting conditions result in temporary municipal road bans that effectively prohibit the movement of drilling rigs and other heavy equipment. The third and fourth quarters in western Canada are usually representative of average activity levels.

3. SIGNIFICANT ACCOUNTING POLICIES

Depreciation

As a result of recent acquisitions, the company's salvage value for rigs and related equipment is now 10-20%.

Recent pronouncements and application of new and revised International Financial Reporting Standards

Except as noted below, the June 30, 2018 unaudited condensed consolidated financial statements follow the same accounting policies and methods of application as the most recent annual audited financial statements.

Certain new or amended standards or interpretations have been issued by the International Accounting Standards Board ("IASB") or the International Financial Reporting Interpretations Committee ("IFRIC") that are not required to be adopted in the current period. The Corporation has not early adopted these standards or interpretations. The standards which the Corporation anticipates may have a material effect on the consolidated financial statements or note disclosures are described below.

3. SIGNIFICANT ACCOUNTING POLICIES (continued)

Changes in accounting policies:

1) IFRS 9

IFRS 9, "Financial Instruments" replaces existing guidance in IAS 39 Financial Instruments: Recognition and Measurement. IFRS 9 amends its classification and measurement of financial assets and introduces a new expected loss impairment model and new general hedge accounting requirements. This standard is effective for annual periods beginning on or after January 1, 2018, with early adoption permitted. The Corporation has adopted IFRS 9 for the annual period beginning on January 1, 2018. The adjustment to opening deficit as of January 1, 2018 due to the cumulative impact of adopting IFRS 9 was $94. The impact to net earnings for the six months ended June 30, 2018 was $18.

Financial Instruments

The new guidance under IFRS 9 Financial Instruments does not affect the Corporation's classification, measurement and recognition of financial assets and financial liabilities. The Corporation does not have any hedging arrangements. The new impairment model under IFRS 9 requires the recognition of impairment provisions based on expected and incurred credit losses rather than only incurred credit losses. The Corporation applies the simplified approach to providing for expected credit losses prescribed by IFRS 9, which permits the use of the lifetime expected credit loss model to its trade accounts receivable. Lifetime expected credit losses are the result of all possible default events over the expected life of the financial instrument.

Classification

From January 1, 2018, the Corporation classifies its financial assets in the following two measurement categories: (1) those to be measured subsequently at fair value (either through other comprehensive income, or through profit or (loss), and (2) those to be measured at amortized cost. The classification depends on the Corporation's business model for managing the financial assets and the contractual terms of the cash flows. For assets measured at fair value, gains and losses will either be recorded in profit or loss or other comprehensive income. The Corporation reclassifies financial assets when and only when its business model for managing those assets changes.

Measurement

At initial recognition, the Corporation measures a financial asset at its fair value plus transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss. Subsequent measurement of financial assets depends on the Corporation's business model for managing the asset and the cash flow characteristics of the asset.

There are three measurement categories into which the Corporation classifies its financial assets:

- Amortized cost: Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortized cost. Interest income from these financial assets is included in finance income using the effective interest rate method. Any gain or loss arising on derecognition is recognized directly in profit or loss and presented together with foreign exchange gains and losses. Impairment losses are presented as separate line item in profit or loss.
- Fair value through other comprehensive income: Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at fair value through other comprehensive income. Movements in the carrying amount are taken through other comprehensive income, except for the recognition of impairment gains or losses, interest revenue and foreign exchange gains and losses which are recognized in profit or loss. When the financial asset is derecognized, the cumulative gain or loss previously recognized in other comprehensive income is reclassified from equity to profit or loss and recognized in other gains and losses. Interest income from these financial assets is included in finance income using the effective interest rate method. Foreign exchange gains and losses are presented in other gains or losses and impairment expenses are presented as separate line item in profit or loss.
- Fair value through profit or loss: Assets that do not meet the criteria for amortized cost or fair value through other comprehensive income are measured at fair value through profit or less. A gain or loss on a financial asset that is subsequently measured at fair value through profit or loss is recognized in profit or loss and presented net within other gains or losses in the period in which it arises.

(In thousands of Canadian dollars except for per share amounts)

3. SIGNIFICANT ACCOUNTING POLICIES (continued)

2) IFRS 15

IFRS 15, "Revenue from Contracts with Customers", is required to be applied for periods beginning on or after January 1, 2018 and supersedes existing standards and interpretations including IAS 18 and IAS 11 Construction Contracts. The standard is required to be adopted either retrospectively or using a modified transition method, with early adoption permitted. As of January 1, 2018, the Corporation has adopted the modified retrospective approach.

The Corporation recognizes revenue when a performance obligation is satisfied by transferring promised goods or services to a customer and the amount recorded is measured at the fair value of the consideration received. The Corporations standard drilling rig contract includes performance obligations to provide drilling services and rig equipment, which are satisfied over time. Once determined, the transaction price will be allocated to each performance obligation based on stand-alone selling prices. The Corporation recognizes revenue daily, based on agreed upon rates in each contract and on the daily activity of the rig. As such, there will be no unfulfilled performance obligations.

The Corporation's contracts contain both a lease and a service element. IFRS 15 requires revenue from both the service and lease elements related to customer contracts to be presented separately.

The Corporation's revenue streams under IFRS 15 are comprised of the following:

	Three months ended, June 30,		Six months ended, June 30,	
	2018	2017	2018	2017
Horizontal and directional drilling revenue	600	1,061	2,587	2,611
Contract drilling rig services	790	-	3,741	-
Contract drilling rig lease revenue	657	-	3,194	-
Total revenue	2,047	1,061	9,522	2,611

There is no impact on the adoption of the standard on the Corporation's interim condensed consolidated financial statements.

<u>New and revised IFRS that has been issued but is not yet effective:</u>

IFRS 16, "Leases" replaces the previous guidance on leases and sets out the principles for the recognition, measurement, presentation, and disclosure of leases for both parties to a contract. The new standard is effective for annual periods beginning on or after January 1, 2019, and which supersedes IAS 17, Leases; earlier application is allowed, but not before the application of IFRS 15, Revenue from Contracts with Customers. This new pronouncement introduces a single lessee accounting model by eliminating a lessee's classification of leases as either operating leases or finance leases. The Corporation is currently reviewing it lease agreements to determine the impact that the adoption of the standard will have on its consolidated financial statements.

4. BUSINESS COMBINATIONS

On January 19, 2018, the Corporation acquired all the issued and outstanding shares of D2 Drilling Ltd. ("D2"), a private corporation which owned and operated one heavy telescopic double drilling rig in the Weyburn/Estevan area of southeast Saskatchewan and total working capital of $523.

Total consideration for D2 was $3,530, which comprised of $530 cash and 6,667 common shares at $0.45 per share being the Corporation's share price on the closing date of the acquisition.

(In thousands of Canadian dollars except for per share amounts)

4. BUSINESS COMBINATIONS (continued)

Balance at acquisition date	January 19, 2018
Shares issued	$3,000
Cash paid	530
Total consideration	3,530

Assets and liabilities acquired	January 19, 2018
Cash	7
Account receivable	550
Prepaids	9
Property and equipment	3,000
Accounts payable	(36)
Total assets and liabilities acquired	3,530

The Corporation incurred costs related to the acquisition of $277 relating to due diligence, external legal fees and other related transaction costs. These costs have been included as transaction costs in the consolidated statement of comprehensive profit and loss.

Red Dog Drilling Inc.

On May 24, 2018, the Corporation acquired the land based drilling rigs owned by Red Dog Drilling Inc. (“Red Dog”) which included two heavy telescopic double drilling rigs, one cantilever triple drilling rig and one cantilever double drilling rig. Total consideration for the assets of Red Dog was $5,511, which comprised of $4,992 cash and 1,573 common shares at $0.33 per share being the Corporations share price on the closing date of the acquisition. As part of the acquisition the Corporation did not acquire any of Red Dog’s debt or working capital.

Balance at acquisition date	May 24, 2018
Shares issued	$519
Cash paid	4,992
Total consideration	5,511

	May 24, 2018
Total assets acquired	5,511

The Corporation incurred costs related to the acquisition of $216 relating to due diligence, external legal fees and other related transaction costs. These costs have been included as transaction costs in the consolidated statement of comprehensive profit and loss.

5. EARNINGS PER SHARE

Basic and diluted earnings per share have been calculated based on the net income divided by the weighted average number of common shares outstanding for the period ended June 30, 2018 and 2017 based on the following data.

	Three months ended June 30,		Six months ended June 30,	
	2018	2017	2018	2017
Net income (loss)	(1,421)	(976)	(1,220)	(1,667)
Weighted average common shares	130,139	32,185	130,526	32,185
Effect of stock options	-	-	-	-
Diluted balance, end of period	130,139	32,185	130,526	32,185
Basic income (loss) per common share	$ (0.01)	$ (0.03)	$ (0.01)	$ (0.05)
Diluted income (loss) per common share	$ (0.01)	$ (0.03)	$ (0.01)	$ (0.05)

(In thousands of Canadian dollars except for per share amounts)

6. INVENTORY

Inventory is mainly comprised of drilling and other equipment repair parts as well as parts for directional kit builds. For the three and six month periods ended June 30, 2018, consumed repair parts included in direct operating costs amounted to $64 and $173, respectively and $50 and $114 in 2017 respectively. In addition, during the three month period ended June 30, 2018, contract drilling assets totalling $134 were reclassed to property, plant and equipment.

7. PROPERTY AND EQUIPMENT

	Rigs and related equipment	Directional drilling and related equipment	Machinery and other equipment	Office furniture and equipment	Total
Cost					
Balance at January 1, 2017	-	24,851	570	85	25,506
Additions	6,311	287	656	3	7,257
Acquisitions	9,927	-	511	-	10,438
Disposals	-	(1,324)	(32)	-	(1,356)
Balance at December 31, 2017	16,238	23,814	1,705	88	41,845
Additions	7,418	46	13	4	7,481
Acquisitions	8,511	-	-	-	8,511
Disposals	(20)	(501)	(225)	-	(746)
Balance at June 30, 2018	32,147	23,359	1,493	92	57,091
Depreciation					
Balance at January 1, 2017	-	15,444	366	63	15,873
Depreciation for the year	293	2,277	43	25	2,638
Disposals	-	(910)	(22)	-	(932)
Impairment of assets	-	3,630	-	-	3,630
Balance at December 31, 2017	293	20,441	387	88	21,209
Depreciation for the period	850	597	83	2	1,532
Disposals	-	(361)	(16)	-	(377)
Balance at June 30, 2018	1,143	20,677	454	90	22,364
Carrying amounts					
Balance at December 31, 2017	15,945	3,373	1,318	-	20,636
Balance at June 30, 2018	31,004	2,682	1,039	2	34,727

8. GOODWILL

	June 30, 2018	December 31, 2017
Balance - beginning and end of year	461	-
Additions through business aquistion	-	461
Balance - end of period	461	461

Goodwill of $461 relates to the business acquisition of Stampede Drilling Inc. on November 21, 2017.

9. CAPITAL MANAGEMENT

The Corporation's objective when managing capital is to safeguard its ability to continue as a going concern, so that it can provide adequate returns for shareholders. The Board of Directors does not establish quantitative return on capital criteria for management, but rather relies on the expertise of the Corporation's management to sustain future development of the business. The Corporation defines capital as share capital, convertible debentures and working capital which was $70,949 at June 30, 2018 (December 31, 2017: $78,927).

(In thousands of Canadian dollars except for per share amounts)

10. SHARE CAPITAL

Authorized

The authorized share capital of the Corporation consists of an unlimited number of common shares without nominal or par value and an unlimited number of preferred shares, issuable in series, none of which are issued or outstanding as of June 30, 2018.

Authorized and Issued Common Shares

	Number	Amount ($)
Balance as at January 1, 2017	32,185	29,789
Issued shares pursuant to private placement	68,193	21,158
Issued shares pursuant to Stampede Drilling Inc. acqusition	22,581	9,258
Transaction costs	-	(1,806)
Issued shares pursuant to the exercise of stock options	120	30
Stock option value of exercised options	-	19
Balance as at January 1, 2018	123,079	58,448
Issued shares pursuant to D2 Drilling Inc. acqusition	6,667	3,000
Issed shares pursuant to Red Dog Drililng Inc. acquisition	1,573	519
Issued shares pursuant to the exercise of stock options	202	33
Stock option value of exercised options	-	25
Balance as at June 30, 2018	131,521	62,025

On January 19, 2018, the Corporation acquired all of the issued and outstanding common shares of D2 Drilling Inc. and as partial consideration issued 6,667 common shares of the Corporation at a deemed price of $0.45 per share being the Corporation's share price on the closing date of the acquisition.

On May 24, 2018, the Corporation acquired the land based drilling rigs owned by Red Dog and as partial consideration issued 1,573 common shares of the Corporation at a deemed price of $0.33 per share being the Corporation's share price on the closing date of the acquisition.

Employee benefit reserve

Employee benefit reserve is comprised solely of stock based compensation expense and stock option exercises.

Foreign Currency Translation Reserve

Foreign Currency Translation Reserve is the cumulative translation account that comprises all foreign currency differences arising from the translation of the financial statements of foreign operations.

Stock Options

The Corporation has adopted an incentive stock option plan, which provides that the Board of Directors of the Corporation from time to time, at its discretion, and in accordance with the Exchange requirements, grant to directors, officers, employees and consultants to the Corporation, non-transferable options to purchase common shares, provided that the number of common shares reserved for issuance will not exceed 10% of the issued and outstanding common shares.

Such options will be exercisable for a period of up to five period from the date of grant. Vesting terms will be determined at the time of grant by the Board of Directors. The options granted up to June 30, 2017 for directors, officers, employees and consultants have a vesting period of one third a year from the date of grant, another one third two period from the date of grant and the remaining third vesting three period from the date of grant. Once vested, the options can be exercised and have an expiration date a year from the vesting date. The options granted subsequent to December 3, 2017 carry a five year term and are subject to vesting one quarter on each of the first, second, third and fourth anniversaries of the date of the grant or carry a five year term and are subject to vesting as to one quarter on the day of the grant and one quarter on each of the first, second and third anniversaries of the date of the grant.

(In thousands of Canadian dollars except for per share amounts)

10. SHARE CAPITAL (continued)

A summary of the Corporation's outstanding stock options as at June 30, 2018 and December 31, 2017 and the changes for the period ended, is as follows:

Stock Options	Outstanding	Weighted Average Exercise Price
Outstanding at December 31, 2016	2,950	$ 0.40
Options granted to employees and directors	1,546	$ 0.32
Options granted to agents	3,111	$ 0.31
Options exercised	(120)	$ 0.25
Options expired	(739)	$ 0.58
Options forfeited	(149)	$ 0.26
Outstanding at December 31, 2017	6,599	$ 0.29
Options granted to employees and directors	250	$ 0.45
Options exercised	(202)	$ 0.16
Options expired	(303)	$ 0.10
Options forfeited	(290)	$ 0.17
Outstanding at June 30, 2018	6,054	$ 0.30

	Total Outstanding		
Range of Exercise Prices	Number	Weighted Average Exercise Price	Weighted Average Remaining Contractual Life (Years)
Employees and directors			
$0.12 to $0.18	791	$ 0.12	2.38
$0.22 to $0.27	725	$ 0.26	2.63
$0.31 to $0.70 (1)	4,537	$ 0.33	1.45
	6,054	$ 0.30	1.71

(1) Included in this tranche are 3,111 agent options issued at $0.31

	Exercisable		
Range of Exercise Prices	Outstanding	Weighted Average Exercise Price	Weighted Average Remaining Contractual Life (Years)
Employees and directors			
$0.12 to $0.18	504	$ 0.12	2.48
$0.22 to $0.27	397	$ 0.26	1.57
$0.31 to $0.70 (1)	3,552	$ 0.32	0.64
	4,453	$ 0.29	0.93

(1) Included in this tranche are 3,111 agent options issued at $0.31

Share Based Payments

For the three and six month periods ended June 30, 2018, the Corporation recorded share based payment expense of $66 and $147, respectively, and $22 and $54 in 2017 respectively. The following assumptions were used for the Black-Scholes valuation of stock options:

	2018	2017
Risk-free interest rate range	2.02% - 2.11%	1.07% - 1.65%
Expected Term	5.0 years	5.0 years
Annualized volatility	140.70% - 143.69%	134.44% - 162.74%
Dividend rate	0.00%	0.00%
Forfeiture rate	10.00%	10.00%
Average fair value per option granted	$0.35	$0.32

The expected volatility is determined based on weighted average historic prices for the Corporation's common shares.

(In thousands of Canadian dollars except for per share amounts)

11. FINANCIAL INSTRUMENTS

The Corporation's risk exposures and the impact on the Corporation's financial instruments are summarized below:

Credit risk

The adoption of IFRS 9 Financial Instruments requires an entity to estimate its expected credit loss for all trade accounts receivable even when they are not past due based on the expectation that certain receivables will be uncollectible. Based on the Company's assessment, an increase in the allowance for doubtful accounts of was recorded, using the lifetime expected credit loss model. The expected credit loss rates are based on actual credit loss experience since inception for each operating segment. The adjustment to allowance for doubtful accounts on initial application of IFRS 9 is $94.

The loss allowance provision for trade accounts receivable as at June 30, 2018 reconciles to the opening loss allowance provision as follows:

	2018
At January 1, 2018 – calculated under IAS 39	94
Increase in loan loss allowance per IFRS 9	18
As at June 30, 2018	112

Credit risk arises from the potential that one or more counterparties fail to meet their obligations. The Corporation is normally exposed to credit risk through its accounts receivable balances. The Corporation manages credit risk by assessing the credit worthiness of its customers before providing services and on an ongoing basis as well as monitoring the amount and age of balances outstanding. The Corporation views credit risks on its accounts receivable as normal for the industry.

Substantially all of the Corporation's cash and cash equivalents are held by high credit quality financial institutions.

During the six months ended June 30, 2018, MATRRIX had three customers that comprised of 37%, 19% and 12% of total revenue, compared to four customers that comprised 27%, 17%, 15% and 10% of total revenue in 2017. For the accounts receivable balances outstanding at June 30, 2018, MATTRIX had three customers that comprised of 41%, 13% and 11% of the total balance as compared to four customers that comprised 21%, 18%, 17% and 14% of the total balance for the comparative period in 2017.

The Corporation's trade and other receivables aging is as follows:

	June 30, 2018	December 31, 2017
Within 30 days	1,666	3,104
31 to 60 days	886	1,631
61 to 90 days	-	1,017
Over 90 days	473	-
Allowance for doubtful accounts	(112)	-
Accounts receivable	2,913	5,752

Liquidity risk

The Corporation's objective in managing liquidity risk is to ensure that it will have sufficient liquidity to meet liabilities when due by maintaining sufficient cash to settle current liabilities and meet its anticipated 2017 working capital requirements. As at June 30, 2018 the Corporation had current assets balance of $8,223 to settle current liabilities of $1,932.

Market Risk

Market risk is the risk of loss that may arise from changes in market factors such as interest rates, foreign exchange rates, and commodity and equity prices.

(In thousands of Canadian dollars except for per share amounts)

11. FINANCIAL INSTRUMENTS (continued)

a) Interest Rate Risk

The Corporation has no debt and has invested its excess cash in short-term deposits with a fixed rate of interest at its banking institution and therefore is exposed to interest rate risk; however, this is not considered to be significant due to the short time to maturity.

b) Foreign Currency Risk

The Corporation is exposed to foreign currency fluctuations on its financial instruments in relation to its U.S. dollar denominated cash, accounts receivable and accounts payable. The Corporation monitors its foreign currency exposure and attempts to minimize the effect of fluctuations in the U.S. dollar by maintaining appropriate levels of cash and accounts receivable to offset corresponding U.S. dollar denominated accounts payable.

c) Fair Value

The Corporation uses the following hierarchy for determining and disclosing the fair value of financial instruments depending on the observable nature of inputs employed in the measurement:

Level 1: fair value measurements are based on unadjusted quoted prices in active markets for identical assets or liabilities. An active market for an asset or liability is considered to be a market where transactions occur with sufficient frequency and volume to provide pricing information on an ongoing basis.

Level 2: fair value measurements are based on valuation models and techniques where the significant inputs are derived from quoted indices. Level 2 valuations are based on inputs including quoted forward prices, time value, volatility factors and broker quotes that can be observed or corroborated in the market for the entire duration of the derivative instrument.

Level 3: fair value measurements are based on unobservable information or where the observable data does not support a significant portion of the instrument's fair value.

The carrying amount of cash and cash equivalents, trade and other receivables and accounts payable and accrued liabilities approximates their fair value due to their short term nature. At June 30, 2018, the Corporation valued its cash and cash equivalents using Level 1 inputs. The Corporation does not have any Level 2 instruments. The fair value of the convertible debentures liability was recorded based on an estimated fair value interest rate and is considered a Level 3 fair value instrument.

12. OPERATING SEGMENTS

Management evaluates the Corporation's performance on an operationally segmented basis. The composition of the operational segments reported in the consolidated financial statements are consistent with the internal management reporting provided to key management.

The Corporation has identified the following two reportable operational segments: Directional drilling and land based contract drilling.

	For the three months ended June 30, 2018		
	Directional Drilling	Contract Drilling	Total
Revenue	600	1,447	2,047
Net loss	(737)	(684)	(1,421)
Property and equipment, net	2,900	31,826	34,727
Goodw ill	-	461	461

	For the three months ended June, 2017		
	Directional Drilling	Contract Drilling	Total
Revenue	1,061	-	1,061
Net loss	(976)	-	(976)
Property and equipment, net	8,439	-	8,439
Goodw ill	-	-	-

(In thousands of Canadian dollars except for per share amounts)

12. OPERATING SEGMENTS (continued)

	For the six months ended June 30, 2018		
	Directional Drilling	Contract Drilling	Total
Revenue	2,587	6,935	9,522
Net Income (loss)	(1,334)	114	(1,220)

	For the six months ended June, 2017		
	Directional Drilling	Contract Drilling	Total
Revenue	2,611	-	2,611
Net loss	(1,667)	-	(1,667)

There are no material differences in the basis of accounting or the measurement of income, assets and liabilities between the Corporation and reported segment information, except that certain inter-company liabilities and equity are offset with the assets of the land based contract drilling segment.

13. COMMITMENTS

The following table reflects the Corporations commitments as of June 30, 2018:

(000's CAD $)	2018	2019	2020	2021	2022
Operating Leases	197	369	291	198	99
Trade and other payables	1,932	-	-	-	-
Total	2,129	369	291	198	99

As of June 30, 2018, the Corporation has committed $2,075 related to rig upgrades.

14. LOANS & BORROWINGS

On October 27, 2017, the Corporation entered into an amended and restated commitment letter with its lender increasing its revolving operating loan facility by $1,000 to $3,000 and added short term non-revolving acquisition loan facility in the amount of $2,500. The operating facility bears interest at the bank's prime rate plus 1.0% with interest payable monthly, subject to certain financial ratio covenants and limited to 75% of a defined accounts receivable balance. The credit facility is secured by a general security agreement providing a first security interest over all present and after acquired personal property and specifically registered against any applicable serial-numbered equipment.

In Q4 2017, the Corporation paid off the entire $2,500 short term non-revolving acquisition loan facility. As of June 30, 2018, the Corporation had not drawn on the operating loan facility.

At June 30, 2018, the following financial covenants were in place:

1. **Debt Service Coverage:** for the fiscal quarter ended December 31, 2018 and annually thereafter, the Borrower shall not permit the Debt Service Coverage to be less than 1.25:1.

2. **Current Ratio:** for the fiscal quarter ended March 31, 2018 and to be tested quarterly thereafter, the Borrower shall not permit the Current Ratio to be less than 1.25:1.

The Current ratio as at June 30, 2018 was 4.26:1. The Corporation was in compliance with all covenants at June 30, 2018.

(In thousands of Canadian dollars except for per share amounts)

15. CONVERTIBLE DEBENTURES

	Number of convertible debentures	Liability component ($,000)	Equity component ($,000)
Balance at December 31, 2016	-	-	-
Issuance of convertible debentures	2,612	2,341	271
Issue costs	-	(47)	(6)
Accretion of discount	-	3	-
Balance at December 31, 2017	2,612	2,297	265
Accretion of discount	-	71	-
Balance at June 30, 2018	2,612	2,368	265

For the year ended December 31, 2017, the Corporation closed two private placement tranches of unsecured, subordinated convertible debentures of the Corporation. An aggregate principal amount of $2,305 was issued under the first tranche on October 18, 2017 and $307 of Debentures was issued under the Final Tranche on October 27, 2017, bringing the total principal amount of Debentures issued under the Offering to $2,612. The Corporation incurred $53 of transaction costs related to the convertible debenture raise for total net proceeds of $2,559. Certain Executives, Board members and employees of the Corporation participated in the Offering and purchased Debentures having an aggregate Principal Amount of $950, or approximately 36.4% of the Offering.

The Debentures mature on October 31, 2020 and bear interest at a rate of 10% per annum to be paid semi-annually, in arrears on December 31 and June 30 of each year. They are convertible into common shares in the capital of the Corporation at a price of $0.49 per Common Share based on a conversion premium of approximately 25% to the last trade on the TSX Venture Exchange ("TSXV") on October 6, 2017.

The principal amount of the Debentures are convertible at the option of the holder at any time prior to the close of business on the earlier of (i) the business day immediately preceding the Maturity Date or, (ii) if called for redemption, on the business day immediately preceding the date fixed for redemption, or (iii) if called for repurchase pursuant to a transaction resulting in any person or persons acquiring voting control or direction over at least 50% of the aggregate voting rights attached to the Common Shares then outstanding, on the business day immediately preceding the payment date.

The liability component of the Debentures was recognized initially at the fair value of a similar liability that does not have an equity conversion option, which was calculated based on a market interest rate of 14.5%. The difference between the principal amount of the Debentures and the fair value of the liability component was recognized in shareholders' equity, net of deferred income taxes.

The Debentures may not be redeemed by the Corporation prior to October 31, 2018. On and after October 31, 2018 and prior to October 31, 2019, the Debentures may be redeemed by the Corporation, in whole or in part from time to time, on not more than 60 days and not less than 40 days prior notice at a redemption price equal to their Principal Amount plus accrued and unpaid interest, if any, up to but excluding the date set for redemption, provided that the weighted average trading price of the Common Shares on the TSXV, for the 30 consecutive trading days ending five trading days prior to the date on which notice of redemption is provided is at least 125% of the conversion price. On and after October 31, 2019 and prior to the Maturity Date, the Debentures may be redeemed by the Corporation, from time to time, on not more than 60 days and not less than 40 days prior notice of redemption at a redemption price equal to the Principal Amount plus accrued and unpaid interest, if any, up to but excluding the date set for redemption.