

MAJOR DRILLING GROUP INTERNATIONAL INC.

MATERIAL CHANGE REPORT

**under Section 75(2) of
the Securities Act (Ontario)**
and the corresponding provisions of the
securities legislation of the Provinces of Canada

1. **Reporting Issuer**

The name and address of the reporting issuer is Major Drilling Group International Inc. (the "Company"), 111 St. George Street, Suite 200, Moncton, New Brunswick, E1C 1T7.

2. **Date of Material Change**

The material change occurred on May 3, 2000.

3. **Press Release**

The press release reporting the material change was issued on May 3, 2000 through Canada Newswire.

4. **Summary of Material Change**

On May 3, 2000 The Toronto Stock Exchange (the "TSE") accepted the Company's Notice of Intention to Make an Ordinary Course Issuer Bid. The material change is summarized in the accompanying press release.

5. **Full Description of Material Change**

Under the ordinary course issuer bid, the Company will acquire up to 700,000 of its common shares through the facilities of the TSE and in accordance with the TSE's Policy Statement on Course Issuer Bids (the "TSE Policy"). The purchase price for any common shares purchased under the bid will be the market price for the shares on the date of purchase. The bid will terminate on or before May 4, 2001. The TSE Policy prohibits the Company from purchasing more than 2% of its outstanding shares in any 30 day period.

6. **Reliance on Section 74(3) of the Act**

Not applicable.

7. **Omitted Information**

Not applicable.

8. **Senior Officers**

Further information can be obtained from the Chief Financial Officer of the Company. Please see the accompanying press release.

9. **Statement of Senior Officer**

The foregoing accurately discloses the material change referred to herein.

SIGNED May 4, 2000 at Moncton, New Brunswick.

(Signed) James A. Gibson
Secretary and General Counsel
Major Drilling Group International
Inc.

MAJOR DRILLING ANNOUNCES APPROVAL OF NORMAL COURSE ISSUER BID

TSE SYMBOL: MDI
May 3, 2000

Moncton, N.B. -- Major Drilling Group International Inc. ("Major" or the "Company") announces that the Toronto Stock Exchange has now accepted notice of the Company's proposed normal course issuer bid, previously described in a Company press release dated May 2, 2000, by which the Company intends to purchase up to 700,000 of its Common Shares. This amounts to 9.75% of the "public float" of the company. The public float, as such term is defined by the Toronto Stock Exchange, currently amounts to 7,175,308 of the 11,040,073 Common Shares outstanding.

The company will be permitted to commence purchases on May 5, 2000. Shares purchased pursuant to the bid will be cancelled by the Company.

Based in Moncton, New Brunswick, Major Drilling Group International Inc. is one of the world's largest metals and minerals contract drilling service companies. To support its customers' mining operations and mineral exploration activities, Major Drilling maintains operations in Canada, the United States, Europe, Central and South America, and in Australia, Indonesia, Turkey, Ghana and Tanzania.

Some of the statements contained in this release may be forward-looking statements, such as estimates and statements that describe the Company's future plans, objectives or goals, including words to the effect that the Company or management expects a stated condition or result to occur. Since forward-looking statements address future events and conditions, by their very nature, they involve inherent risks and uncertainties. Actual results in each case could differ from those currently anticipated in such statements by reason of factors such as, but not limited to, changes in general economic and market conditions.

For further information, please contact Michael Pavey, Chief Financial Officer, Major Drilling Group International Inc., 111 St. George Street, Moncton, New Brunswick, E1C 1T7, Tel: (506) 857-8636, Fax: (506) 857-9211.