FORACO INTERNATIONAL

Consolidated Financial Statements

Year ended December 31, 2019

TABLE OF CONTENTS

CONSOLIDATED BALANCE SHEET — ASSETS

In thousands of US$

	Note	2019	2018	2017
ASSETS				
Non-current assets				
Property and equipment	(6)	35,197	31,821	38,054
Goodwill	(7)	75,936	78,229	89,169
Deferred income tax assets	(16)	27,677	28,477	31,781
Other non-current assets	(8)	1,147	1,068	1,174
		139,957	**139,595**	**160,178**
Current assets				
Inventories, net	(9)	32,873	32,932	33,820
Trade receivables, net	(10)	31,189	31,853	22,075
Other current receivables	(11)	10,270	11,547	13,412
Cash and cash equivalents	(12)	16,053	11,088	14,575
		90,385	**87,420**	**83,882**
Total assets		**230,342**	**227,015**	**244,060**

CONSOLIDATED BALANCE SHEET — EQUITY & LIABILITIES

In thousands of US$	Note	2019	2018	2017
EQUITY				
Capital and reserves attributable to the Company's equity holders				
Share capital	(13)	1,772	1,772	1,772
Share premium and retained earnings	(13)	151,559	150,474	160,980
Other reserves	(13)	(122,335)	(114,478)	(97,902)
		30,996	**37,768**	**64,850**
Non-controlling interests		5,682	3,026	4,297
Total equity		**36,678**	**40,794**	**69,147**
LIABILITIES				
Non-current liabilities				
Borrowings – Non-current portion of long term debt	(14)	133,961	131,863	128,451
Lease obligations – Non current portion	(14)	2,910	-	-
Deferred income tax liabilities	(16)	3,457	2,870	2,108
Provisions for other liabilities and charges	(17)	405	388	382
		140,733	**135,121**	**130,941**
Current liabilities				
Trade payables	(19)	20,301	22,361	17,695
Other payables		19,012	17,095	14,933
Current income tax liabilities		1,084	1,540	600
Borrowings –Current portion of long term debt	(14)	2,817	2,740	3,078
Borrowings –Current portion of drawn credit lines	(14)	8,149	6,900	5,735
Lease obligations – Current portion	(14)	1,241	-	-
Provisions for other liabilities and charges	(17)	328	465	1,932
Total current liabilities		**52,932**	**51,101**	**43,972**
Total equity and liabilities		**230,342**	**227,015**	**244,060**

CONSOLIDATED INCOME STATEMENT – BY FUNCTION OF EXPENSE

In thousands of US$

	Note	2019	2018	2017
Revenue	(5)	205,444	180,046	135,737
Cost of sales	(20)	(173,344)	(158,161)	(121,605)
Gross profit		**32,100**	**21,885**	**14,132**
Selling, general and administrative expenses	(20)	(21,149)	(20,771)	(20,407)
Other operating income / (expense), net	(21)	-	-	(465)
Operating profit / (loss)		**10,951**	**1,114**	**(6,740)**
Finance income	(23)	101	74	78
Finance expense	(23)	(8,555)	(8,965)	(6,236)
Profit / (loss) before income tax		**2,497**	**(7,777)**	**(12,898)**
Income tax profit / (expense)	(24)	135	(2,853)	1,612
Profit / (loss) for the year		**2,632**	**(10,630)**	**(11,286)**
Attributable to:				
Equity holders of the Company	(25)	1,085	(10,616)	(10,740)
Non-controlling interests		1,547	(14)	(546)
		2,632	**(10,630)**	**(11,286)**
Earnings per share for profit / (loss) attributable to the equity holders of the Company during the year (expressed in US cents per share)				
— basic	(25)	1.21	(11,83)	(11,98)
— diluted	(25)	1.18	(11,83)	(11,98)

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

In thousands of US$	Attributable to Equity Holders of the Company				Non-controlling Interests	Total Equity
	Share Capital	Share Premium and Retained Earnings	Other Reserves (see Note 13)	Total		
Balance at January 1, 2017	**1,772**	**171,661**	**(87,248)**	**86,185**	**5,253**	**91,438**
Profit / (loss) for the year	—	(10,740)	—	(10,740)	(546)	(11,286)
Other comprehensive income for the year	—	—	(10,688)	(10,688)	106	(10,582)
Employee share-based compensation (Note 22)	—	—	130	130	—	130
Treasury shares-purchased	—	—	(37)	(37)	—	(37)
Exercise of share-based compensation (Note 13)	—	59	(59)	—	—	—
Dividends declared relating to 2016	—	—	—	—	(516)	(516)
Balance at December 31, 2017	**1,772**	**160,980**	**(97,902)**	**64,850**	**4,297**	**69,147**
Balance at January 1, 2018	**1,772**	**160,980**	**(97,902)**	**64,850**	**4,297**	**69,147**
Profit / (loss) for the year	—	(10,616)	—	(10,616)	(14)	(10,630)
Other comprehensive income for the year	—	—	(16,570)	(16,570)	(770)	(17,340)
Employee share-based compensation (Note 22)	—	—	181	181	—	181
Treasury shares-purchased	—	—	(77)	(77)	—	(77)
Exercise of share-based compensation (Note 13)	—	110	(110)	—	—	—
Dividends declared relating to 2017	—	—	—	—	(487)	(487)
Balance at December 31, 2018	**1,772**	**150,474**	**(114,478)**	**37,768**	**3,026**	**40,794**
Balance at January 1, 2019	**1,772**	**150,474**	**(114,478)**	**37,768**	**3,026**	**40,794**
Profit / (loss) for the year	—	1,085	—	1,085	1,547	2,632
Other comprehensive income for the year	—	—	(8,017)	(8,017)	964	(7,053)
Increased Capital	—	—	—	—	1,192	1,192
Employee share-based compensation (Note 22)	—	—	180	180	—	180
Treasury shares-purchased	—	—	(19)	(19)	—	(19)
Dividends declared relating to 2018	—	—	—	—	(1,046)	(1,046)
Balance at December 31, 2019	**1,772**	**151,558**	**(122,335)**	**30,996**	**5,682**	**36,679**

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

In thousands of US$	**2019**	**2018**	**2017**
Profit/ (loss) for the year	**2,632**	**(10,630)**	**(11,286)**
Items that may be recycled subsequently to income statement:			
Currency translation differences	(7,054)	(17,340)	(10,582)
Total comprehensive (loss) / income for the year	**(4,422)**	**(27,970)**	**(21,868)**
Attributable to:			
Equity holders of the Company	(6,932)	(27,186)	(21,428)
Non-controlling interests..	2,511	(784)	(440)

CONSOLIDATED STATEMENT OF CASH FLOW

In thousands of US$

	Note	2019	2018	2017
Cash flows from operating activities				
Profit / (loss) for the year		**2,632**	**(10,630)**	**(11,286)**
Adjustments for:				
Depreciation, amortization and impairment	(20)	18,119	16,787	18,717
Changes in non-current portion of provisions and other liabilities		-	112	(13)
(Gain) Loss on sale and disposal of assets		-	-	(74)
Non-cash share-based compensation expenses	(22)	180	181	130
Income tax expense / (profit)	(24)	(135)	2,853	(1,612)
Finance income and expenses, net	(23)	8,455	8,891	6,158
Cash generated from operations before changes in operating assets and liabilities		**29,251**	**18,194**	**12,020**
Changes in operating assets and liabilities:				
Inventories		55	(1,962)	(1,152)
Trade accounts receivable and other receivable		2,071	(9,317)	(2,787)
Trade accounts payable and other payable		(2,763)	4,433	3,943
Cash generated from operations		**28,614**	**11,348**	**12,024**
Interest received/(paid)		(3,364)	(3,374)	(3,485)
Income tax paid		(4,696)	(2,404)	(249)
Net cash flow from operating activities		**20,554**	**5,570**	**8,290**
Cash flows from investing activities				
Purchase of Property and equipment and intangible assets (*)	(6)	(12,533)	(12,743)	(9,546)
Net cash used in investing activities		**(12,533)**	**(12,743)**	**(9,546)**
Cash flows from financing activities				
Acquisition of treasury shares	(13)	(19)	(77)	(37)
Settlement of dispute		-	-	-
Repayment of borrowings	(14)	(2,629)	(2,503)	(4,452)
Proceeds from issuance of borrowings, net of issuance costs	(14)	938	518	538
Net increase/(decrease) in bank overdrafts and short-term loans	(14)	1,394	1,423	(2,631)
Proceeds from issuance of bonds, net of issuance costs	(14)	-	5,863	16,306
Dividends paid to Company's shareholders	(26)	-	-	-
Dividends paid to non-controlling interests		(1,046)	(487)	(516)
Net cash generated by / (used in) financing activities		**(2,226)**	**4,737**	**9,208**
Exchange differences in cash and cash equivalents		(830)	(1,051)	419
Net increase/ (decrease) in cash and cash equivalents		**4,965**	**(3,487)**	**8,371**
Cash and cash equivalents at beginning of the year	(12)	11,088	14,575	6,204
Cash and cash equivalents at the end of the year	(12)	**16,053**	**11,088**	**14,575**
(*) Excluding purchases financed through finance leases		—	—	—

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

1. GENERAL INFORMATION

Foraco International SA (the Company) and its subsidiaries (together, the Group or Foraco Group) trade mainly in the mining, geological and hydraulic drilling sectors.

The principal sources of revenue consist of drilling contracts for companies primarily involved in mining and water exploration. The Group has operations in Europe, Middle East and Africa, North America, South America and Asia Pacific.

The Company is a "société anonyme" incorporated in France. The address of its registered office is 26, Plage de l'Estaque, 13016 Marseille, France.

These consolidated financial statements were authorized for issue by the Board of Directors on March 30, 2020.

The Company is listed on the Toronto Stock Exchange (TSX) under the symbol "FAR".

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The principal accounting policies applied in the preparation of these consolidated financial statements are set out below. These policies have been consistently applied to all periods presented, unless otherwise stated.

2.1 Basis of Preparation

The consolidated financial statements of Foraco Group have been prepared in accordance with International Financial Reporting Standards (IFRS).

The consolidated financial statements have been prepared under the historical cost convention except for certain financial assets recognized at fair value through profit and loss.

The preparation of financial statements in conformity with IFRS requires the use of certain critical accounting estimates. It also requires management to exercise its judgment in the process of applying the Group's accounting policies. The areas involving a higher degree of judgment or complexity, or areas where assumptions and estimates are significant to the consolidated financial statements are disclosed in Note 4.

Except otherwise stated, all amounts are presented in thousands of US$.

The Group is a drilling service provider and as such IFRS 6, 'Exploration for and evaluation of mineral resources' is not applicable to its operations.

Standards, amendments and interpretations to existing standards that were adopted by the Company during the year with no material impact on the consolidated financial statements

- IFRS 16, Lease - (January 1, 2019)
- IFRIS 23 – Uncertainty over income tax treatments (January 1, 2019)
- Annual improvement 2018-2020; amendments to IFRS 1 and IFRS 9

Standards, amendments and interpretations to existing standards that are not yet mandatory effective and have not been early adopted by the Company

The following standards and amendments to existing standards have been published and are mandatory for the Group's accounting periods beginning on or after January 1, 2019, but have not been early adopted by the Group:

- Amendment to IFRS 9
- Amendments to IFRS 3

The application of the other standards and amendments is not expected to have a material impact on the consolidated financial statements.

2.2 Consolidation

(a) Subsidiaries

Subsidiaries are entities controlled by the Company. The Company controls an entity when it is exposed to, or has the right to variable returns from its involvement with the entity. It also has the ability to affect those returns through its involvement with the entity and through its power over the entity. In addition the Group assesses existence of control where it does not have more than 50% of the voting power but is able to govern the financial and operating policies. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are de-consolidated from the date that control ceases.

The Group applies the acquisition method to account for business acquisitions. The consideration transferred for the acquisition of a subsidiary is the fair value of the assets transferred, the liabilities incurred by the former owners of the acquiree and the equity interests issued. The consideration transferred includes the fair value of any asset or liability resulting from a contingent consideration arrangement.

Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date. The Group recognizes any non-controlling interest in the acquiree on a case by case basis, either at fair value or at the non-controlling interest's proportionate share of the recognized amounts of the acquiree's identifiable net assets.

Acquisition-related costs are expensed as incurred.

If the business combination is achieved in stages, the acquisition date fair value of the acquirer's previously held equity interest in the acquiree is re-measured to fair value at the acquisition date through profit and loss.

Any contingent consideration to be transferred by the Group is recognized at fair value at the acquisition date. Subsequent changes to the fair value of the contingent consideration that is deemed to be an asset or liability is recognized either in profit or loss or as a change to other comprehensive income. Contingent consideration that is classified as equity is not re-measured, and its subsequent settlement is accounted for within equity.

Goodwill is initially measured as the excess of the aggregate of the consideration transferred and the fair value of non-controlling interest over the net identifiable assets acquired and liabilities assumed (Note 7).

Inter-company transactions, balances, income and expenses on transactions between group companies are eliminated. Profits and losses resulting from inter-company transactions that are recognized in assets are also eliminated. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the Group.

A cash generating unit "CGU" is the smallest identifiable group of assets that generates cash inflows that are largely independent of the cash inflows from other assets or groups of assets.

(b) Transactions with non-controlling interests

The effects of all transactions with non-controlling interests have to be recorded in equity if there is no change in control and these transactions no longer result in goodwill or gains and losses. The standard also specifies the accounting when control is lost. Any remaining interest in the entity is re-measured to fair value, and a gain or loss is recognised in profit or loss.

2.3 Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker. The chief operating decision-maker, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the management (Chief Executive Officer and vice Chief Executive Officer).

The Group reports its financial performance based on its business segments. Segment reporting disclosures are provided in Note 5.

2.4 Foreign Currency translation

(a) Functional and Presentation Currency

Items included in the consolidated financial statements of each of the Group's entities are measured using the currency of the primary economic environment in which the entity operates ("the functional currency"). In accordance with IAS 21.38, the Group has elected to report its consolidated financial statements using the US Dollar as its presentation currency.

(b) Transactions and Balances

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions' valuation where items are re-measured. The exchange rates prevailing at the dates of the transactions are approximated by a single rate per currency for each month (unless these rates are not reasonable approximations of the cumulative effect of the rates prevailing on the transaction dates). Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognized in the income statement except when deferred in other comprehensive income as qualifying net investment hedges.

Foreign exchange gains and losses that relate to borrowings and cash and cash equivalents are presented in the income statement within finance income or expense. All other foreign exchange gains and losses are presented in the income statement within 'other operating income / (expense), net.

(c) Group Companies

The results and financial position of all the Group entities that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

(i) assets and liabilities for each balance sheet presented are translated at the closing rate at the date of that balance sheet;

(ii) income and expenses for each statement of income are translated at a monthly average exchange rate (unless this rate is not a reasonable approximation of the cumulative effect of the rates prevailing on the transaction dates, in which case income and expenses are translated at the dates of the transactions); and

(iii) all resulting exchange differences are recognized in other comprehensive income and as a separate component of equity within "Other reserves".

On consolidation, exchange differences arising from the translation of the net investment in foreign operations, and of borrowings and other currency instruments designated as hedges of such investments, are recorded in shareholders' other comprehensive income. When a foreign operation is partially disposed of or sold, exchange differences that were recorded in other comprehensive income are recognized in the income statement as part of the gain or loss on the sale.

Goodwill and fair value adjustments arising on the acquisition of a foreign entity are treated as assets and liabilities of the foreign entity and are translated at the closing rate.

2.5 Property and Equipment

Property and equipment are stated at historical cost less depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. Major refurbishment work and improvements are capitalized with the carrying amount of the replaced part derecognized. All other repairs and maintenance are charged to the income statement during the financial period in which they are incurred. Borrowing costs are capitalized as part of the cost of property and equipment. There was no significant borrowing cost capitalized over the periods presented.

Depreciation of property and equipment is calculated using the straight-line method to allocate their cost to their residual values over their estimated useful life (Note 6).

The useful lives are as follows:

Buildings	10 years
Drills	3 to 10 years
Other drilling equipment	1 to 5 years
Automotive equipment	3 to 5 years
Office equipment and furniture	2 to 5 years

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at each reporting period.

When the Group leases assets under the terms of a long-term contract or other agreements that substantially transfer all of the risks and rewards of ownership to the Group, the value of the leased property is capitalized and depreciated (as described above) and the corresponding obligation is recorded as a liability within borrowings.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount (see Note 2.7).

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised within 'Other operating income / (expense), net in the income statement.

2.6 Intangible Assets

Goodwill

The excess of the consideration transferred, the amount of any non-controlling interest in the acquiree and the acquisition-date fair value of any previous equity interest in the acquiree over the fair value of the Group's share of the identifiable net assets acquired, is recorded as goodwill. Goodwill on acquisitions of subsidiaries is presented on the consolidated balance sheet under the line item "Goodwill".

Goodwill is tested annually for impairment (or when events or changes in circumstances indicate a potential impairment) and carried at cost less accumulated impairment losses. Impairment losses on goodwill are not reversed. Gains and losses on the disposal of an entity include the carrying amount of goodwill relating to the entity sold.

Goodwill is allocated to cash-generating units for the purpose of impairment testing. The allocation is made to those cash-generating units or groups of cash-generating units that are expected to benefit from the business combination in which the goodwill arose identified according to operating segment (see Note 5).

2.7 Impairment of Non-financial Assets

Assets that have an indefinite useful life, for example goodwill, are not subject to amortization and are tested annually for impairment. Assets that are subject to amortization are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognized for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash-generating units). Non-financial assets other than goodwill that suffered an impairment are reviewed for possible reversal of the impairment at each reporting date.

2.8 Financial Assets

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They are included in current assets, except for maturities greater than 12 months after the end of the reporting period. These are classified as non-current assets. Loans and receivables originated by the Group are included in trade and other current receivables in the consolidated balance sheet.

The Group holds certain financial assets presented within cash and cash equivalents that are treated as financial assets at fair value with changes recognized through net income.

2.9 Derivative Financial Instruments and Hedging Activities

Derivatives are initially recognized at fair value on the date a derivative contract is entered into and are subsequently re-measured at their fair value.

The Group does not enter into hedging activities.

2.10 Leases

The first-time adoption of IFRS 16 as of January 1, 2019, follows the simplified retrospective method, meaning that prior-period information was not restated.

The adoption of IFRS 16 resulted in the recognition of rights-of-use assets and lease obligations amounting to US$ 4.4 million as at January 1, 2019.

The Group assesses whether a contract is or contains a lease, at inception of the contract. The Group recognizes a right-of-use asset and a corresponding lease liability with respect to all lease arrangements in which it is the lessee, except for short-term leases (defined as leases with a lease term of 12 months or less) and leases of low value assets (such as tablets and personal computers, small items of office furniture and telephones). For these leases, the Group recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease unless another systematic basis is more representative of the time pattern in which economic benefits from the leased assets are consumed.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted by using the rate corresponding to the Group's incremental borrowing rate.

The right-of-use assets comprise the initial measurement of the corresponding lease liability, lease payments made at or before the commencement day, less any lease incentives received and any initial direct costs. They are subsequently measured at cost less accumulated depreciation and impairment losses.

Right-of-use assets are depreciated over the shorter period of lease term and useful life of the underlying asset. If a lease transfers ownership of the underlying asset or the cost of the right-of-use asset reflects that the Group expects to exercise a purchase option, the related right-of-use asset is depreciated over the useful life of the underlying asset. The depreciation starts at the commencement date of the lease.

2.11 Inventories

The Group maintains an inventory of operating supplies and drill consumables such as bits, additives and chunks.

Inventories are stated at the lower of cost and net realizable value. Cost is determined using the average weighted unit cost method. It excludes borrowing costs. Net realizable value is the estimated selling price in the ordinary course of business, less applicable variable selling expenses.

2.12 Revenue Recognition

Revenue from services rendered is recognized in the income statement over time. The revenue is generated through contracts in the mining and water industries. A typical drilling contract for Foraco specifies the depth of drilling required, the duration of the project and the scope and conditions of work to be undertaken. Customers are typically charged on a rate per-meter drilled basis, which is the Company’s principal measure of performance in both mining and water contracts. Drilling work is periodically approved by customers. The amount of revenue is not considered to be reliably measurable until all contingencies relating to services rendered have been resolved. Accordingly, variable consideration is recognized when approved. Revenue is shown net of value-added tax, returns, rebates and discounts and after eliminating sales within the Group.

Contracts in progress at the closing date are accounted for using the percentage of completion method whereby revenues and directly attributable costs are recognized in each period based on the proportion that contract costs incurred for work performed to date bear to the estimated total contract costs including the cost for mobilizing and demobilizing drilling equipment.

When the global income from a contract cannot be reliably estimated, no gross profit is recognized during the period.

Under either of the policies mentioned above, when it is probable that total contract costs will exceed total contract revenue, the expected loss is recognized as an expense immediately. This loss is equal to the total estimated loss on the project minus the loss already accounted for and is first applied against the project's receivables. Any excess is then credited to provisions.

2.13 Trade Receivables

Trade receivables are recognized initially at fair value and subsequently measured at amortized cost using the effective interest method, less provision for impairment. A provision for impairment of trade receivables is established on a case by case basis when there is objective evidence that the Group will not be able to collect all amounts due according to the original terms of receivables. The amount of the provision is the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the effective interest rate. The amount of the provision is recognized in the income statement.

The Group transfers certain receivables to banks as collateral under an assignment of receivables program. As risks and rewards related to the trade receivables have been retained by the Group, accounts receivable are not derecognized and a financial liability is accounted for against the consideration received from the lenders.

2.14 Cash and Cash Equivalents

Cash and cash equivalents include cash in hand, deposits held at call with banks, other short-term highly liquid investments with original maturities up to six months or provided that these investments are held to meet short term cash needs and there is no significant risks of change in value as a result of an early withdraw. Bank overdrafts are shown within current liabilities on the consolidated balance sheet.

The Group owns certain highly liquid securities. These investments are classified as financial assets at fair value through profit or loss.

2.15 Share Capital

Ordinary shares are classified as equity. The Group has not issued any preference shares.

Incremental costs directly attributable to the issuance of new shares are shown in equity as a deduction, net of tax, from the proceeds.

Where any Group company purchases the Company's equity share capital (treasury shares), the consideration paid, including any directly attributable incremental costs (net of income taxes) is deducted from equity attributable to the Company's equity holders until the shares are cancelled or re-issued. When such shares are subsequently re-issued, any consideration received, net of any directly attributable incremental transaction costs and the related income tax effects, are included in equity attributable to the Company's equity holders.

Dividend distribution to the Company's shareholders is recognized as a liability in the Group's financial statements in the period in which the dividends are approved by the Company's shareholders.

2.16 Borrowings

Borrowings are recognized initially at fair value, net of transaction costs incurred. Borrowings are subsequently carried at amortized cost, any difference between the proceeds (net of transaction costs) and the redemption value is recognized in the statement of income over the period of the borrowings using the effective interest method.

Borrowings are classified as current liabilities unless the Group has an unconditional right to defer settlement of the liability for at least 12 months after the balance sheet date.

2.17 Income Tax

The tax expense for the period comprises current and deferred tax. Tax is recognized in the income statement, except to the extent that it relates to items recognized in other comprehensive income or directly in equity. In this case, the tax is also recognized in other comprehensive income or directly in equity.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the balance sheet date in the countries where the Group's subsidiaries operate and generate taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation and establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the consolidated financial statements. However, the deferred income tax is not accounted for if it arises from initial recognition of goodwill or an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit or loss. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the balance sheet date and are expected to apply when the related deferred income tax asset is realized or the deferred income tax liability is settled.

Deferred income tax is provided on temporary differences arising on investments in subsidiaries, except where the timing of the reversal of the temporary difference is controlled by the Group and it is probable that the temporary difference will not reverse in the foreseeable future.

Deferred income tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when the deferred income taxes assets and liabilities relate to income taxes levied by the same taxation authority on either the taxable entity or different taxable entities where there is an intention to settle the balances on a net basis.

Deferred income tax assets are recognized only to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilized.

Deferred tax liabilities are determined for the withholding tax due on the reserves of the subsidiaries, when distributions are probable.

2.18 Provisions

Provisions for restructuring costs and legal claims are recognized when:

- the Group has a present legal or constructive obligation as a result of past events;
- it is probable that an outflow of resources will be required to settle the obligation; and
- the amount has been reliably estimated.

No restructuring of the Group occurred in the periods presented.

The Group evaluates outflows of resources expected to be required to settle the obligation based on facts and events known at the closing date, from its past experience and to the best of its knowledge. Provisions are measured at the present value of the expenditures expected to be required to settle the obligation using a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the obligation. The increase in the provision due to the passing of time is recognized as interest expense.

The Group does not provide for future operating losses, except when such losses result from loss making contracts in accordance with the policy described in note 2.12. The Group had no significant loss making contracts over the periods presented.

2.19 Employee Benefits

(a) Pension Obligations

The Group mainly provides defined contribution plans to its employees. A defined contribution plan is a pension plan under which the Group pays fixed contributions into a separate entity. The Group has no legal or constructive obligation to pay further contributions if the fund does not hold sufficient assets to pay all employees the benefits relating to employee service in the current and prior periods. A defined benefit plan, such as the mandatory retirement plan in France, is a pension plan that is not a defined contribution plan. Typically, defined benefit plans define an amount of pension benefit that an employee will receive on retirement, usually dependent on one or more factors such as age, years of service and compensation.

The liability recognized in the balance sheet in respect of defined benefit pension plans is the present value of the defined benefit obligation at the balance sheet date less the fair value of plan assets (if any). The defined benefit obligation is calculated annually using the projected unit credit method. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows using interest rates of high-quality corporate bonds that are denominated in the currency in which the benefits will be paid, and that have terms to maturity approximating the terms of the related pension liability.

Actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions are recognized in other comprehensive income in the period in which they arise. Changes in amounts recognized in other comprehensive income are detailed in Note 13.

Changes in laws and regulations that affect the amount of the Group’s obligations are accounted for as change in actuarial assumptions. There was no such change that materially affected amounts reported over the periods presented.

For defined contribution plans, the Group pays contributions to publicly or privately administered pension insurance plans on a mandatory, contractual or voluntary basis. The Group has no further payment obligations once the contributions have been paid. The contributions are recognized as employee benefit expense when they are due. Prepaid contributions are recognized as an asset to the extent that a cash refund or a reduction in the future payments is available.

The Group does not provide other post-employment benefits.

(b) Bonuses

The Group recognizes a liability and an expense for bonuses based on a formula that takes into consideration the Group financial performance. The Group recognizes a provision where contractually obliged or where there is a past practice that has created a constructive obligation.

(c) Share-based compensation

The Group operates a limited number of equity-settled, share-based compensation plans under which the Group receives services from its employees as consideration for equity instruments (free shares see note 22). The fair value of the employee services received in exchange for the grant of the free shares is recognized as an expense. The total amount to be expensed is determined by reference to the fair value of the shares granted determined at grant date.

Non-market vesting conditions, including service conditions are included in assumptions about the number of shares that are expected to vest. The total expense is recognized over the vesting period, which is the period over which all of the specified vesting conditions are to be satisfied. At the end of each reporting period, the Group revises its estimates of the number of options that are expected to vest based on the non-market vesting conditions. It recognizes the impact of the revision to original estimates, if any, in the income statement, with a corresponding adjustment to equity.

2.20 Trade Payables

Trade payables are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Accounts payable are classified as current liabilities if payment is due within one year or less (or in the normal operating cycle of the business if longer). If not, they are presented as non-current liabilities.

The trade payables are recognized initially at fair value and subsequently measured at amortized cost using the effective interest method.

2.21 Earnings Per Share

Basic earnings per share are calculated by dividing the profit attributable to equity holders of the Company by the weighted average number of ordinary shares in issue during the year. Diluted earnings per share are computed by dividing net income attributable to equity holders of the Company by the weighted average number of shares outstanding, adjusted for the effects of all dilutive potential ordinary shares.

A reconciliation of the weighted average number of ordinary shares outstanding during the period and the weighted average number of shares outstanding, adjusted for the effects of all dilutive potential ordinary shares, is presented in Note 25.

3. FINANCIAL RISK MANAGEMENT

The Group’s activity exposes it to a variety of financial risks through its activity: currency risk, interest rate risk, credit risk and liquidity risk. The Group's overall risk management program focuses on the unpredictability of financial markets and seeks to minimize potential adverse effects on the Group's financial performance. The Group did not enter into derivative financial instruments to cover its exposure over the periods presented.

The Group's cash investment strategy aims to avoid capital risks and reach a global performance level equivalent to the reference free risk interest rate. In order to achieve this objective, the Group contracts certain short term deposits offering guaranteed capital with or without guaranteed interest rate yields.

3.1 Company's Risk Exposure

(a) Currency risks

The Group operates internationally and is therefore exposed to foreign exchange risk on its commercial transactions. A foreign exchange risk arises from future commercial transactions, recognized assets and liabilities and net investments in foreign operations.

Foraco presents its consolidated financial statements in US dollars. The main currencies used by the Group are Euros, Canadian Dollars, US Dollars, Australian Dollars, Brazilian Reals, Russian Rubles and Chilean Pesos.

Specifically, the conversion of the Euro denominated debt in US dollars for consolidation purpose may significantly affect the debt profile. A significant increase in the Euro versus the US dollar may result in the recognition of higher indebtedness in the Company's consolidated financial statements only due to exchange rate variation and may affect the capacity of the Company to meet its financial ratio covenants.

The Group mitigates its exposure to foreign currency fluctuations by balancing its costs, revenues and financing in local currencies, resulting in a natural hedge.

The exchange rates for the periods under review are as follows against the US$:

	Closing 2019	Closing 2018	Closing 2017	Average 2019	Average 2018	Average 2017
€	0.89	0.87	0.83	0.89	0.85	0.89
CAD	1.31	1.36	1.26	1.33	1.30	1.30
AUD	1.43	1.42	1.28	1.44	1.34	1.31
CLP	745	693	614	703	646	652
BRL	4.03	3.88	3.31	3.94	3.69	3.19
RUB	61.94	69.35	57.61	64.69	62.99	58.36

The sensitivity to foreign currencies against US$ fluctuations of the consolidated revenue for the year presented in US$ is summarized as follows (in thousands of US$):

	As at December 31, 2019	
Effect on revenue of a change	+5%	-5%
Canadian $ / US$	3,525	(3,525)
RUB / US$	1,830	(1,830)
BRL / US$	1,788	(1,788)
AUD / US$	1,638	(1,638)
€ / US$	959	(959)
CLP / US$	421	(421)

(b) Interest rate risk

The Group owns certain interest-bearing assets (short term deposit) classified as cash and cash equivalents.

However, the Group's income and operating cash flows are substantially independent of changes in market interest rates as the Group has invested in highly liquid deposits with a guaranteed nominal value.

The sensitivity to variable interest rate of short term deposits held by the Group is presented below (in thousands of US$):

	December 31,		
	2019	2018	2017
Average amount of cash and cash equivalent over the year	**14,597**	**10,046**	**13,446**
Increase in financial income following a 5 b.p. increase	7	5	7
Decrease in financial income following a 5 b.p. decrease	(7)	(5)	(7)

For the purpose of this analysis, the average cash equivalent has been defined as the arithmetical average of closing positions at each quarter end.

Regarding financial liabilities, the Group is not significantly exposed to cash flow risks relating to the fluctuations of interest rates, as main financing sources bear interest at a fixed rate.

(c) Credit risk

All significant cash and cash equivalents and deposits with banks and financial institutions are spread amongst major financial institutions with investment grade ratings.

The Group assesses the credit quality of the customer, taking into account its financial position, past experience and other factors. Individual risk limits are set for each subsidiary. The utilization of credit limits is regularly monitored.

The Group's broad geographical and customer distribution limits the concentration of credit risk. Two customers accounted for more than 10% of the Group's sales during the year ended December 31, 2019 (no single customer accounted for more than 10% of the Group's sales during the years ended December 31, 2018 and December 31, 2017).

(d) Liquidity risk

Prudent liquidity risk management involves maintaining sufficient cash and cash equivalents and short term deposits, the availability of funding through an adequate amount of committed credit facilities and the ability to close out market positions. Due to the cyclical nature of the underlying businesses, management maintains funding flexibility by maintaining availability under committed credit lines.

The maturity analysis for financial liabilities is presented in Note 14.

3.2 Country risk

The expansion into new geographic areas via acquisitions brings geographic and currency risks. In Africa, certain countries have experienced political or social instability. There is a risk that the operations, assets, employees or repatriation of revenue could be impaired by factors specific to the regions in which the Group operates. The Group benefits from insurance coverage to mitigate these inherent risks.

The Group manages its country risk through a number of risk measures and limits, the most important being the regular review of geopolitical conditions and an effective monitoring of liquidity, inventories and equipment potential exposure.

3.3 Capital risk management

The primary objective of the Group's capital management is to ensure that it maintains a prudent liquidity ratio in order to support its growth strategy and maximize shareholders' value. The Group monitors financial measures presented in Note 5 on an ongoing basis as well as its net cash level (cash and cash equivalents less borrowings) presented in Notes 12 and 14.

3.4 Estimation of fair value of financial assets and liabilities

IFRS 7 requires disclosure of fair value measurements by level of the following fair value measurement hierarchy:

- Quoted prices (unadjusted) in active markets for identical assets or liabilities (level 1).
- Inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly (that is, as prices) or indirectly (that is, derived from prices) (level 2).
- Inputs for the asset or liability that are not based on observable market data (that is, unobservable inputs) (level 3).

As at December 31, 2019, the Group holds US$ 3,190 thousand of assets at fair value (US$ 2,396 thousand in 2018 and US$ 1,857 thousand in 2017). These assets were valued using quoted prices in active markets (level 1). The Group does not hold any other financial assets at fair value through profit or loss, derivatives or available-for-sale financial assets over the years presented.

The carrying amounts of trade receivables less the impairment provision and trade payables are assumed to approximate their fair values. The fair value of financial liabilities for disclosure purposes is estimated by discounting the future contractual cash flows at the current market interest rate that is available to the Group for similar financial instruments (see note 14).

3.5 Financial instruments by category

December 31, 2019	Loans and receivables	Assets at fair value through the profit and loss	Derivatives used for hedging	Available-for-sale	Total
Assets as per balance sheet					
Trade and other receivables	41,459	—	—	—	41,459
Cash and cash equivalents	16,053	—	—	—	16,053
Total	57,512	—	—	—	57,512

	Liabilities at fair value through the profit and loss	Derivatives used for hedging	Other financial liabilities	Total
Liabilities as per balance sheet				
Borrowings	—	—	149,078	149,078
Trade and other payables	—	—	39,657	39,657
Total	—	—	188,735	188,735

December 31, 2018	Loans and receivables	Assets at fair value through the profit and loss	Derivatives used for hedging	Available-for-sale	Total
Assets as per balance sheet					
Trade and other receivables	43,400	—	—	—	43,400
Cash and cash equivalents	11,088	—	—	—	11,088
Total	54,488	—	—	—	54,488

	Liabilities at fair value through the profit and loss	Derivatives used for hedging	Other financial liabilities	Total
Liabilities as per balance sheet				
Borrowings	—	—	141,503	141,503
Trade and other payables	—	—	39,456	39,456
Total	—	—	180,959	180,959

December 31, 2017	Loans and receivables	Assets at fair value through the profit and loss	Derivatives used for hedging	Available-for-sale	Total
Assets as per balance sheet					
Trade and other receivables	35,487	—	—	—	35,487
Cash and cash equivalents	14,575	—	—	—	14,575
Total	50,062	—	—	—	50,062

	Liabilities at fair value through the profit and loss	Derivatives used for hedging	Other financial liabilities	Total
Liabilities as per balance sheet				
Borrowings	—	—	137,263	137,263
Trade and other payables	—	—	32,627	32,627
Total	—	—	169,890	169,890

4. CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS

Estimates and judgments are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

The Group makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below.

4.1 Seasonal fluctuations

The worldwide presence of the Company reduces its overall exposure to seasonality and its influence on business activity. In West Africa, most of the Company's operations are suspended between July and October due to the rainy season. In Canada, seasonal slow periods occur during the winter freeze and spring thaw or break-up periods. Depending on the latitude, this can occur anytime from October until late December (freezing) and from mid-April through to mid-June (break-up). Operations at mining sites continue throughout the year. Russia is also affected by the winter period during which operations are suspended. In Asia Pacific and in South America, where the Company operates exclusively in the Mining segment, a seasonal slowdown in activity occurs around year-end during the vacation period. Certain contracts are also affected in Chile in July and August when the winter season peaks.

4.2 Going concern

Going concern is assessed based on internal forecasts and projections that take into account the trend in the business in which the Company operates and its capacity to address the market and deliver its services. On the basis of the above, the Company believes that it will have adequate financial resources to continue in operation for a period of at least twelve months. Accordingly, the Company continues to adopt the going concern basis in preparing its financial statements.

On May 11, 2017, the Company completed its debt reorganization consisting (i) in a new money injection of €23 million (US$ 25 million) in the form of bonds with a 5-year term, including €18 million (US$ 19.8 million) available at closing, and (ii) in the postponing of the instalment of most of the Company's existing long-term financing which takes the form of 5-year term subordinated bonds. On April 26, 2018 and then on December 17^{th} 2018, the Company drew an additional € 2.5 million for a total amount of € 5.0 million corresponding to the second tranche of the bonds.

As part of the debt reorganization, certain key financial covenants were set including; minimum cash, leverage ratio and limitation to capital expenditure. A waiver was obtained in March 2018 to offset the negative impact of the exchange rates and of the working capital requirements linked to the increased activity. In December 2018, a new set of covenants applicable to the year 2019 was agreed with the lenders. As at December 31, 2019, the Company met its covenants.

4.3 Deferred tax valuation allowance

The current economic conditions also impact the timing of the recognition of deferred tax assets. The Group's policy is to recognize deferred tax assets only when they can be recovered within a reasonable timeframe. Based on internal forecasts and projections, management has considered that the potential recovery timeframe for deferred tax assets in certain countries would be longer than previously estimated, thus creating a risk that deferred tax assets may be unused. As a general rule, the Group recognizes deferred tax assets only when they can be used against taxable profit within a timeframe of five years. On this basis, the Group has adopted a partial recognition based approach. As at December 31, 2019, the Group has unrecognized deferred assets amounting to US$ 25,393 thousand in countries in which the Group operates.

4.4 Estimated Impairment of Goodwill

The Group tests annually whether goodwill has suffered any impairment, in accordance with the accounting policy stated in Note 2. The recoverable amounts of cash-generating units have been determined based on value-in-use calculations. These calculations require the use of estimates. Value in use determination is sensitive to changes in the operating profit assumption and discount rate applied.

No impairment charge has been recognized over the periods presented.

As at December 31, 2019, the goodwill is allocated to cash generating units corresponding to the following operating / geographical segments:

Mining activity - Africa.	663
Water activity - Africa	1,698
Mining activity - North America.	8,713
Mining activity - Asia-Pacific.	7,116
Mining activity - South America.	53,863
Mining activity - Europe	3,883
Total goodwill as at December 31, 2019	**75,936**

The assumptions used involve a considerable degree of estimation on the part of management. Actual conditions may differ from the assumptions and thus actual cash flows may be different to those expected with a material effect on the recoverability of each cash generating unit. The most significant assumptions made for the determination of expected discounted cash flows covering the next 5 years are:

- 2020 to 2024 management’s business plan
- A discount rate of 7.6% applied for each region on the projected cashflows converted into US dollars
- A 1% long term growth applied to the terminal value.

Management believes that the assumptions used to evaluate potential impairment are reasonable. However, such assumptions are inherently subjective.

Based on the assumptions made, the expected discounted future cash flows exceeded each of the long lived asset’s carrying amount for each geographic region and accordingly no impairment was recognized. Except for South America, an increase in the discount rate of 1% or a reduction of the long term growth to 0% would not change the outcome of the impairment testing. For South America, the breakeven point is reached with a discount rate of 8.4% applied to the projected cashflows converted into US dollars or a long-term growth limited to 0.0%.

4.5 Depreciation of property and equipment

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

4.6 Inventory allowance on spare parts and slow moving items

Spare parts relate to equipment which may be used in a hostile environment. Management assesses the level of provision for spare parts together with its review of the equipment as described above.

4.7 Revenue recognition

Revenue from services rendered is recognised in the income statement over time. The revenue is generated through contracts in the mining and water industries. A typical drilling contract for Foraco specifies the depth of drilling required, the duration of the project and the scope and conditions of work to be undertaken. Customers are typically charged on a rate per-meter drilled basis, which is the Company's principal measure of performance in both mining and water contracts. Drilling work is periodically approved by customers. The amount of revenue is not considered to be reliably measurable until all contingencies relating to services rendered have been resolved. Accordingly, variable consideration is recognised when approved. Revenue is shown net of value-added tax, returns, rebates and discounts and after eliminating sales within the Group.

Contracts in progress at the closing date are accounted for using the percentage of completion method whereby revenues and directly attributable costs are recognized in each period based on the proportion that contract costs incurred for work performed to date bear to the estimated total contract costs including the cost for mobilizing and demobilizing drilling equipment.

When the global income from a contract cannot be reliably estimated, no gross profit is recognized during the period.

Under either of the policies mentioned above, when it is probable that total contract costs will exceed total contract revenue, the expected loss is recognized as an expense immediately. This loss is equal to the total estimated loss on the project minus the loss already accounted for and is first applied against the project's receivables. Any excess is then credited to provisions.

4.8 Income taxes

The Group is subject to income taxes in numerous jurisdictions. Significant judgment is required in determining the worldwide provision for income taxes. There are certain transactions and calculations for which the ultimate tax determination is uncertain. The Group recognizes liabilities for anticipated tax audit issues based on estimates of whether additional taxes will be due. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the income tax and deferred income tax assets and liabilities in the period in which such determination is made.

4.9 Share-based payment transactions

The fair value of share-based payment transactions is based on certain assumptions from management. The main area of estimates relates to the determination of the fair value of equity instruments granted:

- for free shares, the main assumption used in the determination of the share-based payment expense is the turnover assumption retained to assess the number of equity instruments that are expected to vest. In 2019, the Group used a 10% turnover assumption (in 2018 – 10% and 2017 – 10%) which is consistent with the Group's experience of employee departures.

Details of share-based compensation are disclosed in Note 22.

4.10 Accounting for the shares of subsidiaries transferred to a trust

As part of the debt reorganization dated May 11, 2017, a French trust was formed owning 100% of the shares of Foraco Chile, Foraco Canada, Foraco Holding Participaçoes, and Foraco Australia, 95% of the shares of Foraco SASU and Geode International and 51% of shares of Servitec Foraco Sondagem ("the Subsidiaries"). The trust is governed by the terms of a deed under which the trustee acts under the instructions of the Company. Only in case of the occurrence of certain triggering events and after a resolution dispute process, the trustee would then act under the instructions of the New Lenders and would be entitled to sell the secured shares. Therefore as long as the Company meets its obligations, the Subsidiaries are considered to be under the control of the Company for the purpose of the Consolidated Financial Statements.

5. SEGMENT INFORMATION

The chief operating decision makers (Chief Executive Officer and Vice-Chief Executive Officer) make decisions about resources to be allocated to segments and assess their performance by analyzing revenues and operating profits for business segments and sales for geographic segments. The Group does not identify or allocate assets, liabilities or cash flows to group segments nor does management evaluate the segments on this criteria on a regular basis.

5.1 Business Segments

As at December 31, 2019, the Group is organized on a worldwide basis with two main business segments.

- The "Mining" segment covers drilling services offered to the mining and energy industry during the exploration, development and production phases of mining projects.
- The "Water" segment covers all activities linked to the construction of water wells leading to the supply of drinking water, the collection of mineral water, as well as the control, maintenance and renovation of the existing installations. This segment also includes drilling services offered to the environmental and construction industry such as geological exploration and geotechnical drilling.

The accounting policies of the segments are the same as those described in the summary of significant accounting policies as discussed in Note 2.
The business segment information for the years ended December 31, 2019, 2018 and 2017 was as follows:

Year ended December 31, 2019	Mining	Water	Group
Revenue	199,327	6,117	205,444
Gross profit	31,286	815	32,100
Operating profit / (loss)	10,784	168	10,951
Finance (costs) / profits	—	—	(8,454)
Profit / (loss) before income tax	**—**	**—**	**2,497**
Income tax (expense) / profit	—	—	135
Profit (loss) for the year	**—**	**—**	**2,632**

Year ended December 31, 2018	Mining	Water	Group
Revenue	174,940	5,106	180,046
Gross profit	22,101	(216)	21,885
Operating profit / (loss)	2,234	(1,120)	1,114
Finance (costs) / profits	—	—	(8,891)
Profit / (loss) before income tax	**—**	**—**	**(7,777)**
Income tax (expense) / profit	—	—	(2,853)
Profit (loss) for the year	**—**	**—**	**(10,630)**

Year ended December 31, 2017	Mining	Water	Group
Revenue	127,944	7,793	135,737
Gross profit	14,920	(788)	14,132
Operating profit / (loss)	(4,785)	(1,955)	(6,740)
Finance (costs) / profits	—	—	(6,158)
Profit / (loss) before income tax	**—**	**—**	**(12,898)**
Income tax (expense) / profit	—	—	1,612
Profit (loss) for the year	**—**	**—**	**(11,286)**

There is no inter-segment revenue.

Corporate costs and overheads are allocated to each business segment based on their revenue. Management considers this approach to be a reasonable basis for determining the costs attributable to the respective segments.

5.2 Geographical Segments

The Group operates in four main geographical areas, even though the business is managed on a worldwide basis.

The following is a summary of sales to external customers by geographic area for the years ended December 31, 2019, 2018 and 2017:

	December 31,		
	2019	**2018**	**2017**
Europe, Middle East and Africa	52,386	44,603	42,116
South America	46,404	36,479	30,639
North America	70,499	68,012	41,901
Asia Pacific	36,155	30,952	21,081
Revenue	**205,444**	**180,046**	**135,737**

Revenue from external customers is based on the customers' billing location. Accordingly, there are no sale transactions between operating segments. The Group does not allocate non-current assets by location for each geographical area.

6. PROPERTY AND EQUIPMENT

Property and equipment consists of the following:

	Land and Buildings	**Drilling Equipment and Tools**	**Automotive Equipment**	**Office Furniture and Other Equipment**	**Rights of use**	**Total**
Year ended December 31, 2017						
Opening net book amount	1,968	36,544	4,866	376		43,756
Additions	128	8,236	1,109	74		9,547
Exchange differences	165	2,985	302	24		3,476
Disposals or retirements	(3)	(42)	(3)	(26)		(74)
Depreciation charge	(185)	(15,276)	(3,044)	(146)		(18,651)
Closing net book amount at December 31, 2017	**2,073**	**32,447**	**3,230**	**302**		**38,054**
Year ended December 31, 2018						
Opening net book amount	2,073	32,447	3,230	302		38,054
Additions	35	12,354	437	145		12,971
Exchange differences	(101)	(1,866)	(505)	(26)		(2,498)
Disposals or retirements	(1)	(120)	(8)	(1)		(130)
Depreciation charge	(216)	(14,889)	(1,337)	(134)		(16,576)
Closing net book amount at December 31, 2018	**1,790**	**27,926**	**1,817**	**286**		**31,821**
Year ended December 31, 2019						
Opening net book amount	1,790	27,926	1,817	286		31,821
First time adoption of IFRS 16					4,389	4,389
Additions	13	12,862	898	260	861	14,894
Exchange differences	10	2,555	47	1	(9)	2,604
Disposals or retirements	-	(379)	(17)	-	-	(396)
Depreciation charge	(173)	(15,802)	(931)	(142)	(1,065)	(18,113)
Closing net book amount at December 31, 2019	**1,640**	**27,162**	**1,814**	**405**	**4,176**	**35,197**

The depreciation and amortization expense has been charged to the statement of income as follows:

	December 31,		
	2019	2018	2017
Cost of sales	17,527	16,758	18,686
General and administrative expenses	592	29	31
Total depreciation and amortization	**18,119**	**16,787**	**18,717**

In 2019, 2018 and 2017 the Group did not record any impairment charge on Property and equipment.

7. GOODWILL

Goodwill can be analyzed as follows:

	December 31,		
	2019	2018	2017
As at January 1,	**78,229**	**89,169**	**86,401**
Exchange differences	(2,293)	(10,940)	2,768
As at December 31,	**75,936**	**78,229**	**89,169**

In 2019, 2018 and 2017 the Group did not record any impairment charge. Main estimates on goodwill impairment testing is presented in note 4.4.

8. OTHER NON-CURRENT ASSETS

Other non-current assets consist of the following:

	December 31,		
	2019	2018	2017
Loans	71	71	75
Software	28	26	25
Investment in unconsolidated affiliates	83	80	83
Deposits and guarantees	672	695	907
Other non-current receivables	294	196	85
Other non-current assets	**1,147**	**1,068**	**1,174**

The investment in unconsolidated affiliates corresponds to the company "Minera Chimù" (Peru), in which the Company holds 31.77%.

9. INVENTORIES

Inventories consist of the following:

	December 31,		
	2019	2018	2017
Spare parts, gross	17,639	16,880	16,501
Consumables, gross	15,235	16,052	17,319

Inventories, net	**32,873**	**32,932**	**33,820**

Spare parts mainly include motors, wire lines and heads. Spare parts are charged to the statement of income when used on equipment. Consumables mainly include destructive tools, hammers, muds and casing. Consumables are charged to the statement of income when delivered to the field. The Group reviews impairment loss on inventories on a regular and item by item basis.

Inventories write-down expense / (reversal) recognized in 2019 in the statement of income under the line item "Cost of sales" amounts to US$ 28 thousand (US$ 10 thousand in 2018 and US$ 17 thousand in 2017).

10. TRADE RECEIVABLES

Trade receivables, net, consist of the following:

	December 31,		
	2019	**2018**	**2017**
Trade receivable, gross	32,679	33,283	23,417
Less provision for impairment	(1,490)	(1,430)	(1,342)
Trade receivables, net	**31,189**	**31,853**	**22,075**

Impairment expense / (reversal) recognized in 2019 in the statement of income is nil (US$ (234) in 2018 and nil in 2017) under the line item "Selling, general and administrative expenses".

Movements in the provision for impairment of trade receivables are as follows:

	December 31,		
	2019	**2018**	**2017**
Provision for impairment at January 1,	(1,430)	(1,342)	(1,367)
Provision for receivables impairment	—	(234)	—
Receivables written off during the year	—	—	—
Unused amounts reversed during the year following collection of the receivable	—	—	—
Exchange differences	(60)	146	25
Provision for impairment at December 31,	**(1,490)**	**(1,430)**	**(1,342)**

Trade receivables, net, are broken down per location as follows:

	December 31,		
	2019	**2018**	**2017**
Europe	5,661	4,630	2,146
New Caledonia	420	362	657
Africa	4,192	3,437	4,864
South America	6,431	7,914	4,467
Australia	1,563	3,868	3,825
Canada	12,922	11,642	6,116
Trade receivables, net	**31,189**	**31,853**	**22,075**

The geographical allocation of a receivable is based on the location of the project to which the receivable relates and not to the country where the client is incorporated.

The fair value of trade accounts receivable based on discounted cash flows does not differ from the net book value as the Group does not have trade accounts receivable with payment terms exceeding one year.

The impairment of receivables relates to various customers in both of the Group's operating segments on which a collectability risk was identified.

The maximum exposure to credit risk at the reporting date is the carrying value of each class of trade receivables mentioned above.

As at December 31, 2019, trade receivables of US$ 4,068 thousand (US$ 3,818 thousand in 2018 and US$ 2,409 thousand in 2017) were past due but not impaired. These relate to a number of customers for whom there is no recent history of default or with established practices of long payment terms such as States bodies in the Water segment.

The carrying amounts of the Group's trade receivables are denominated in the following currencies:

	December 31,		
	2019	**2018**	**2017**
€, CFA Francs or CFP Francs (1)	5,182	4,185	6,535
Canadian dollars	12,692	11,008	5,088
Australian dollars	1,563	3,868	3,837
US dollars	230	634	54
Chilean Pesos	2,464	2,762	1,699
Brazilian Reals	3,138	4,947	2,701
Russian Rubles	5,092	4,243	2,098
Argentinian Pesos	829	206	63
Trade receivables, net	**31,189**	**31,853**	**22,075**

(1) CFA Francs and CFP Francs have a fixed exchange rate with €

Certain receivables are provided as collateral under financing agreements (see Note 14).

11. OTHER CURRENT RECEIVABLES

Other current receivables consist of the following:

	December 31,		
	2019	**2018**	**2017**
VAT / GST and other recoverable taxes	4,912	5,015	6,764
Prepaid expenses	3,728	4,293	3,347
Down payments / credit notes receivable	944	873	842
Other receivables	686	1,366	2,459
Other current receivables	**10,270**	**11,547**	**13,412**

Provisions for impairment of other current receivables is nil as at December 2019 (nil in 2018 and nil in 2017).

VAT / GST and other recoverable taxes mainly comprise tax receivables in African countries and Brazil. There is no indication that these amounts will not be recovered.

The fair value of other current receivables based on discounted cash flows does not differ from the net book value as the Group does not have other current receivables with payment terms exceeding one year.

The carrying amounts of the Group's other receivables are denominated in the following currencies:

	December 31, 2019	2018	2017
€, CFA Francs or CFP Francs (1)	2,962	4,669	6,073
Canadian dollars	2,948	2,326	762
Australian dollars	382	439	1,341
Chilean Pesos	594	751	850
Russian Rubles	668	679	1,477
Brazilian Reals	2,704	2,201	2,289
Other currencies	13	482	620
Other current receivables, gross	**10,270**	**11,547**	**13,412**

(1) CFA Francs and CFP Francs have a fixed exchange rate with €

12. CASH AND CASH EQUIVALENTS

Cash and cash equivalents consist of the following:

	December 31, 2019	2018	2017
Cash at bank and in hand	12,863	8,692	12,718
Short-term bank deposits	3,190	2,396	1,857
Cash and cash equivalents	**16,053**	**11,088**	**14,575**

Short term bank deposits are analyzed as follows at the end of each period presented:

Financial institution	Type	Index	Fair value as at December 31, 2019 in thousands of US$
VTB	RUB monetary marketable security	Fixed	1,300
Rosbank (Societe Generale Group)	RUB monetary marketable security	Fixed	329
Raiffeisanbank	RUB monetary marketable security	Fixed	1,561
Total			**3,190**

13. EQUITY ATTRIBUTABLE TO THE COMPANY'S EQUITY HOLDERS

Consolidated reserves, including net income for the period and other reserves, can be analyzed as follows:

	December 31, 2019	2018	2017
Foraco International share premium and retained earnings	72,509	71,947	79,208
Reserves of consolidated subsidiaries	79,070	78,526	81,772
Other reserves	(122,355)	(114,478)	(97,902)
Total consolidated reserves	**29,224**	**35,995**	**63,078**

Under French law, dividends can be paid only from the reserves of the parent company (Foraco International).

As at December 31, 2019, the value of distributable reserves amounted to € 64,367 thousand (€ 62,705 thousand as at December 31, 2018 and € 66,089 thousand as at December 31, 2017).

All shares issued by the Company have a par value of € 0.015 and are fully paid.

Items included in other reserves can be analyzed as follows:

	December 31, 2019	December 31, 2018	December 31, 2017
Employee share-based compensation, net of tax	6,869	6,689	6,508
Use of treasury shares	(4,256)	(4,256)	(4,069)
Currency translation differences and net investment hedge, net of tax	(124,968)	(116,911)	(100,341)
Other reserves	**(122,355)**	**(114,478)**	**(97,902)**

Treasury shares transactions over the periods presented

The Company filed a notice on October 4, 2016, in respect of an additional NCIB with the TSX. The Company was entitled to purchase up to 1,000,000 additional common shares. Under this plan, the Company purchased 193,927 at an average price of 0.30.

The Company filed a notice on October 12, 2017, in respect of an additional NCIB with the TSX. The Company was entitled to purchase up to 1,000,000 additional common shares. Under this plan, the Company purchased 189,500 at an average price of 0.38.

The Company filed a notice on October 23, 2018, in respect of an additional NCIB with the TSX. The Company was entitled to purchase up to 1,000,000 additional common shares. Under this plan, the Company purchased 18,500 at an average price of 0.46.

As at December 31, 2019, the Company owns 74,769 of its own shares (16,269 of its own shares as at December 31, 2018 and 182,268 as at December 31, 2017).

Equity incentive plan ("Free share plan")

In 2007, 2010, 2013 and 2016, the Group implemented free share plans. Between 2007 and 2019, 8,584,000 free shares were granted of which 3,641,000 were vested and 1,223,000 were forfeited.

Reconciliation of the share capital and premium

The reconciliation of the share capital and share premium at the beginning and end of the year presented is summarized as follows:

	Number of shares	Ordinary shares in thousand US$	Share Premium in thousand US$
As at December 31, 2016	**89,718,286**	**1,772**	**95,238**
Acquisition of treasury shares	(153,757)	—	—
Treasury shares transferred in connection with equity incentive plan (vested shares)	205,000	—	59
As at December 31, 2017	**89,769,529**	**1,772**	**95,297**
Acquisition of treasury shares	(232,000)	—	—
Treasury shares transferred in connection with equity incentive plan (vested shares)	398,000	—	110
As at December 31, 2018	**89,935,529**	**1,772**	**95,407**

Acquisition of treasury shares	(58,500)	—	—
As at December 31, 2019..	**89,877,029**	**1,772**	**95,345**

As at December 31, 2019, the capital stock of the Company amounted to US$ 1,772 thousand, divided into 89,951,798 common shares. The total common shares and warrants of the Company are distributed as follows:

	Number of shares
Common shares held directly or indirectly by principal shareholders	37,594,498
Common shares held directly or indirectly by individuals in their capacity as members of the Board of Directors *	1,164,754
Common shares held by the Company..	74,769
Common shares held by the public	51,117,777
Total common shares issued and outstanding	**89,951,798**
Common shares held by the Company..	(74,769)
Total common shares issued and outstanding net of treasury shares..	**89,877,029**

**In the table above, the shares owned indirectly are presented for an amount corresponding to the prorata of the ownership interest*

14. BORROWINGS

Financial debt consists of the following as at year-end:

	December 31,		
	2019	**2018**	**2017**
Non-current			
Other bank financings..	133,961	131,840	128,377
Finance lease obligations	-	23	74
Lease Obligations (IFRS 16)..	2,910	-	-
	136,871	**131,863**	**128,451**
Current			
Bank overdrafts..	6,334	5,506	4,178
Obligation under assignment of trade receivables..	1,815	1,394	1,557
Other bank financings..	2,794	2,697	2,921
Finance lease obligations (IFRS 16)	1,241	-	-
Finance lease obligations	23	43	156
	12,207	**9,640**	**8,813**

As part of the implementation of IFRS 16, the Company recognized lease obligations amounting to US$ 4,389 thousand as at January 1st, 2019. As at December 31st, 2019, the corresponding amount is US$ 4,151 thousand.

In May 2017, new bonds net of transaction costs paid during the period amounting to US$ 3.494 thousand generated a net cash inflow of US$ 16,306 thousand during the exchange rate at transaction date.

In 2018, as part of the debt reorganization of May 2017, the Company drew twice € 2.5 million corresponding to the second tranche of the bonds.

The Chilean and Brazilian subsidiaries of the Group transferred receivable balances amounting to US$ 1,815 thousand to banks in exchange for cash as at December 31, 2019 (US$ 1,394 thousand as at December 31, 2018 and US$ 2,921 thousand as at December 31, 2017). These transactions were accounted for as an assignment of trade receivables with recourse (or collateralized borrowing). In the event that the entities default under the assignment agreement, the banks have the right to receive the cash flows from the receivables transferred. Without default, the entities will collect the receivables and allocate new receivables as collateral.

The carrying amounts of the Group's borrowings are denominated in the following currencies:

	December 31, 2019	2018	2017
€	134,567	129,322	123,682
Canadian dollars	9,417	8,946	11,287
Australian dollars	1,060	52	285
US dollars	-	-	-
Chilean Pesos	1,228	733	959
Russian Rubles	-	-	-
Brazilian Real	2,807	2,450	1,050
Total financial debt	**149,078**	**141,503**	**137,263**

In May 2017, the Company reached an agreement with its lenders, and as approved in an extraordinary shareholder meeting, agreed to transfer shares of certain subsidiaries to a trust and to pledge other assets in favor of the lenders as per the terms of the agreement (see note 4.10).

15. CONSIDERATION PAYABLE RELATED TO ACQUISITIONS

As at December 31, 2017, 2018 and 2019, there was no consideration payable related to acquisitions.

16. DEFERRED INCOME TAX

The French companies of the Group fall under the French consolidation tax regime.

The components of the deferred tax assets and liabilities recorded as at December 31, 2019, 2018 and 2017 are as follows:

	December 31, 2019	2018	2017
Assets			
Pension obligations	283	270	265
Property and equipment depreciation differences	442	454	1,085
Losses carried forward	26,967	26,084	28,057
Tax deductible goodwill	—	1,353	1,479
Other tax temporary differences	15	316	895
Total	**27,677**	**28,477**	**31,781**
To be recovered after 12 months	*25,277*	*27,273*	*31,781*
To be recovered within 12 months	*2,400*	*1,204*	—
Liabilities			
Finance leases	(142)	(252)	(365)
Property and equipment depreciation differences	(580)	(379)	(190)
Revenue recognition	(1,768)	(935)	(298)
Other tax temporary differences	(967)	(1,304)	(1,255)
Total	**(3,457)**	**(2,870)**	**(2,108)**
To be reversed after 12 months	*(3,277)*	*(2,870)*	*(2,108)*
To be reversed within 12 months	*(180)*	—	—

Deferred income tax assets are recognized for tax losses carried forward to the extent that the realization of the related tax benefit through the future taxable profits is probable. As at December 31, 2019, US$ 25,393 thousand (2018 – 26,130 and 2017 – US$ 20,275 thousand) in tax losses carried forward are not recognized.

17. PROVISIONS

Provisions comprise the following elements:

	Pension & Retirement Indemnities Provision	Provision for tax uncertainty	Claims and other Provisions	Total
At January 1, 2017	**333**	**829**	**1,428**	**2,590**
Charged to income statement:				
— Additional provisions	10	—	323	333
— Unused amounts reversed	—	—	(640)	(640)
Used during year	(25)	(108)	—	(133)
Exchange differences	65	113	(13)	165
At December 31, 2017	**382**	**834**	**1,098**	**2,314**
At January 1, 2018	**382**	**834**	**1,098**	**2,314**
Charged to income statement:				
— Additional provisions	21	—	106	127
— Unused amounts reversed	—	—	—	—
Used during year	(10)	(681)	(716)	(1,407)
Exchange differences	(6)	(27)	(147)	(180)
At December 31, 2018	**387**	**126**	**341**	**853**
At January 1, 2019	**387**	**126**	**341**	**853**
Charged to income statement:				
— Additional provisions	109	—	—	109
— Unused amounts reversed	—	(126)	—	(126)
Used during year	(84)	—	(25)	(109)
Exchange differences	(6)	—	11	5
At December 31, 2019	**406**	**—**	**327**	**733**

The analysis of total provisions is as follows:

	December 31,		
	2019	**2018**	**2017**
Current	327	466	1,932
Non-current (retirement and litigation)	406	387	382
Provisions	**733**	**853**	**2,314**

The Group faces various forms of litigation and legal proceedings throughout the normal course of business. The Group records a provision for these risks based on its past experience and on facts and circumstances known at the balance sheet date. The Group's Management is of the opinion that the expenses to be incurred in resolving such affairs will not have a significant additional impact on its consolidated financial situation, income or cash flows.

A certain number of claims have been filed by former employees of the Brazilian subsidiary. These claims may result in a cash outflow for the Company. Given the uncertainty surrounding such claims, an amount of US$ 327 thousand has been provided for.

The Company operates in various countries and may be subject to tax audits and employee related risks. The Company is currently facing such risks in certain countries. The Company regularly reassesses its exposure and accounts for provisions accordingly.

18. RETIREMENT BENEFIT OBLIGATIONS

Substantially all of the Group's employees, with the exception of those in France, are covered under Government-sponsored health and life insurance benefit plans. Accordingly, the Group has no significant liability to its employees in terms of post-retirement benefits other than pensions and therefore no provision is made.

In France, the Group contributes to the national pension system whereby its obligations to employees in terms of pensions are restricted to a lump-sum length of service award payable at the date the employee reaches retirement age, such an award being determined for each individual based upon years of service provided and projected final salary.

The pension obligation has been estimated on the basis of actuarial assumptions and retirement ages conforming with the law applicable in France, including:

	December 31,		
	2019	**2018**	**2017**
Discount rate	0.79%	1.57%	1.36%
Inflation rate	2.25%	2.25%	2.25%

These retirement indemnities are not funded or covered by pension plan assets. Except in France, the Group does not maintain defined benefit obligations in any country where it operates.

Payments made by the Group for defined contribution plans are accounted for as expenses in the income statement during the period in which they were incurred.

19. TRADE AND OTHER PAYABLES

Trade and other payables consist of the following:

	December 31,		
	2019	**2018**	**2017**
Trade payables	20,301	22,361	18,055
Social security and other taxes	10,705	9,862	6,183
VAT / GST and other tax payable	5,150	3,100	4,149
Down payments from customers	2,276	1,636	1,897
Deferred income	181	193	94
Other miscellaneous payable	1,047	2,305	2,249
Trade and other payables	**39,660**	**39,457**	**32,627**

Trade and other payables are denominated in the following currencies:

	December 31,		
	2019	**2018**	**2017**
€, CFA Francs or CFP Francs *(1)*	12,084	10,412	10,694
Canadian dollars	8,933	9,229	7,594
Australian dollars	4,741	4,128	2,696
US dollars	33	408	109
Chilean Pesos & UF	2,843	3,192	2,496
Russian Rubles	4,949	4,076	3,166
Brazilian Reals	4,605	6,603	4,351
Other currencies	1,472	1,409	1,521
Trade and other payables	**39,657**	**39,457**	**32,627**

(1) CFA Francs and CFP Francs have a fixed exchange rate with €

20. EXPENSES BY NATURE

Operating expense / (income), net by nature are as follows:

	2019	**2018**	**2017**
Depreciation, amortization and impairment charges	18,119	16,787	18,717
Provision increase/(reversal)	(69)	(965)	(318)
Raw materials, consumables used, and other external costs	94,779	84,323	62,044
Employee benefit expense	79,624	76,316	61,174
Other tax expense	1,322	1,547	1,002
Other operating expense/(income), net	717	(924)	(142)
Total of operating expenses	**194,492**	**178,932**	**142,477**
Number of employees (unaudited)	*1,946*	*1,882*	*1,526*

21. OTHER OPERATING INCOME (EXPENSE), NET

Within other income and expenses is the provision recorded during the previous years regarding claims from former employees of the Brazilian subsidiary mainly related to prior periods, including prior to its acquisition, as disclosed in Note 17.

	2019	2018	2017
Other operating income	-	-	-
Addition to provision for former employees of Servitec, net	-	-	(465)
Settlement of dispute	-	-	-
Other operating income (expense), net	-	-	**(465)**

22. SHARE-BASED COMPENSATION

The effect on the income statement of equity instruments awarded as part of the IPO and the Group's Equity Incentive Plan are as follows:

	December 31,		
	2019	2018	2017
512,000 free common shares in 2007	—	—	—
424,000 free common shares in 2008	—	—	—
531,000 free common shares in 2009	—	—	—
500,000 free common shares in 2010	—	—	—
809,000 free common shares in 2011	—	—	—
804,000 free common shares in 2012	—	—	—
Nil in 2013	—	—	—
775,000 free common shares in 2014	—	25	37
765,000 free common shares in 2015	14	16	24
827,000 free common shares in 2016	51	53	56
947,000 free common shares in 2017	54	57	13
823,000 free common shares in 2018	28	29	—
892,000 free common shares in 2019	33	—	—
Total of non-cash share-based compensation expenses	**180**	**180**	**130**

Movements in the number of free shares and warrants outstanding are as follows:

	Free shares	Warrants
Granted in 2007	512,000	833,350
Granted in 2008	424,000	—
Granted in 2009	531,000	—
Vested in 2009	(156,000)	—
Forfeited in 2009	(7,000)	(833,350)
Granted in 2010	500,000	—
Vested in 2010	(253,000)	—
Forfeited in 2010	(10,000)	—
Granted in 2011	809,000	—
Vested in 2011	(626,000)	—
Forfeited in 2011	(123,000)	—
Granted in 2012	804,000	—
Vested in 2012	(329,000)	—
Forfeited in 2012	(298,000)	—
Vested in 2013	(483,000)	—
Forfeited in 2013	(281,000)	—
Granted in 2014	775,000	—
Vested in 2014	(430,000)	—
Forfeited in 2014	(16,000)	—
Granted in 2015	765,000	—
Vested in 2015	(263,000)	—
Forfeited in 2015	(86,000)	—
Granted in 2016	827,000	—
Vested in 2016	(498,000)	—
Forfeited in 2016	(99,000)	—
Granted in 2017	947,000	—
Vested in 2017	(205,000)	—
Forfeited in 2017	(24,000)	—
Granted in 2018	823,000	—
Forfeited in 2018	(212,000)	—
Vested in 2018	(398,000)	—
Granted in 2019	892,000	—
Forfeited in 2019	(90,000)	—
	3,720,000	—

Considering the vesting conditions described below, free shares outstanding at year end have the following expiry dates:

	December 31, 2019	December 31, 2018	December 31, 2017
2017	—	—	—
2018	—	—	654,000
2019	—	972,000	762,000
2020	1,245,000	777,000	592,000
2021	858,000	613,000	699,000
2022	770,000	553,000	—
2023	847,000	—	—
Free shares outstanding	**3,720,000**	**2,920,000**	**2,707,000**

Other share-based payment transactions with employees (see Note 13)

Awards under the Group's free share plan are within the scope of IFRS 2, Share-based payment as they are issued at a price that is less than the fair value of those equity instruments. From the grant date, the Group will amortize over the corresponding vesting period the fair value of the free common shares granted to employees. There are no performance conditions under the Group's equity incentive plan.

The main provisions of these share plans are as follows:

Third Free Share plan

First tranche awarded in 2014

• Grant date	August 2014
• Number of free shares issued	775,000
• Vesting period for the French plan	2 years (1)
• Vesting period for the International plan	4 years
• Fair value of common shares at grant date	Can$ 0.50
• Anticipated turnover	10%
Total fair value of the plan	Can$ 271 thousand

Second tranche awarded in 2015

• Grant date	August 2015
• Number of free shares issued	765,000
• Vesting period for the French plan	2 years (1)
• Vesting period for the International plan	4 years
• Fair value of common shares at grant date	Can$ 0.22
• Anticipated turnover	10%
Total fair value of the plan	Can$ 114 thousand

Fourth Free Share plan

First tranche awarded in 2016

• Grant date	August 2016
• Number of free shares issued	827,000
• Vesting period for the French plan	2 years (1)
• Vesting period for the International plan	4 years
• Fair value of common shares at grant date	Can$ 0.40
• Anticipated turnover	10%
Total fair value of the plan	Can$ 229 thousand

Second tranche awarded in 2017

• Grant date	August 2017
• Number of free shares issued	947,000
• Vesting period for the French plan	2 years (1)
• Vesting period for the International plan	4 years
• Fair value of common shares at grant date	Can$ 0.35
• Anticipated turnover	10%
Total fair value of the plan	Can$ 229 thousand

Third tranche awarded in 2018

• Grant date	August 2018
• Number of free shares issued	823,000
• Vesting period for the French plan	2 years (1)
• Vesting period for the International plan	4 years
• Fair value of common shares at grant date	Can$ 0.40
• Anticipated turnover	10%
Total fair value of the plan	Can$ 229 thousand

Fifth Free Share plan

First tranche awarded in 2019

• Grant date	August 2019
• Number of free shares issued	892,000
• Vesting period for the French plan	4 years
• Vesting period for the International plan	4 years
• Fair value of common shares at grant date	Can$ 0.37
• Anticipated turnover	10%
Total fair value of the plan	Can$ 267 thousand

(1) Plus an additional 2-year lock up period following the vesting date.

The impact of this non-cash share-based compensation is presented within "Cost of sales" or "General and administrative expenses" depending on the employee benefiting from the award. The dilutive effect of these awards, if any, is taken into account in the calculation of the diluted earnings per share (see Note 25).

23. FINANCE INCOME AND FINANCIAL EXPENSE

Financial income and expense consists of the following:

	2019	2018	2017
Interest expense	(9,820)	(9,428)	(6,070)
Gains on short term deposits	101	74	78
Other	1,265	464	(167)
Finance costs	**(8,454)**	**(8,891)**	**(6,158)**

24. INCOME TAX EXPENSE

The income tax rate applicable in France is 31% in 2019 excluding the impact of certain additional considerations or reductions depending upon the size of the company. The Group also operates in certain countries in which effective rates of tax may be different.

Income tax expense is presented as follows:

	2019	2018	2017
Current tax	236	(2,791)	(1,617)
Deferred tax	(101)	(62)	3,230
Total	**135**	**(2,853)**	**1,612**

The reconciliation between the income tax expense using the French statutory rate and the Group's effective tax rate can be analyzed as follows:

	2019	2018	2017
Income / (loss) before taxes and share of profit from associates	**2,497**	**(7,776)**	**(12,898)**
Tax calculated at French tax rate (33.33% for 2019)	774	(2,592)	(4,299)
Effect of different tax rates in different countries	(1,001)	(670)	(667)
Share-based payment expense	60	60	43
Expenses not deductible for tax purposes	180	200	110
Unrecognized deferred tax assets	(149)	5,855	3,200
Total	**(135)**	**2,853**	**(1,612)**

25. EARNINGS PER SHARE

Basic earnings per share are calculated by dividing the profit attributable to equity holders of the Group by the weighted average number of ordinary shares issued during the year excluding shares purchased by the Group and held as treasury shares. The Group has also issued certain dilutive equity instruments under its free share plans (see Note 13 and 22).

	2019	2018	2017
Profit / (loss) attributable to equity holders of the Company in thousands of US$	**1,085**	**(10,617)**	**(10,740)**
Weighted average number of ordinary shares in issue before dilution	89,732,232	89,745,911	89,661,727
Basic earnings per share (US cents per share)	**1.21**	**(11.83)**	**(11.98)**
Weighted average number of ordinary shares in issue after dilution (1)	92,222,879	91,973,458	90,952,717
Diluted earnings per share (US cents per share)	**1.18**	**(11.83)**	**(11.98)**

(1) Reflect the effect of free shares issued and outstanding at each reporting period end (see Note 22). A calculation is performed to determine the number of shares that could have been acquired at fair value (determined as the average annual market share price of the Company's shares) based on the monetary value attached to outstanding free shares. The number of shares calculated as above is compared with the number of shares that would have been issued. Only free shares have a dilutive effect over the periods presented.

Dilutive instruments cannot have an anti-dilutive effect in case of a net loss attributable to the equity holders of the Company. Therefore, the basic and diluted earnings per share are the same for the years presented.

26. DIVIDENDS PER SHARE

On March 30, 2020, the Board of Directors proposed that no dividends are paid out in 2020 (nil in 2019 and 2018), this decision is yet to be approved by shareholders at the Company's Annual General Meeting on May 7, 2020.

27. COMMITMENTS AND CONTINGENCIES

The guarantees given are the following:

	December 31, 2019	2018	2017
Bid bonds	530	83	594
Advance payment guarantees and performance guarantees	5,628	505	1,320
Retention guarantees	181	184	1,592
Financial guarantees	155	886	512
Total	**6,494**	**1,658**	**4,018**

The Group entered into an operating lease with a related party in respect of its premises in Lunel for a term of nine years with an annual rent of € 226 thousand for 2019. This lease will end in 2026 representing a total remaining commitment amounting to € 1,582 thousand.

Other operating lease commitments for future periods are not material as at December 31, 2019, 2018 and 2017.

As part of the debt reorganization, a pledge was granted over 100% of the shares of Foraco Resources and Foraco Management and 5% of the shares of Foraco SASU and Geode International.

Generally, the Group is subject to legal proceedings, claims and legal actions arising in the ordinary course of business. The Group's management does not expect that the ultimate costs to resolve these matters will have a material adverse effect on the Group's consolidated financial position, results of operations or cash flows.

28. RELATED-PARTY TRANSACTIONS

As at December 31, 2019, the companies under the control of management hold 41.8% of the shares. 58.2% of the shares are listed on the Toronto Stock Exchange (excluding treasury shares owned by the Company).

Key management compensation is as follows:

In thousand €	**Wages, attendance fees and bonuses**	**Share-based payment Expense**	**Other benefits**	**Total**
Key management	2,092	—	—	2,092
Board of Directors members other than key management	60	—	—	60
Year ended December 31, 2019	**2,152**	—	—	**2,152**
Key management	2,092	—	—	2,092
Board of Directors members other than key management	60	—	—	60
Year ended December 31, 2018	**2,152**	—	—	**2,152**
Key management	2,124	—	—	2,124
Board of Directors members other than key management	60	—	—	60
Year ended December 31, 2017	**2,184**	—	—	**2,184**

The Group did not contribute to any special pension scheme for management.

During the year, the Group paid lease and equipment rental amounting to € 241 thousand to a related party (€ 226 thousand in 2018 and € 224 thousand in 2017). The Group ensured that the transactions have been carried out on an arm’s length basis in comparing the rents payable and the implicit interest rates with market price.

The Group has not carried out any other transactions with related parties.

29. EVENTS AFTER THE BALANCE SHEET DATE

On December 30, 2019, the Company was notified of the outcome of a pending commercial claim whereby certain services non previously recognized would become due. In accordance with the Company policy, the net proceeds estimated at US$ 1.6 million will be accounted for in the period when the profit is deemed certain i.e. when the documentation is complete and the cash is received.

During the first part of 2020, Governments in countries where the Group operates enacted emergency measures to combat the spread of the Covid -19 virus. These measures, which include the implementation of travel bans, self-imposed quarantine periods and social distancing, have caused material disruption to businesses globally. To date, a certain number of mining projects have been suspended as cases of Covid-19 have been confirmed, for precautionary purposes or as governments have declared a state of emergency or taken other actions. In addition, the Company's management or other personnel may be unavailable to work as a result of the pandemic, whether due to illness, government action or otherwise. These events combined with the breadth of the impact of the pandemic on investors, businesses, the global economy and financial and commodity markets could have a material adverse impact on the Company's profitability, results of operations, financial conditions and the trading price of the Company's securities, which is impossible to estimate as of today.

30. CONSOLIDATED SUBSIDIARIES

As at December 31, 2019, consolidated subsidiaries are as follows:

Subsidiaries	Country of incorporation	Direct and indirect percentage of shareholdings
Foraco International S.A.	France	n.a.
Foraco SASU	France	100%
Géode International SASU	France	100%
Foraco Management SASU	France	100%
Foraco Resources SASU	France	100%
Foraco Canada Ltd.	Canada	100%
Foraco Corp	USA	100%
Foraco Pacifique SASU	New Caledonia	100%
Foraco Australia Pty Ltd	Australia	100%
John Nitschke Drilling Pty Ltd	Australia	100%
Foraco CI S.A	Ivory Coast	100%
Foremi S.A.	Ivory Coast	51%
Foraco Subsahara	Chad	100%
Foraco Senegal	Senegal	100%
Foraco Niger S.A.	Niger	100%
Foraco Sahel Sarl	Mali	100%
Foraco Guinée Sarl	Guinea	100%
Foraco Ghana Ltd	Ghana	100%
Foraco Congo Sarl	Congo	100%
Foraco Burkina Faso	Burkina Faso	100%
Foraco Sondaj Ticaret Sirteki Ltd	Turkey	100%
Foraco Peru SAC	Peru	100%
Foraco Chile SA	Chile	100%
Foraco Argentina SA	Argentina	100%
Foraco Mexico SA	Mexico	100%
Eastern Drilling Company Llc	Russia	50%
Foraco Kazakhstan	Kazakhstan	100%
Foraco Servitec Sondagem S.A.	Brazil	73%
Foraco Holding Participações Ltda	Brazil	100%
Foraco UK	England	100%
Foraco Singapore	Singapore	100%