MEDICAL FACILITIES CORPORATION	**MANAGEMENT'S DISCUSSION AND ANALYSIS OF CONSOLIDATED FINANCIAL CONDITION AND RESULTS OF OPERATIONS FOR THE THREE AND NINE MONTHS ENDED SEPTEMBER 30, 2018**

November 7, 2018

The following Management's Discussion and Analysis ("MD&A") is intended to assist readers in understanding Medical Facilities Corporation (the "Corporation"), its business environment, strategies, performance, outlook and the risks applicable to the Corporation. It is supplemental to and should be read in conjunction with the unaudited interim condensed consolidated financial statements and accompanying notes (the "financial statements") of the Corporation for the three and nine months ended September 30, 2018, which have been prepared in accordance with IAS 34 *Interim Financial Reporting*, the audited consolidated financial statements and accompanying notes of the Corporation for the year ended December 31, 2017 ("annual financial statements"), which have been prepared in accordance with International Financial Reporting Standards ("IFRS"), and the Corporation's annual MD&A for the year ended December 31, 2017 ("annual MD&A").

Substantially all of the Corporation's operating cash flows are in U.S. dollars and all amounts presented in the financial statements and herein are stated in thousands of U.S. dollars, unless indicated otherwise.

Additional information about the Corporation and its annual information form are available on SEDAR at www.sedar.com.

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1. CAUTION CONCERNING FORWARD-LOOKING STATEMENTS

Certain information in this MD&A may constitute "forward-looking information" within the meaning of applicable securities legislation. All information contained in this MD&A, other than statements of current and historical fact, is forward-looking information. Forward-looking information includes, but is not limited to, the discussion of the Corporation's business and operating initiatives, focuses and strategies, expectations of future performance and consolidated financial results, and expectations with respect to cash flows and level of liquidity. Generally, forward-looking information can be identified by use of words such as "may", "will", "could", "should", "would", "expect", "believe", "plan", "anticipate", "intend", "forecast", "objective" and "continue" (or the negative thereof) and other similar terminology. All of the forward-looking information in this MD&A is qualified by this cautionary statement.

Forward-looking information is not, and cannot be, a guarantee of future results or events. Forward-looking information is based on, among other things, opinions, assumptions, estimates and analyses that, while considered reasonable at the date the forward-looking information is provided, inherently are subject to significant risks, uncertainties, contingencies and other factors that may cause actual results, performance or achievements, industry results or events to be materially different from those expressed or implied by the forward-looking information. The material factors or assumptions that were identified and applied in drawing conclusions or making forecasts or projections set out in the forward-looking information include, but are not limited to: the successful execution of business strategies, consistent and stable economic conditions and conditions in the financial markets, and the consistent and stable legislative environment in which the Corporation operates.

Inherent in the forward-looking information are known and unknown risks, uncertainties and other factors that could cause actual results, performance or achievements, or industry results, to differ materially from any results, performance or achievements expressed or implied by such forward-looking information. Those risks, uncertainties and other factors that could cause actual results to differ materially from the forward-looking information include, but are not limited to: ability to obtain and maintain contractual arrangements with insurers and other payors, ability to attract and retain qualified physicians, availability of qualified personnel or management, legislative and regulatory changes, capital expenditures, general state of the economy, competition in the industry, opportunity to acquire accretive businesses, integration of acquisitions, currency risk, interest rate risk, success of new service lines introductions, ability to maintain profitability and manage growth, revenue and cash flow volatility, credit risk, operating risks, performance of obligations/maintenance of client satisfaction, information technology governance and security, risk of future legal proceedings, insurance limits, income tax matters, ability to meet solvency requirements to pay dividends, leverage and restrictive covenants, unpredictability and volatility of common share price, and issuance of additional common shares diluting existing shareholders' interests, and other factors set forth under the heading "Risk Factors" in the annual MD&A and under the heading "Risk Factors" in the Corporation's most recently filed annual information form (which is available on SEDAR at www.sedar.com).

Given these risks, uncertainties and other factors, investors should not place undue reliance on forward-looking information as a prediction of actual results. The forward-looking information reflects management's current expectations and beliefs regarding future events and operating performance and is based on information currently available to management. Although management has attempted to identify important factors that could cause actual results to differ materially from the forward-looking information contained herein, there are other factors that could cause results not to be as anticipated, estimated or intended. The forward-looking information contained herein is current as of the date of this MD&A and, except as required under applicable law, the Corporation does not undertake the obligation to publicly revise these forward-looking statements to reflect subsequent events or circumstances.

2. NON-IFRS FINANCIAL MEASURES

The Corporation uses certain non-IFRS financial measures which it believes provide useful measures for evaluation and assessment of the Corporation's performance. Non-IFRS financial measures do not have any standard meaning prescribed by IFRS, are unlikely to be comparable to similar measures presented by other issuers, and should not be considered as alternatives to comparable measures determined in accordance with IFRS as indicators of the Corporation's financial performance, including its liquidity, cash flows, and profitability.

The Corporation uses the following non-IFRS financial measures which are presented in Section 7 of this MD&A under the heading "Reconciliation of Non-IFRS Financial Measures" and reconciled to the applicable IFRS measures:

- **Cash available for distribution** is a non-IFRS financial measure of cash generated from operations during a reporting period which is available for distribution to common shareholders. Cash available for distribution is derived from cash flows from operations before changes in non-cash working capital and certain non-cash adjustments, less maintenance capital expenditures, interest and principal repayments on non-revolving debt obligations, non-controlling interest in cash flows at the Facility (defined below) level. The Corporation calculates cash available for distribution in U.S. dollars and translates it into Canadian dollars using the average exchange rate applicable during the period.

- **Cash available for distribution per common share** is a non-IFRS financial measure calculated as the cash available for distribution divided by the weighted average number of common shares outstanding during the period.

- **Distributions** is a non-IFRS financial measure of cash distributed to holders of common shares, more commonly referred to as dividends.

- **Earnings before interest, taxes, depreciation and amortization** ("EBITDA") is a non-IFRS financial measure defined as income for the period before (i) finance costs, (ii) income taxes, (iii) depreciation of property and equipment, and (iv) amortization of other intangibles.

- **Adjusted EBITDA** is a non-IFRS financial measure defined as EBITDA before goodwill impairment.

- **Payout ratio** is a non-IFRS financial measure calculated as total distributions per common share in Canadian dollars divided by cash available for distribution per common share in Canadian dollars.

3. BUSINESS OVERVIEW

The Corporation is a British Columbia corporation. The capital of the Corporation is in the form of publicly traded common shares and 5.9% convertible unsecured subordinated debentures ("convertible debentures"). The Corporation's current monthly dividend on its common shares is Cdn$0.09375 per share.

The Corporation's operations are based in the United States. Through its wholly-owned U.S.-based subsidiaries, Medical Facilities America, Inc. ("MFA") and Medical Facilities (USA) Holdings, Inc. ("MFH"), the Corporation owns controlling interests in, and/or controls by virtue of the power to govern, and derives substantially all of its income from, 13 limited liability entities (each a "Facility" and, collectively, the "Facilities"), each of which own either a specialty surgical hospital (an "SSH") or an ambulatory surgery center (an "ASC"). The 13 Facilities are comprised of five SSHs located in Arkansas, Indiana, Oklahoma, and South Dakota, and eight ASCs located in Arkansas, California, Michigan, Missouri, Nebraska, Ohio, Oregon and Pennsylvania. ASCs are specialized surgical centers that only provide outpatient procedures, whereas SSHs are licensed for both inpatient and outpatient surgeries. The SSHs and ASCs provide facilities, including staffing, surgical materials and supplies, and other support necessary for scheduled surgical, pain management, imaging, and diagnostic procedures and derive their revenue primarily from the fees charged for the use of these facilities. The Facilities mainly focus on a limited number of clinical specialties such as orthopedics, neurosurgery, pain management and other non-emergency elective procedures. In addition, three of the SSHs provide urgent care services and two of the SSHs provide primary care services to their communities.

The Corporation has a 92% interest in RRI Mishawaka Hospital, LP ("RRIMH"), which owns the real estate assets underlying Unity Medical and Surgical Hospital ("UMASH").

On August 31, 2018, the Corporation entered into an agreement providing for a new $150 million syndicated revolving credit facility, maturing on August 31, 2023. The facility replaces the Company's Cdn$100 million facility that was due to mature at the end of 2018. Subject to the terms of the credit agreement, the new revolving credit facility may be used for acquisitions and other general corporate purposes.

On August 3, 2018, the Corporation increased its ownership interest in UMASH through the purchase of shares of its holding company, Physician's ASC Management, LLC ("PAM"). As a result, the Corporation's ownership interest rose to 73.9% from 62.0%.

On June 1, 2018, Integrated Medical Delivery, L.L.C. ("IMD"), the Corporation's 51% indirectly-owned subsidiary, completed the sale of its assets. The Corporation recorded a pre-tax loss of $530 on proceeds of sale of $3,100. The Corporation has maintained its 51% indirect ownership interest in IMD.

On January 12, 2018, the Corporation, through its indirect subsidiary, entered into an agreement with Nueterra MF Holdings, LLC to form a partnership, MFC Nueterra Holding Company, LLC ("MFC Nueterra Partnership"), in which the Corporation holds a 94.25% indirect interest. On February 1, 2018, MFC Nueterra Partnership completed an acquisition of indirect interests for the Corporation, representing between approximately 40% to 56% in seven ASCs ("the MFC Nueterra ASCs") situated in Arkansas, Michigan, Missouri, Nebraska, Ohio, Oregon and Pennsylvania. The physicians at the MFC Nueterra ASCs specialize in orthopedics, neurosurgery, ophthalmology, and pain management, along with sub-specialties in otolaryngology, gastroenterology, cosmetic surgery, general surgery and podiatry. Combined, the MFC Nueterra ASCs have 18 operating rooms and eight procedure rooms.

The total purchase price paid by MFC Nueterra Partnership was $46,500. The Corporation's portion of the purchase price of $43,850 was funded by cash on hand and a draw on its credit facility. The transaction is accounted for as a business combination with the Corporation consolidating 100% of the operations as at the acquisition date. The assets and liabilities of the MFC Nueterra ASCs are included in the financial statements.

Facility service revenue ("revenue") and certain directly related expenses are subject to seasonal fluctuations due to the timing of case scheduling, which can be impacted by the vacation schedules of surgeons, as well as the extent to which patients have remaining deductibles on their insurance coverage, based on the time of year. Occupancy related expenses, certain operating expenses, depreciation and amortization, and interest expense remain relatively steady throughout the year.

Revenue for any given period is dependent on the volume of the procedures performed as well as the acuity and complexity of the procedures ("case mix") and composition of payors ("payor mix"), including federal and state agencies (under the Medicare and Medicaid programs), managed care health plans, commercial insurance companies and employers. Various payors have different reimbursement rates for the same type of procedure which are generally based on either predetermined rates per procedure or discounted fee-for-service rates. Medicare and Medicaid typically have lower reimbursement rates than other payors.

Revenue is recorded in the period when healthcare services are provided based upon established billing rates less adjustments required by contractual arrangements with the payors. Estimates of contractual adjustments under payor arrangements are based upon the payment terms specified in the related contractual agreements and payment history.

The volume of procedures performed at the Facilities depends on, among other things: (i) the Facilities' ability to deliver high quality care and superior services to patients and their family members; (ii) the Facilities' success in encouraging physicians to perform procedures at the Facilities through, among other things, maintenance of an efficient work environment for physicians as well as availability of facilities; and (iii) the Facilities' establishment and maintenance of strong relationships with major third-party payors in the geographic areas served. The case mix at each Facility is a function of the clinical specialties of the physicians and medical staff and is also dependent on the equipment and infrastructure at each Facility.

Non-controlling interests in the Facilities are indirectly owned, primarily by physicians practicing at the Facilities. Upon acquisition by the Corporation of indirect controlling interests in the SSHs located in Arkansas, Oklahoma, and South Dakota, the non-controlling interest owners were granted the right to exchange up to 14% (5% in the case of ASH) of the ownership interest in their respective Facilities for common shares of the Corporation. The liability associated with this derivative instrument is recorded on the consolidated balance sheet. The non-controlling interest owners of a few Facilities have exercised portions of their exchangeable interests.

Summary of Facility Information as of September 30, 2018

	Arkansas Surgical Hospital ("ASH")	**Unity Medical and Surgical Hospital ("UMASH")**	**Oklahoma Spine Hospital ("OSH")**	**Black Hills Surgical Hospital ("BHSH")**	**Sioux Falls Specialty Hospital ("SFSH")**	**The Surgery Center of Newport Coast ("SCNC")**	**MFC Nueterra ASCs ("MFC Nueterra")**
Location	North Little Rock Arkansas	Mishawaka Indiana	Oklahoma City Oklahoma	Rapid City South Dakota	Sioux Falls South Dakota	Newport Beach California	Seven locations [2]
Year Opened	2005	2009	1999	1997	1985	2004	2006-2011
Year Acquired by the Corporation	2012	2016	2005	2004	2004	2008	2018
Ownership Interest	51.0%	73.9%	62.8%	54.2%	51.0%	51.0%	40-56%[2]
Non-controlling Interest	49.0%	26.1%	37.2%	45.8%	49.0%	49.0%	44-60%[2]
Exchangeable Interest	5.0%	-	2.2%	10.8%	14.0%	-	-
Size	126,000 sq ft	49,000 sq ft	61,000 sq ft	75,000 sq ft	76,000 sq ft	7,000 sq ft	5,000-13,200 sq ft
Operating/Procedure Rooms	11/2	4/2	7/2	11	14	2/1	18/8
Overnight Rooms	41[1]	29	25	26	34	-	-

[1] *Licensed for 49 beds.*

[2] *Through the MFC Nueterra Partnership, the Corporation owns indirect interests between approximately 40% to 56% in seven ASCs, situated in Arkansas, Michigan, Missouri, Nebraska, Ohio, Oregon and Pennsylvania.*

4. FINANCIAL AND PERFORMANCE HIGHLIGHTS

Selected Financial Information

Unaudited	Three Months Ended September 30,		Nine Months Ended September 30,	
In thousands of U.S. dollars, except per share amounts and as indicated otherwise	**2018**	**2017**	**2018**	**2017**
Facility service revenue	104,207	88,974	308,319	274,063
Operating expenses	87,688	76,542	259,816	232,118
Income from operations	16,519	12,432	48,503	41,945
Net income and comprehensive income for the period	8,007	2,165	31,586	29,028
Attributable to:				
Owners of the Corporation	2,135	(3,560)	12,663	10,092
Non-controlling interest (1)	5,872	5,725	18,923	18,936
Earnings (loss) per share attributable to owners of the Corporation				
Basic	$0.07	($0.11)	$0.41	$0.33
Fully diluted	$0.07	($0.11)	$0.39	$0.33
EBITDA (2)	22,648	19,348	66,626	62,568
Cash available for distribution (2)	C $9,433	C $12,318	C $30,394	C $34,934
Distributions (2)	C $8,714	C $8,713	C $26,130	C $26,176
Cash available for distribution per common share (2)	C $0.30	C $0.40	C $0.98	C $1.13
Distributions per common share (2)	C $0.28	C $0.28	C $0.84	C $0.84
Payout ratio (2)	92.4%	70.7%	86.0%	74.9%

(1) Net income and comprehensive income attributable to owners of the Corporation fluctuates significantly between the periods due to variations in finance costs, primarily in the values of convertible debentures and exchangeable interest liability, and income taxes; these charges are incurred at the corporate level rather than at Facility level. On the other hand, net income and comprehensive income attributable to non-controlling interest represents the interest of the Facilities' non-controlling interests in the net income of the Facilities on a stand-alone basis and, therefore, does not vary as significantly between the periods.

(2) Non-IFRS financial measure. Please refer to Section 2 under the heading "Non-IFRS Financial Measures", Section 7 under the heading "Reconciliation of Non-IFRS Financial Measures" and Section 5 under "Reconciliation of net income and comprehensive income for the period to EBITDA".

Selected Financial Information for the Three Months Ended September 30, 2018 Compared to the Three Months Ended September 30, 2017

For the three months ended September 30, 2018, revenue was $104.2 million, an increase of 17.1% from $89.0 million for the same period in 2017 as the MFC Nueterra ASCs generated $8.6 million of incremental revenue, with the remainder of the growth coming from same Facility operations. EBITDA was $22.6 million or 21.7% of revenue compared to $19.3 million or 21.7% for the same period last year. Net income and comprehensive income for the period was $8.0 million compared to $2.2 million in 2017, with the increase mainly attributable to a smaller increase in the value of exchangeable interest liability in the current year (refer to Section 5 "Consolidated Operating and Financial Review" of this MD&A under the heading "Change in Value of Exchangeable Interest Liability") and an increase in income from operations, partially offset by higher income tax expense. The Corporation generated cash available for distribution of Cdn$9.4 million, representing a decrease of Cdn$2.9 million or 23.4% from Cdn$12.3 million in the prior year. Distributions per common share remained consistent between the periods at Cdn$0.28, while the payout ratio was 92.4% compared to 70.7% for the three months ended September 30, 2017. For a reconciliation of the foregoing non-IFRS financial measures to the applicable IFRS measures, see Section 7 under the heading "Reconciliation of Non-IFRS Financial Measures".

Selected Financial Information for the Nine Months Ended September 30, 2018 Compared to the Nine Months Ended September 30, 2017

For the nine months ended September 30, 2018, revenue was $308.3 million, an increase of 12.5% from $274.1 million for the same period in 2017 as the MFC Nueterra ASCs generated $24.2 million of incremental revenue, with the remainder of the growth coming from same Facility operations. EBITDA was $66.6 million or 21.6% of revenue compared to $62.6 million or 22.8% for the same period last year. Net income and comprehensive income for the period was $31.6 million compared to $29.0 million in 2017, with the increase mainly attributable to an increase in income from operations, partially offset by higher income tax expense and a higher loss on foreign currency translation. The Corporation generated cash available for distribution of Cdn$30.4 million, representing a decrease of Cdn$4.5 million or 13.0% from Cdn$34.9 million in the prior year. Distributions per common share remained consistent between the years at Cdn$0.84, while the payout ratio was 86.0% compared to 74.9% for the nine months ended September 30, 2017. For a reconciliation of the foregoing non-IFRS financial measures to the applicable IFRS measures, see Section 7 under the heading "Reconciliation of Non-IFRS Financial Measures".

5. CONSOLIDATED OPERATING AND FINANCIAL REVIEW

Three months ended September 30, 2018

The following table and discussion compare operating and financial results of the Corporation for the three months ended September 30, 2018 to the three months ended September 30, 2017.

Unaudited	**Three Months Ended September 30,**			
In thousands of U.S. dollars, except per share amounts	**2018**	**2017**	**$ Change**	**% Change**
Facility service revenue	**104,207**	**88,974**	**15,233**	**17.1%**
Operating expenses				
Salaries and benefits	30,060	26,418	3,642	13.8%
Drugs and supplies	32,660	26,942	5,718	21.2%
General and administrative expenses	18,839	16,266	2,573	15.8%
Depreciation of property and equipment	2,780	2,816	(36)	(1.3%)
Amortization of other intangibles	3,349	4,100	(751)	(18.3%)
	87,688	**76,542**	**11,146**	**14.6%**
Income from operations	**16,519**	**12,432**	**4,087**	**32.9%**
Finance costs				
Change in value of convertible debentures	428	1,307	(879)	(67.3%)
Change in value of exchangeable interest liability	2,316	8,017	(5,701)	(71.1%)
Interest expense on exchangeable interest liability	1,922	2,121	(199)	(9.4%)
Interest expense, net of interest income	1,841	1,612	229	14.2%
Gain on foreign currency	(210)	(393)	183	46.6%
	6,297	**12,664**	**(6,367)**	**(50.3%)**
Income (loss) before income taxes	**10,222**	**(232)**	**10,454**	**4,506.0%**
Income tax expense (recovery)	2,215	(2,397)	4,612	192.4%
Net income and comprehensive income for the period	**8,007**	**2,165**	**5,842**	**269.8%**
Attributable to:				
Owners of the Corporation	2,135	(3,560)	5,695	160.0%
Non-controlling interest	5,872	5,725	147	2.6%
Basic earnings (loss) per share attributable to owners of the Corporation	$0.07	($0.11)	0.18	163.6%
Fully diluted earnings (loss) per share attributable to owners of the Corporation	$0.07	($0.11)	0.18	163.6%
Reconciliation of net income and comprehensive income for the period to EBITDA[(1)]				
Net income and comprehensive income for the period	**8,007**	**2,165**	**5,842**	**269.8%**
Income tax expense (recovery)	2,215	(2,397)	4,612	192.4%
Finance costs	6,297	12,664	(6,367)	(50.3%)
Depreciation of property and equipment	2,780	2,816	(36)	(1.3%)
Amortization of other intangibles	3,349	4,100	(751)	(18.3%)
EBITDA[(1)]	**22,648**	**19,348**	**3,300**	**17.1%**

(1) *Non-IFRS financial measure. Please refer to Section 2 under the heading "Non-IFRS Financial Measures" for a discussion of such measures.*

Revenue

Unaudited In thousands of U.S. dollars	Three Months Ended September 30, 2018	2017	$ Change	% Change
ASH	16,780	17,383	(603)	(3.5%)
UMASH	10,590	8,423	2,167	25.7%
OSH	18,752	15,182	3,570	23.5%
BHSH	21,338	20,012	1,326	6.6%
SFSH	25,977	25,397	580	2.3%
SCNC	2,125	2,116	9	0.4%
MFC Nueterra ASCs	8,645	-	8,645	100.0%
RRIMH	561	550	11	2.0%
IMD	-	1,000	(1,000)	(100.0%)
Intercompany eliminations	(561)	(1,089)	528	48.5%
Facility service revenue	**104,207**	**88,974**	**15,233**	**17.1%**

For the three months ended September 30, 2018, revenue increased over 2017 by $15.2 million or 17.1%. The increase was primarily attributable to the acquisition of the MFC Nueterra ASCs which contributed $8.6 million to the overall increase, and higher case volume of $7.1 million, partly offset by the discontinuation of revenue from IMD.

Total surgical cases increased by 3,975 cases or 47.4%, of which outpatient cases increased by 73.3% while inpatient cases decreased by 3.6%. Same Facility surgical case volume was higher, as BHSH and UMASH had notable increases, partially offset by a decrease at ASH. The MFC Nueterra ASCs drove the overall surgical case growth by adding 3,598 outpatient cases. Including the impact of the MFC Nueterra ASCs, surgical case volume growth over the same period last year came predominantly from Commercial Insurance and Medicare, which grew by 106.9% and 74.7%, respectively.

The above factors are reflected in each subsidiary's revenue as follows:

- ASH's revenue decreased mainly due to lower case volume.
- UMASH's revenue increased mainly due to higher case volume.
- OSH's revenue increased mainly due to higher surgical and pain case volumes, and payor mix.
- BHSH's revenue increased mainly due to higher case volume, partly offset by bad debt expense.
- SFSH's revenue increased mainly due to higher case volume, mostly offset by payor mix.
- SCNC's revenue increased mainly due to higher case volume and payor mix, mostly offset by case mix.
- MFC Nueterra ASCs contributed revenue to the overall increase subsequent to the February 1, 2018 acquisition date.
- RRIMH's revenue, which is fully eliminated, was relatively unchanged.
- The intercompany revenue elimination relates to RRIMH's rental revenue from UMASH.

Operating Expenses

Consolidated operating expenses, including salaries and benefits, drugs and supplies, general and administrative expenses, depreciation of property and equipment, and amortization of other intangibles, (“operating expenses”) increased $11.1 million or 14.6%, to $87.7 million. As a percentage of revenue, operating expenses decreased to 84.1% from 86.0% in the same period a year earlier.

Unaudited	Three Months Ended September 30,					
In thousands of U.S. dollars	**2018**	**Percentage of Revenue**	**2017**	**Percentage of Revenue**	**$ Change**	**% Change**
ASH	13,798	82.2%	13,635	78.4%	163	1.2%
UMASH	9,170	86.6%	10,054	119.4%	(884)	(8.8%)
OSH	15,672	83.6%	12,957	85.3%	2,715	21.0%
BHSH	16,417	76.9%	15,287	76.4%	1,130	7.4%
SFSH	18,262	70.3%	16,600	65.4%	1,662	10.0%
SCNC	1,572	74.0%	1,508	71.3%	64	4.2%
MFC Nueterra ASCs	7,927	91.7%	-	N/A	7,927	100.0%
RRIMH	168	29.9%	172	31.3%	(4)	(2.3%)
IMD	-	N/A	1,167	116.7%	(1,167)	(100.0%)
Corporate and intercompany eliminations	4,702	N/A	5,162	N/A	(460)	(8.9%)
Operating expenses	**87,688**	**84.1%**	**76,542**	**86.0%**	**11,146**	**14.6%**

Consolidated salaries and benefits increased by $3.6 million or 13.8%, primarily due to increases at the Facility level attributable to the MFC Nueterra ASCs ($1.8 million) and wage increases ($1.7 million). As a percentage of revenue, consolidated salaries and benefits decreased to 28.8% from 29.7% a year earlier.

Consolidated drugs and supplies increased by $5.7 million or 21.2%, primarily driven by the MFC Nueterra ASCs ($3.3 million), case mix ($1.2 million) and higher case volumes ($0.6 million). As a percentage of revenue, the consolidated cost of drugs and supplies increased to 31.3% from 30.3% a year earlier.

Consolidated general and administrative expenses (“G&A”) increased by $2.6 million or 15.8%. The increase in G&A was mainly attributable to the MFC Nueterra ASCs ($2.5 million), higher orthopedic service line and accountable care organization costs at SFSH ($0.4 million), increased IT systems and various office costs ($0.3 million), partly offset by the discontinuation of expenses from IMD ($0.3 million) and decreased contracted services ($0.2 million). As a percentage of revenue, consolidated G&A decreased to 18.1% from 18.3% a year earlier.

Consolidated depreciation of property and equipment remained consistent at $2.8 million year over year. As a percentage of revenue, consolidated depreciation of property and equipment decreased to 2.7% from 3.2% a year earlier.

Consolidated amortization of other intangibles decreased by $0.8 million or 18.3% mainly due to certain intangible assets being fully amortized. As a percentage of revenue, consolidated amortization of other intangibles decreased to 3.2% from 4.6% a year earlier.

Income from Operations

Consolidated income from operations for the three months ended September 30, 2018 of $16.5 million was $4.1 million or 32.9% higher than consolidated income from operations of $12.4 million, recorded a year earlier, representing 15.9% of revenue, compared to 14.0% in the same period in 2017. The increase was mainly the result of the operating income increases at UMASH, OSH and BHSH, and the acquisition of the MFC Nueterra ASCs of $0.7 million, offset partly by declines at SFSH and ASH.

Unaudited	Three Months Ended September 30,					
In thousands of U.S. dollars	**2018**	**Percentage of Revenue**	**2017**	**Percentage of Revenue**	**$ Change**	**% Change**
ASH	2,982	17.8%	3,749	21.6%	(767)	(20.5%)
UMASH	1,419	13.4%	(1,630)	(19.4%)	3,049	187.1%
OSH	3,080	16.4%	2,225	14.7%	855	38.4%
BHSH	4,921	23.1%	4,725	23.6%	196	4.1%
SFSH	7,715	29.7%	8,797	34.6%	(1,082)	(12.3%)
SCNC	553	26.0%	608	28.7%	(55)	(9.0%)
MFC Nueterra ASCs	718	8.3%	-	N/A	718	100.0%
RRIMH	393	70.1%	378	68.7%	15	4.0%
IMD	-	N/A	(167)	(16.7%)	167	100.0%
Corporate	(5,262)	N/A	(6,253)	N/A	991	15.8%
Income from operations	**16,519**	**15.9%**	**12,432**	**14.0%**	**4,087**	**32.9%**

Finance Costs

Change in Value of Convertible Debentures

The convertible debentures are recorded as a financial liability at fair value and re-measured at each reporting date and the changes in fair value are included in net income and comprehensive income for the respective periods. Changes in the recorded value of the convertible debentures are driven by the changes in the market price of the Corporation's convertible debentures and fluctuations in the value of the Canadian dollar against the U.S. dollar.

The following table provides a calculation of the change in fair value of convertible debentures for the reporting periods:

In thousands of U.S. dollars, except as indicated otherwise	**September 30, 2018** *Unaudited*	**June 30, 2018** *Unaudited*	**Change**	**September 30, 2017** *Unaudited*	**June 30, 2017** *Unaudited*	**Change**
Face value of convertible debentures outstanding	C $41,743	C $41,743	-	C $41,743	C $41,743	-
Closing price of convertible debentures outstanding	C $100.85	C $101.27	C $(0.42)	C $102.00	C $102.00	-
Closing exchange rate of U.S. dollar to Canadian dollar	$1.2911	$1.3137	$(0.0226)	$1.2480	$1.2977	$(0.0497)
Market value of convertible debentures outstanding	**32,606**	**32,179**	**428**	**34,117**	**32,810**	**1,307**

Change in Value of Exchangeable Interest Liability

The liability for the exchangeable interest is recorded at fair value, and re-measured at each reporting date, and the changes in fair value are included in net income and comprehensive income for the respective periods. Changes in the recorded value of the exchangeable interest liability between the reporting periods are attributable to the (i) changes in the number of common shares to be issued for the exchangeable interest liability, which are driven by the distributions to the non-controlling interest during the twelve-month period ending on the reporting date, (ii) changes in the market price of the Corporation's common shares, and (iii) fluctuations of the value of the Canadian dollar against the U.S. dollar.

The following table provides a calculation of the change in value of exchangeable interest liability for the reporting periods:

In thousands of U.S. dollars, except as indicated otherwise	September 30, 2018 *Unaudited*	June 30, 2018 *Unaudited*	Change	September 30, 2017 *Unaudited*	June 30, 2017 *Unaudited*	Change
Number of common shares to be issued for exchangeable interest liability	5,897,908	6,026,972	(129,064)	5,871,731	5,791,113	80,618
Closing price of the Corporation's common shares	C$14.35	C$13.97	C$0.38	C$15.59	C$14.64	C$0.95
Closing exchange rate of U.S. dollar to Canadian dollar	$1.2911	$1.3137	($0.0226)	$1.2480	$1.2977	($0.0497)
Exchangeable interest liability	**65,553**	**64,091**	**1,462**	**73,350**	**65,333**	**8,017**
Exercise of exchangeable rights by the holder of non-controlling interests			855			-
Change in value of exchangeable interest liability			**2,316**			**8,017**

Interest on Exchangeable Interest Liability

Interest expense on the exchangeable interest liability decreased by $0.2 million versus the comparative period.

Interest Expense

Interest expense, net of interest income, increased by $0.2 million versus the comparative period.

Foreign Currency

The Corporation's reporting currency is U.S. dollars; however, certain public company expenses and payments to holders of common shares and convertible debentures are made in Canadian dollars. Foreign currency gains decreased by $0.2 million compared to the same quarter in 2017 due to the relative change in foreign exchange rates.

Income Tax

Current and deferred tax components of the income tax expense (recovery) for the reporting periods are as follows:

Unaudited	Three Months Ended September 30,			
In thousands of U.S. dollars	**2018**	**2017**	**$ Change**	**% Change**
Current income tax expense (recovery)	1,431	(2,951)	4,382	148.5%
Deferred income tax expense	784	554	230	41.5%
Income tax expense (recovery)	**2,215**	**(2,397)**	**4,612**	**192.4%**

The increase in current income tax expense was due mainly to the variance in the deductibility of interest in the current and comparative period, due partly to the Tax Cuts and Jobs Act (TCJA"), along with higher income from the Facilities. The increase in the deferred income tax expense versus the prior year was primarily attributable to the tax effect of the change in exchangeable interest liability.

Net Income and Comprehensive Income

A $5.8 million increase in net income and comprehensive income was mainly attributable to an increase in income from operations and changes in the values of exchangeable interest liability (refer to Section 5 "Consolidated Operating and Financial Review" of this MD&A under the heading "Change in Value of Exchangeable Interest Liability") versus the prior year, partially offset by higher income tax expense.

EBITDA

EBITDA of $22.6 million increased from $19.3 million recorded a year earlier, representing 21.7% of revenue, equal to 21.7% a year earlier. The increases at UMASH, OSH and BHSH and the incremental contribution from the MFC Nueterra ASCs ($0.7 million) were partially offset by decreases at SFSH and ASH. For a reconciliation of EBITDA to an applicable IFRS measure, see Section 5 under "Reconciliation of net income and comprehensive income for the period to EBITDA".

Nine months ended September 30, 2018

The following table and discussion compare operating and financial results of the Corporation for the nine months ended September 30, 2018 to the nine months ended September 30, 2017.

Unaudited	Nine Months Ended September 30,			
In thousands of U.S. dollars, except per share amounts	**2018**	**2017**	**$ Change**	**% Change**
Facility service revenue	308,319	274,063	34,256	12.5%
Operating expenses				
Salaries and benefits	88,577	78,776	9,801	12.4%
Drugs and supplies	94,359	82,373	11,986	14.6%
General and administrative expenses	58,757	50,346	8,411	16.7%
Depreciation of property and equipment	8,221	8,490	(269)	(3.2%)
Amortization of other intangibles	9,902	12,133	(2,231)	(18.4%)
	259,816	**232,118**	**27,698**	**11.9%**
Income from operations	**48,503**	**41,945**	**6,558**	**15.6%**
Finance costs				
Change in value of convertible debentures	(926)	2,015	(2,941)	(146.0%)
Change in value of exchangeable interest liability	(344)	(3,684)	3,340	90.7%
Interest expense on exchangeable interest liability	6,580	6,724	(144)	(2.1%)
Interest expense, net of interest income	4,680	4,680	-	0.0%
Loss (gain) on foreign currency	212	(828)	1,040	125.6%
	10,202	**8,907**	**1,295**	**14.5%**
Income before income taxes	**38,301**	**33,038**	**5,263**	**15.9%**
Income tax expense	6,715	4,010	2,705	67.5%
Net income and comprehensive income for the period	**31,586**	**29,028**	**2,558**	**8.8%**
Attributable to:				
Owners of the Corporation	12,663	10,092	2,571	25.5%
Non-controlling interest	18,923	18,936	(13)	(0.1%)
Basic earnings per share attributable to owners of the Corporation	$0.41	$0.33	0.08	24.2%
Fully diluted earnings per share attributable to owners of the Corporation	$0.39	$0.33	0.06	18.2%
Reconciliation of net income and comprehensive income for the period to EBITDA (1)				
Net income and comprehensive income for the period	31,586	29,028	2,558	8.8%
Income tax expense	6,715	4,010	2,705	67.5%
Finance costs	10,202	8,907	1,295	14.5%
Depreciation of property and equipment	8,221	8,490	(269)	(3.2%)
Amortization of other intangibles	9,902	12,133	(2,231)	(18.4%)
EBITDA(1)	**66,626**	**62,568**	**4,058**	**6.5%**

(1) *Non-IFRS financial measure. Please refer to Section 2 under the heading "Non-IFRS Financial Measures" for a discussion of such measures.*

Revenue

Unaudited	Nine Months Ended September 30,			
In thousands of U.S. dollars	**2018**	**2017**	**$ Change**	**% Change**
ASH	48,818	52,308	(3,490)	(6.7%)
UMASH	29,427	26,030	3,397	13.1%
OSH	51,630	46,377	5,253	11.3%
BHSH	66,609	63,040	3,569	5.7%
SFSH	80,805	78,505	2,300	2.9%
SCNC	5,910	6,086	(176)	(2.9%)
MFC Nueterra ASCs	24,202	-	24,202	100.0%
RRIMH	1,683	1,650	33	2.0%
IMD	2,451	3,997	(1,546)	(38.7%)
Intercompany eliminations	(3,216)	(3,930)	714	18.2%
Facility service revenue	**308,319**	**274,063**	**34,256**	**12.5%**

For the nine months ended September 30, 2018, revenue increased over 2017 by $34.3 million or 12.5%. The increase was primarily attributable to the acquisition of the MFC Nueterra ASCs which contributed $24.2 million to the overall increase, and higher case volume of $11.2 million, partly offset by the discontinuation of revenue from IMD of $1.4 million after the disposition of its assets in June 2018.

Total surgical cases increased by 10,015 cases or 38.4%, of which outpatient cases increased by 58.5% while inpatient cases decreased by 2.4%. Same Facility surgical case volume increased, as BHSH and UMASH had notable increases, partially offset by decreases at ASH and SFSH. The MFC Nueterra ASCs drove the overall surgical case increase by adding 9,662 outpatient cases. Including the impact of the MFC Nueterra ASCs, surgical case volume growth over the same period last year came predominantly from Commercial Insurance and Medicare, as their cases grew by 95.3% and 61.2%, respectively.

The above factors are reflected in each subsidiary's revenue as follows:

- ASH's revenue decreased mainly due to lower case volume and case mix.
- UMASH's revenue increased mainly due to higher case volume, partially offset by changes in contractual reserves.
- OSH's revenue increased mainly due to increased case volume and payor mix.
- BHSH's revenue increased due to higher case volume, as well as case and payor mix.
- SFSH's revenue increased due to case mix, partially offset by payor mix and lower case volume.
- SCNC's revenue decreased mainly due to case mix, partially offset by payor mix.
- The MFC Nueterra ASCs contributed revenue to the overall increase subsequent to the February 1, 2018 acquisition date.
- RRIMH's revenue, which is fully eliminated, was consistent with prior year.
- IMD's revenue decreased due to the sale of its assets on June 1, 2018.
- The intercompany revenue elimination relates primarily to IMD's service revenue from OSH up to the date IMD's assets were sold, and RRIMH's rental revenue from UMASH.

Operating Expenses

Operating expenses increased $27.7 million or 11.9% to $259.8 million. As a percentage of revenue, operating expenses decreased to 84.3% from 84.7% in the same period a year earlier.

Unaudited	Nine Months Ended September 30,					
In thousands of U.S. dollars	**2018**	**Percentage of Revenue**	**2017**	**Percentage of Revenue**	**$ Change**	**% Change**
ASH	39,908	81.7%	40,782	78.0%	(874)	(2.1%)
UMASH	28,068	95.4%	28,946	111.2%	(878)	(3.0%)
OSH	44,916	87.0%	39,985	86.2%	4,931	12.3%
BHSH	49,251	73.9%	46,359	73.5%	2,892	6.2%
SFSH	55,980	69.3%	51,525	65.6%	4,455	8.6%
SCNC	4,711	79.7%	4,657	76.5%	54	1.2%
MFC Nueterra ASCs	20,432	84.4%	-	N/A	20,432	100.0%
RRIMH	512	30.4%	502	30.4%	10	2.0%
IMD	1,843	75.2%	3,561	89.1%	(1,718)	(48.2%)
Corporate and intercompany eliminations	14,195	N/A	15,801	N/A	(1,606)	(10.2%)
Operating expenses	**259,816**	**84.3%**	**232,118**	**84.7%**	**27,698**	**11.9%**

Consolidated salaries and benefits increased by $9.8 million or 12.4%, primarily due to increases at the Facility level attributable to the MFC Nueterra ASCs ($4.9 million), wage increases ($4.0 million), and benefit cost increases ($0.8 million). As a percentage of revenue, consolidated salaries and benefits remained consistent at 28.7% from a year earlier.

Consolidated drugs and supplies increased by $12.0 million or 14.6%, primarily driven by the MFC Nueterra ASCs ($8.5 million), higher case volumes ($2.7 million), and case mix ($1.3 million), partly offset by supply costs savings ($0.4 million). As a percentage of revenue, the consolidated cost of drugs and supplies increased to 30.6% from 30.1% a year earlier.

Consolidated G&A increased by $8.4 million or 16.7%. The increase in G&A was mainly attributable to the MFC Nueterra ASCs ($6.5 million), higher orthopedic service line and accountable care organization costs at SFSH ($1.2 million), higher IT systems and various office costs ($0.9 million), increased professional and marketing fees related to Facility initiatives ($0.8 million), and a loss on the sale of IMD's assets ($0.5 million). G&A expenses in the prior year included the CEO transition charge ($1.9 million). As a percentage of revenue, consolidated G&A increased to 19.1% from 18.4% a year earlier.

Consolidated depreciation of property and equipment decreased by $0.3 million or 3.2%. As a percentage of revenue, consolidated depreciation of property and equipment decreased to 2.7% from 3.1% a year earlier.

Consolidated amortization of other intangibles decreased by $2.2 million or 18.4% mainly due to certain intangible assets being fully amortized. As a percentage of revenue, consolidated amortization of other intangibles decreased to 3.2% from 4.4% a year earlier.

Income from Operations

Consolidated income from operations for the nine months ended September 30, 2018 of $48.5 million was $6.6 million or 15.6% higher than consolidated income from operations of $41.9 million, recorded a year earlier, representing 15.7% of revenue, compared to 15.3% in the same period in 2017. The increase is mainly the result of the acquisition of the MFC Nueterra ASCs ($3.8 million), operating income increases at several Facilities led by UMASH, and lower corporate costs due to the CEO transition charge in the prior year ($2.9 million), partially offset by declines at ASH and SFSH ($3.1 million).

Unaudited	Nine Months Ended September 30,					
In thousands of U.S. dollars	2018	Percentage of Revenue	2017	Percentage of Revenue	$ Change	% Change
ASH	8,910	18.3%	11,526	22.0%	(2,616)	(22.7%)
UMASH	1,358	4.6%	(2,917)	(11.2%)	4,275	146.6%
OSH	6,714	13.0%	6,393	13.8%	321	5.0%
BHSH	17,358	26.1%	16,682	26.5%	676	4.1%
SFSH	24,825	30.7%	26,980	34.4%	(2,155)	(8.0%)
SCNC	1,199	20.3%	1,429	23.5%	(230)	(16.1%)
MFC Nueterra ASCs	3,770	15.6%	-	N/A	3,770	100.0%
RRIMH	1,171	69.6%	1,148	69.6%	23	2.0%
IMD	608	24.8%	434	10.9%	174	40.1%
Corporate	(17,410)	N/A	(19,730)	N/A	2,320	11.8%
Income from operations	**48,503**	**15.7%**	**41,945**	**15.3%**	**6,558**	**15.6%**

Finance Costs

Change in Value of Convertible Debentures

The convertible debentures are recorded as a financial liability at fair value and re-measured at each reporting date and the changes in fair value are included in net income and comprehensive income for the respective periods. Changes in the recorded value of the convertible debentures are driven by the changes in the market price of the Corporation's convertible debentures and fluctuations in the value of the Canadian dollar against the U.S. dollar.

The following table provides a calculation of the change in fair value of convertible debentures for the reporting periods:

In thousands of U.S. dollars, except as indicated otherwise	September 30, 2018 Unaudited	December 31, 2017	Change	September 30, 2017 Unaudited	December 31, 2016	Change
Face value of convertible debentures outstanding	C $41,743	C $41,743	-	C $41,743	C $41,743	-
Closing price of convertible debentures outstanding	C $100.85	C $101.00	C $(0.15)	C $102.00	C $103.26	C $(1.26)
Closing exchange rate of U.S. dollar to Canadian dollar	$1.2911	$1.2573	$0.0338	$1.2480	$1.3427	$(0.0947)
Market value of convertible debentures outstanding	**32,606**	**33,533**	**(926)**	**34,117**	**32,102**	**2,015**

Change in Value of Exchangeable Interest Liability

The liability for the exchangeable interest is recorded at fair value, and re-measured at each reporting date, and the changes in fair value are included in net income and comprehensive income for the respective periods. Changes in the recorded value of the exchangeable interest liability between the reporting periods are attributable to the (i) changes in the number of common shares to be issued for the exchangeable interest liability, which are driven by the distributions to the non-controlling interest during the twelve-month period ending on the reporting date, (ii) changes in the market price of the Corporation's common shares, and (iii) fluctuations of the value of the Canadian dollar against the U.S. dollar.

The following table provides a calculation of the change in value of exchangeable interest liability for the reporting periods:

In thousands of U.S. dollars, except as indicated otherwise	September 30, 2018 Unaudited	December 31, 2017	Change	September 30, 2017 Unaudited	December 31, 2016	Change
Number of common shares to be issued for exchangeable interest liability	5,897,908	5,929,304	(31,396)	5,871,731	5,886,925	(15,194)
Closing price of the Corporation's common shares	C$14.35	C$14.23	C$0.12	C$15.59	C$17.57	C($1.98)
Closing exchange rate of U.S. dollar to Canadian dollar	$1.2911	$1.2573	$0.0338	$1.2480	$1.3427	($0.0947)
Exchangeable interest liability	**65,553**	**67,107**	**(1,554)**	**73,350**	**77,034**	**(3,684)**
Exercise of exchangeable rights by non-controlling interests			1,211			-
Change in value of exchangeable interest liability			**(344)**			**(3,684)**

Interest on Exchangeable Interest Liability

Interest expense on the exchangeable interest liability decreased by $0.1 million primarily due to the variation in distributions from the Facilities between the reporting periods.

Interest Expense

Interest expense, net of interest income, remained consistent at $4.7 million compared to the prior year.

Foreign Currency

The Corporation's reporting currency is U.S. dollars; however, certain public company expenses and payments to holders of common shares and convertible debentures are made in Canadian dollars. Foreign currency losses decreased by $1.0 million compared to the same quarter in 2017, due to the relative change in foreign exchange rates.

Income Tax

Current and deferred tax components of the income tax expense for the reporting periods are as follows:

Unaudited	Nine Months Ended September 30,			
In thousands of U.S. dollars	**2018**	**2017**	**$ Change**	**% Change**
Current income tax expense (recovery)	2,516	(3,361)	5,877	174.9%
Deferred income tax expense	4,199	7,371	(3,172)	(43.0%)
Income tax expense	**6,715**	**4,010**	**2,705**	**67.5%**

The increase in current income tax expense versus last year was due mainly to higher income from the Facilities, and lower deductibility of interest in the period due partly to the TCJA. The decrease in the deferred income tax expense versus the prior year was primarily attributable to the tax effect of the change in exchangeable interest liability.

Net Income and Comprehensive Income

A $2.6 million increase in net income and comprehensive income was mainly attributable to higher income from operations, partly offset by higher income taxes.

EBITDA

EBITDA of $66.6 million increased by $4.1 million from $62.6 million recorded a year earlier, representing 21.6% of revenue compared to 22.8% a year earlier. The incremental contribution from the MFC Nueterra ASCs ($4.3 million) and increases at UMASH, BHSH and OSH were partially offset by decreases at ASH and SFSH, while lower corporate costs due mainly to the prior year CEO transition charge were partly offset by the loss on disposal of IMD's assets. For a reconciliation of EBITDA to an applicable IFRS measure, see Section 5 under "Reconciliation of net income and comprehensive income for the period to EBITDA".

6. QUARTERLY OPERATING AND FINANCIAL RESULTS

Summary of Quarterly Operating and Financial Results from Continuing Operations

Unaudited	2018			2017				2016
In thousands of U.S. dollars, except per share amounts	**Q3**	**Q2**	**Q1**	**Q4**	**Q3**	**Q2**	**Q1**	**Q4**
Facility service revenue	**104,207**	**106,494**	**97,618**	**111,266**	**88,974**	**96,085**	**89,004**	**107,994**
Operating expenses								
Salaries and benefits	30,060	29,615	28,902	29,673	26,418	26,174	26,184	27,949
Drugs and supplies	32,660	31,712	29,987	32,587	26,942	28,850	26,581	31,619
General and administrative expenses	18,839	21,257	18,661	16,927	16,266	17,944	16,136	16,162
Impairment of goodwill	-	-	-	8,400	-	-	-	-
Depreciation of property and equipment	2,780	2,737	2,704	3,022	2,816	2,868	2,806	2,805
Amortization of other intangibles	3,349	3,312	3,241	4,101	4,100	4,056	3,977	4,156
	87,688	**88,633**	**83,495**	**94,710**	**76,542**	**79,892**	**75,684**	**82,691**
Income from operations	**16,519**	**17,861**	**14,123**	**16,556**	**12,432**	**16,193**	**13,320**	**25,303**
Finance costs								
Change in value of convertible debentures	428	(671)	(684)	(585)	1,307	(618)	1,326	(4,495)
Change in value of exchangeable interest liability	2,316	(840)	(1,820)	(6,243)	8,017	(15,324)	3,623	(21,707)
Interest expense on exchangeable interest liability	1,922	2,143	2,515	1,968	2,121	2,155	2,446	2,181
Interest expense, net of interest income	1,841	1,465	1,374	1,213	1,612	1,483	1,586	1,745
Loss (gain) on foreign currency	(210)	223	200	127	(393)	(318)	(116)	284
	6,297	**2,320**	**1,585**	**(3,520)**	**12,664**	**(12,622)**	**8,865**	**(21,992)**
Income (loss) before income taxes	**10,222**	**15,541**	**12,538**	**20,076**	**(232)**	**28,815**	**4,455**	**47,295**
Income tax expense (recovery)	2,215	2,491	2,009	2,525	(2,397)	6,691	(284)	8,584
Income for the period from continuing operations	**8,007**	**13,050**	**10,529**	**17,551**	**2,165**	**22,124**	**4,739**	**38,711**
Attributable to:								
Owners of the Corporation	2,135	6,300	4,228	10,545	(3,560)	14,168	(516)	28,111
Non-controlling interest	5,872	6,750	6,301	7,006	5,725	7,956	5,255	10,600
Earnings (loss) per share attributable to owners of the Corporation from continuing operations:								
Basic	$0.07	$0.20	$0.14	$0.34	($0.11)	$0.46	($0.02)	$0.91
Fully diluted	$0.07	$0.18	$0.12	$0.20	($0.11)	$0.18	($0.02)	$0.31
Reconciliation of net income and comprehensive income for the period to EBITDA and Adjusted EBITDA (1)								
Income and comprehensive income for the period	**8,007**	**13,050**	**10,529**	**17,551**	**2,165**	**22,124**	**4,739**	**38,711**
Income tax expense (recovery)	2,215	2,491	2,009	2,525	(2,397)	6,691	(284)	8,584
Finance costs	6,297	2,320	1,585	(3,520)	12,664	(12,622)	8,865	(21,992)
Depreciation of property and equipment	2,780	2,737	2,704	3,022	2,816	2,868	2,806	2,805
Amortization of other intangibles	3,349	3,312	3,241	4,101	4,100	4,056	3,977	4,156
EBITDA (1)	**22,648**	**23,910**	**20,068**	**23,679**	**19,348**	**23,117**	**20,103**	**32,264**
Goodwill impairment	-	-	-	8,400	-	-	-	-
Adjusted EBITDA (1)	**22,648**	**23,910**	**20,068**	**32,079**	**19,348**	**23,117**	**20,103**	**32,264**

(1) *Non-IFRS financial measure. Please refer to Section 2 under the heading "Non-IFRS Financial Measures" for a discussion of such measures.*

During the last eight quarters, the following items have had a significant impact on the Corporation's financial results:

- Revenue varies directly in relation to the number of cases performed as well as to the type of cases performed and the payor. For example, revenue for orthopedic cases will typically be higher than ear, nose and throat cases and cases funded by Medicare or Medicaid will be lower than those paid for by private insurance. Changes in case volumes, case mix and payor mix are normal and expected due to the nature of the Corporation's business. Surgical cases are mainly elective procedures and the volume of cases performed in any given period are subject to medical necessity and patient and physician preferences in scheduling (e.g., work schedules and vacations). The Corporation generally records higher revenue in the fourth quarter as many patients tend to seek medical procedures at the end of the year, primarily as a result of their inability to carry over unused insurance benefits into the following calendar year. During the course of the last eight quarterly reporting periods, revenue has also been impacted by the periodic receipt of electronic health record incentive payments, development of urgent and primary care service lines, and new acquisitions.

- The changes in operating expenses are generally consistent with fluctuations in case volumes and case mix as well as development costs related to the Corporation's strategic move into urgent and primary care. In addition, operating expenses have been impacted by costs related to the establishment of an accountable care organization by SFSH as well as the entering by SFSH into a management agreement for the orthopedic service line (refer to Section 12 of this MD&A under heading "Related Party Transactions").

- In addition, revenue and operating expenses have been impacted by acquisition and sale of assets in 2018.

- The changes in the recorded value of the convertible debentures have been driven by the changes in the market price of the Corporation's convertible debentures and fluctuations in the value of the Canadian dollar against the U.S. dollar.

- The changes in the recorded value of the exchangeable interest liability have been driven by (i) the changes in the number of common shares issuable for the exchangeable interest liability, which are in turn driven by the distributions to the non-controlling interest during the twelve-month period ending on the reporting date, (ii) the changes in the market price of the Corporation's common shares, and (iii) the fluctuations of the value of the Canadian dollar against the U.S. dollar.

- The fluctuations in interest expense on the exchangeable interest liability are due to the variation in distributions from the Facilities between the reporting periods.

- The fluctuations in foreign currency have been driven by the movements of exchange rate of the Canadian dollar in relation to U.S. dollar.

- Fluctuations in current income taxes have been driven by the changes in operating performance of the Facilities, the deductibility of corporate expenses, intercompany interest expense deductions and taxable (deductible) foreign exchange gains (losses). Fluctuations in deferred income taxes have been driven primarily by the changes in the exchangeable interest liability and Canadian cumulative tax operating loss carryforwards, along with the impact of U.S. tax reform pursuant to the U.S. federal tax law changes enacted on December 22, 2017 (Public law no. 115-97, more commonly known by the name of "*The Tax Cuts and Jobs Act*" or "TCJA").

7. RECONCILIATION OF NON-IFRS FINANCIAL MEASURES

The following table presents reconciliation of cash available for distribution to cash provided by operating activities:

		Three Months Ended September 30,		Nine Months Ended September 30,	
Unaudited		**2018**	**2017**	**2018**	**2017**
In thousands of U.S. dollars, except as indicated otherwise		**$**	**$**	**$**	**$**
CASH PROVIDED BY OPERATING ACTIVITIES	**USD**	**19,865**	**16,387**	**61,934**	**59,405**
Non-controlling interest in cash flows of the Facilities (1)		(9,470)	(8,820)	(29,884)	(29,304)
Interest expense on exchangeable interest liability (2)		1,922	2,121	6,580	6,724
Difference between straight-line rent expense and actual payments made (3)		259	258	694	774
Maintenance capital expenditures (4)		(878)	(1,254)	(2,068)	(2,989)
Difference between accrual-based amounts and actual cash flows related to interest and taxes (5)		(318)	2,541	(1,797)	3,472
Change in non-cash operating working capital items (6)		(2,036)	(316)	(6,542)	(8,171)
Share-based compensation (7)		(95)	(65)	(318)	(268)
Repayment of non-revolving debt (8)		(2,032)	(1,020)	(4,994)	(2,923)
CASH AVAILABLE FOR DISTRIBUTION	**USD**	**7,217**	**9,832**	**23,605**	**26,720**
	CDN	**9,433**	**12,318**	**30,394**	**34,934**
DISTRIBUTIONS	**CDN**	**8,714**	**8,713**	**26,130**	**26,176**
CASH AVAILABLE FOR DISTRIBUTION PER COMMON SHARE (9)	**CDN**	**$0.30**	**$0.40**	**$0.98**	**$1.13**
TOTAL DISTRIBUTIONS PER COMMON SHARE (9)	**CDN**	**$0.28**	**$0.28**	**$0.84**	**$0.84**
PAYOUT RATIO		**92.4%**	**70.7%**	**86.0%**	**74.9%**
Average exchange rate of Cdn$ to US$ for the period		1.3070	1.2528	1.2876	1.3074
Weighted average number of common shares outstanding		31,004,165	30,974,315	30,978,971	31,020,707

(1) Non-controlling interest in cash flows of the Facilities is deducted in determining cash available for distribution as distributions from the Facilities to the non-controlling interest holders are required to be made concurrently with distributions from the Facilities to the Corporation.

(2) Interest expense on exchangeable interest liability represents a notional amount of interest expense deducted in the determination of net income and comprehensive income attributable to owners of the Corporation. It is added back to determine cash available for distribution as it is a non-cash charge and is not distributable to the holders of the non-controlling interest.

(3) Difference between straight-line rent expense and actual payments made represents the difference between rent expense recorded using the straight-line method over the life of the lease versus actual payments made. As a non-cash adjustment, this item is added back in the calculation of cash available for distribution.

(4) Maintenance capital expenditures at the Facility level reflect expenditures incurred to maintain the current operating capacities of the Facilities and are deducted in the calculation of cash available for distribution.

(5) Cash flows from operating activities, as presented in the Corporation's consolidated statements of cash flows, represent actual cash inflows and outflows, while calculation of cash available for distribution is based on the accrued amounts and, therefore, the difference between the accrual-based amounts and actual cash inflows and outflows related to interest, income and withholding taxes is included in the above table.

(6) While changes in non-cash operating working capital are included in the calculation of cash provided by operating activities, they are not included in the calculation of cash available for distribution as they represent only temporary sources or uses of cash due to the differences in timing of recording revenue and corresponding expenses and actual receipts and outlays of cash. Such changes in non-cash operating working capital are financed from the available cash or credit facilities of the Facilities.

(7) Share-based compensation expense represents a charge included in salaries and benefits in the period which does not have a cash impact until the underlying stock options vest. As a non-cash item, this expense is added back in the calculation of cash available for distribution.

(8) Repayment of non-revolving debt at the Facility level reflects contractual obligations of the Facilities and is deducted in the calculation of cash available for distribution.

(9) Calculated based on the weighted average number of common shares outstanding.

Cash available for distribution in the three months ended September 30, 2018 (Cdn$9.4 million) decreased by Cdn$2.9 million compared to the cash available for distribution the same quarter last year (Cdn$12.3 million). On a per common share basis, cash available for distribution of Cdn$0.30 decreased by Cdn$0.10, or 25.0%

from the same quarter last year of Cdn$0.40. The distributions remained constant at Cdn$0.28 resulting in a payout ratio of 92.4% as compared to a payout ratio of 70.7% in the same period in 2017.

Cash available for distribution in the nine months ended September 30, 2018 (Cdn$30.4 million) decreased by Cdn$4.5 million compared to the cash available for distribution the same quarter last year (Cdn$34.9 million). On a per common share basis, cash available for distribution of Cdn$0.98 decreased by Cdn$0.15, or 13.3% from the same period last year of Cdn$1.13. The distributions remained constant at Cdn$0.84 resulting in a payout ratio of 86.0% as compared to a payout ratio of 74.9% in the same period in 2017.

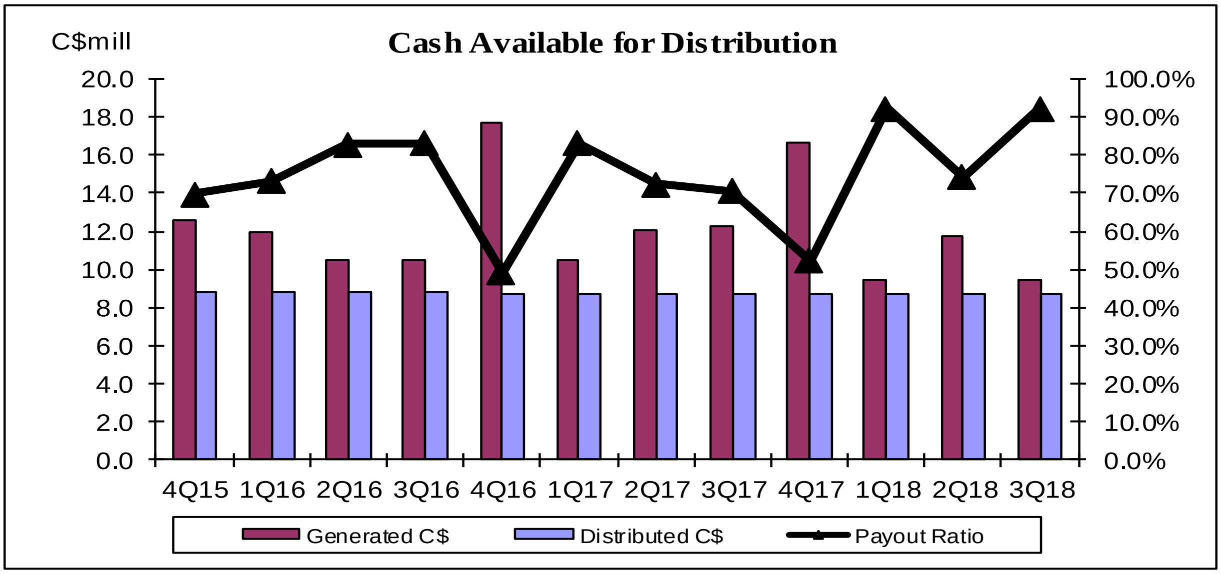
The Corporation's cash available for distribution comes solely from the Facilities. The following table provides a reconciliation of cash generated at the Facility level to the Corporation's cash available for distribution:

Unaudited	**Three Months Ended September 30,**		**Nine Months Ended September 30,**	
	2018	**2017**	**2018**	**2017**
In thousands of U.S. dollars	**$**	**$**	**$**	**$**
Cash flows from the Facilities:				
Income before interest expense, depreciation and amortization	24,588	21,551	73,717	70,239
Debt service costs:				
Interest	(1,207)	(1,156)	(3,445)	(3,465)
Repayment of non-revolving debt	(2,032)	(1,020)	(4,994)	(2,923)
Maintenance capital expenditures	(878)	(1,254)	(2,068)	(2,989)
Difference between straight-line rent expense and actual payments made	259	258	694	774
Cash available for distribution at Facility level	20,730	18,379	63,904	61,636
Non-controlling interest in cash available for distribution at Facility level	(9,470)	(8,820)	(29,884)	(29,304)
Corporation's share of the cash available for distribution at Facility level	**11,260**	**9,559**	**34,020**	**32,332**
Corporate expenses	(1,192)	(1,582)	(4,465)	(5,859)
Interest expense on convertible debentures	(474)	(494)	(1,427)	(1,407)
Interest on corporate credit facility	(946)	(602)	(2,007)	(1,707)
Provision for current income taxes	(1,431)	2,951	(2,516)	3,361
Cash available for distribution	**7,217**	**9,832**	**23,605**	**26,720**

Compared to the three months ended September 30, 2017, the cash available for distribution in U.S. dollars decreased by $2.6 million or 26.6% as higher cash available at the Facility level was offset by higher current income taxes.

Compared to the nine months ended September 30, 2017, the cash available for distribution in U.S. dollars decreased by $3.1 million or 11.7% due mainly to a higher provision for current income taxes which was partly offset by higher cash available at the Facility level and lower corporate expenses.

The chart below shows the Corporation's cash available for distribution, distributions and payout ratios for the last twelve quarters:



8. OUTLOOK

As noted in the cautionary language concerning forward-looking disclosures in Section 1 of this MD&A under the heading "Caution Concerning Forward-Looking Statements", this section contains forward-looking statements including with respect to the overall impact of the U.S. and local economies, ongoing changes in the healthcare industry, management strategies of the Corporation, and U.S. Tax Reform. Such statements involve known and unknown risks, uncertainties and other factors outside of management's control, including the risk factors set forth under the heading "Risk Factors" in the annual MD&A and the Corporation's most recently filed annual information form, which could cause results to differ materially from those described or anticipated in the forward-looking statements.

The outlook for the Corporation is influenced by many inter-related factors including the economy, the healthcare industry, management strategies of the Corporation, and U.S. tax reform.

The Economy

Management's expectations could be impacted by the general state of the U.S. economy. The strength of the local economies of the areas served by the Corporation's Facilities is an important factor in the Corporation's outlook.

Healthcare Industry

While impossible to currently quantify, the potential modification or replacement of the *Patient Protection and Affordable Care Act* ("PPACA"), demographic changes and growing healthcare costs present numerous challenges and opportunities, including:

- the challenge of continuing pressure on reimbursement levels from government-funded plans (Medicare, Medicaid and similar plans) and private insurance companies, combined with the increasing share of case volume that such plans represent;

- the opportunity for additional case volumes arising from ownership of, and participation in, accountable care organizations and the related challenge of payor mix shifting to Medicare plans;

- the opportunity arising from reimbursement incentives which reward healthcare entities that meet specified quality and operational goals and operate in the most efficient and cost-effective manner;

- the opportunity for an increase in the number of patients with health insurance which is expected to lead to an increase in surgical cases and a reduction in uncompensated care; and

- an increased demand for services provided by the Corporation’s Facilities due to the increasing average age and life expectancy of the U.S. population, overall population growth and advances in science and technology.

It is still unclear what the final outcome will be for the expansion in Medicaid beneficiaries which was envisioned under the PPACA. South Dakota and Oklahoma have not implemented an expansion of their Medicaid plans, while Arkansas expanded Medicaid using an alternative to traditional expansion.

Management Strategies

Management is committed to increasing shareholder value, primarily through continued organic growth at its current Facilities, along with the acquisitions of new, accretive facilities that are complementary to the Corporation’s core business, specifically in the SSH and ASC space. In addition to accretive core acquisitions, management will also consider other medical ventures where the financial and operational metrics are strong and could enhance a more comprehensive and integrated delivery model.

In collaboration with local management and physicians, management will continue to differentiate and grow the Corporation’s Facilities by:

- maintaining service lines of the highest quality;

- physician development, including continued recruitment and retention of physician investors and potential physician utilizers, based on community needs;

- expanding the complement of service offerings at the Facilities;

- in-market acquisitions of ancillary businesses (ASCs, imaging and urgent care services); and

- sharing and implementing best practices and cost reduction strategies, with emphasis on supply chain and implant costs.

Management has a robust acquisition pipeline and will continue to investigate accretive acquisition targets that meet the Corporation’s acquisition criteria to include facilities with:

- accretion, with growth available from a local strong provider base, attractive demographics, and opportunities for operating enhancements;

- high quality and optimum clinical outcomes; and

- continued strong earnings and opportunity for growth.

Management will maintain its emphasis on continuation of these strategies, combined with a strong balance sheet, an experienced management team and continuing identification of suitable accretive opportunities to enhance the Corporation’s operating performance.

U.S. Tax Reform

Management expects that it will be able to utilize carryforwards of disallowed current year interest expense deductions to future years. Pursuant to the TCJA, MFA's deductions attributable to the interest expense on the promissory notes (the interest paid by MFA on all debt, including the MFA promissory notes, less its interest income) will be limited to 30% of adjusted taxable income, which generally represents EBITDA for the next four years (2018-2021), versus earnings before interest and taxes thereafter (2022 and beyond). Any disallowed interest expense may be carried forward to future years. This limitation applies to newly-issued loans as well as those originated before 2018. Moreover, other limitations on the deductibility of interest under U.S. federal income tax laws, potentially including limitations applicable to certain high-yield debt obligations, could apply under certain circumstances to defer and/or eliminate all or a portion of the interest deduction that MFA would otherwise be entitled to with respect to interest on such indebtedness.

It should be noted that the sweeping changes in the TJCA have other elements that may be beneficial to MFA, but there are provisions that may be adverse to MFA. The extent to which these changes will result in a net benefit or detriment to MFA is uncertain at this time, due to the newness of the legislation and the need for significant further guidance from the U.S. Treasury and the Internal Revenue Service. There may also be changes made legislatively to the provisions of the TCJA to correct technical defects in the law.

9. LIQUIDITY AND CAPITAL RESOURCES

As noted in the cautionary language concerning forward-looking disclosures in Section 1 of this MD&A under the heading "Caution Concerning Forward-Looking Statements", this section contains forward-looking statements including with respect to cash flows and future contractual payments. Such statements involve known and unknown risks, uncertainties and other factors outside of management's control, including the risk factors set forth under the heading "Risk Factors" in the annual MD&A and the Corporation's most recently filed annual information form, which could cause results to differ materially from those described or anticipated in the forward-looking statements.

Cash Balances

The Corporation's cash and cash equivalents balances, including short-term investments, are as follows:

Unaudited *In thousands of U.S. dollars*	**September 30, 2018**	**December 31, 2017**
Cash and cash equivalents at Facility level	9,784	11,915
Cash and cash equivalents at corporate level	23,788	44,114
Cash and cash equivalents	**33,572**	**56,029**
Short-term investments	10,803	8,934
Cash and cash equivalents, including short-term investments	**44,375**	**64,963**

Cash Flow Activity

Cash Flow

Unaudited	**Nine Months Ended September 30,**			
In thousands of U.S. dollars	**2018**	**2017**	**$ Change**	**% Change**
Cash provided by operating activities	61,934	59,405	2,529	4.3%
Cash used in investing activities	(60,230)	(9,283)	(50,947)	(548.8%)
Cash used in financing activities	(23,949)	(56,314)	32,365	57.5%
Decrease in cash and cash equivalents	**(22,245)**	**(6,192)**	**(16,053)**	**(259.2%)**
Effect of exchange rate fluctuations on cash balances held	(212)	828	(1,040)	(125.6%)
Cash and cash equivalents, beginning of the period	56,029	57,451	(1,422)	(2.5%)
Cash and cash equivalents, end of the period	**33,572**	**52,087**	**(18,515)**	**(35.5%)**

The Corporation expects to fund operations with cash derived from operating activities. Deficiencies arising from short-term working capital requirements and capital expenditures may be financed on a short-term basis with bank indebtedness as all Facilities have lines of credit available to them or on a permanent basis with offerings of securities of the Corporation. Negative changes in the general state of the U.S. economy could affect the Corporation's liquidity by reducing cash generated from operating activities or by limiting access to short-term financing as a result of tightening credit markets.

Operating Activities and Working Capital

Cash from operating activities in the nine months ended September 30, 2018 increased by $2.5 million compared to the same period in 2017, primarily due to higher income from the Facilities, partially offset by changes in non-cash working capital and higher income taxes.

As at September 30, 2018, the Corporation had consolidated net working capital of $51.6 million compared to $33.8 million as at December 31, 2017. The change was due mainly to the reclassification of the corporate credit facility to non-current after the facility was renewed in August 2018. The level of working capital, including financing required to cover any deficiencies, is dependent on operating performance of the Corporation and fluctuates from period to period.

As at September 30, 2018, accounts receivable were $59.5 million (December 31, 2017: $63.5 million), accounts payable and accrued liabilities totaled $44.7 million (December 31, 2017: $42.3 million), total assets were $469.6 million (December 31, 2017: $459.6 million) and total long-term liabilities, excluding exchangeable interest liability, were $148.7 million (December 31, 2017: $82.3 million).

Investing Activities

The $50.9 million increase in cash used in investing activities for the nine months ended September 30, 2018 compared to the same period in 2017 was mainly due to outflows for the investments in the MFC Nueterra ASCs ($42.8 million), the increased investment in UMASH ($2.6 million), and increased purchases of property and equipment in the current year ($7.9 million), partly offset by proceeds of disposal of IMD assets ($3.1 million).

Financing Activities

The $32.4 million increase in cash provided by financing activities for the nine months ended September 30, 2018 was mainly due to the draw of $20.0 million from the corporate credit facility to partially finance the acquisition of the MFC Nueterra ASCs, increased borrowing at the Facility level in the current year, and a partial note repayment by UMASH ($6.4 million) in the prior year.

The Facilities have available credit facilities in place, excluding capital leases, in the aggregate amount of $34.8 million, of which $11.4 million was drawn as at September 30, 2018. The balances available under the credit facilities, combined with cash and cash equivalents as at September 30, 2018, are available to manage the Facilities' accounts receivable, supply inventory and other short-term cash requirements.

With the exception of UMASH, the partnership or operating agreements governing each of the respective Facilities do not permit the Corporation to access the assets of the Facilities to settle the liabilities of other subsidiaries of the Corporation, and the Facilities have no obligation to (and could not, without the approval of the holders of the non-controlling interest) take any steps to settle the liabilities of the Corporation or its other subsidiaries.

The Corporation has in place a $150.0 million line of credit with a syndicate of three Canadian chartered banks which matures on August 31, 2023 ("credit facility"). The credit facility can be used for general corporate purposes, including working capital and capital expenditures, finance of acquisitions, repayment of convertible debentures, and/or repurchase of the Corporation's common shares. As at September 30, 2018, $68.8 million was drawn and remained outstanding for the current credit facility. The proceeds drawn from the previous credit facility were primarily used in 2016 for the acquisition of UMASH and its underlying property through RRIMH

($47.8 million), and the acquisition of the MFC Nueterra ASCs ($20.0 million) in the first quarter of 2018. As at September 30, 2018, the Corporation was in compliance with all of its debt covenants.

The Corporation's convertible debentures are denominated in Canadian dollars and are reflected in the financial statements in U.S. dollars at fair value at the rate of exchange in effect at the balance sheet date. As at September 30, 2018, the Corporation had Cdn$41.7 million aggregate principal amount of convertible debentures outstanding while the fair market value of the convertible debentures was Cdn$32.6 million. The convertible debentures pay interest semi-annually in arrears on June 30 and December 31 of each year. The convertible debentures mature on December 31, 2019 ("Maturity Date") and are convertible into 52.3286 common shares per Cdn$1,000 principal amount of convertible debentures, at any time, at the option of the holder, representing a conversion price of Cdn$19.11 per common share ("Conversion Price"). If the holders of the convertible debentures do not exercise the right to convert their holdings into the Corporation's common shares prior to the Maturity Date, the principal amount is due and payable in full. The convertible debentures are subordinate to all other existing and future senior unsecured indebtedness of the Corporation.

The convertible debentures contain a provision whereby, in connection with a change in control transaction, holders of the convertible debentures would be entitled to convert their debentures within a specified time period and would receive, in addition to the number of shares on conversion, additional shares calculated as a function of the change of control offer price and time remaining to maturity.

Prior to the Maturity Date, the convertible debentures may be redeemed in whole or in part from time to time at the option of the Corporation, at a redemption price equal to the principal amount plus accrued and unpaid interest up to but excluding the redemption date.

Contractual Obligations

The mandatory repayments under the credit facilities and other contractual obligations and commitments including expected interest payments, on a non-discounted basis, as of September 30, 2018, are as follows:

		Future payments (including principal and interest)				
Contractual Obligations	**Carrying values at September 30, 2018 $**	**Total $**	**Less than 1 year $**	**1-3 years $**	**4-5 years $**	**After 5 years $**
Interest payable	474	474	474	-	-	-
Dividends payable	2,250	2,250	2,250	-	-	-
Accounts payable	21,603	21,603	21,603	-	-	-
Accrued liabilities	23,118	23,118	23,118	-	-	-
Corporate credit facility	68,826	83,492	2,983	5,966	74,543	-
Facilities' revolving credit facilities	11,570	11,819	11,670	149	-	-
Notes payable and term loans	54,405	53,507	9,094	36,954	6,686	773
Finance lease obligation	2,230	2,442	1,018	1,258	166	-
Convertible debentures	32,606	34,770	1,924	32,846	-	-
Operating leases and other commitments	-	85,377	10,071	16,097	14,000	45,209
Total contractual obligations	**217,082**	**318,852**	**84,205**	**93,270**	**95,395**	**45,982**

The Corporation anticipates renewing, extending, repaying or replacing its credit facilities which fall due over the next twelve months and expects that cash flows from operations and working capital will be adequate to meet future payments on other contractual obligations over the next twelve months.

10. SHARE CAPITAL AND DIVIDENDS

As noted in the cautionary language concerning forward-looking disclosures in Section 1 of this MD&A under the heading "Caution Concerning Forward-Looking Statements", this section contains forward-looking statements including with respect to the Corporation's expected payment of dividends. Such statements involve known and unknown risks, uncertainties and other factors outside of management's control, including the risk factors set forth under the heading "Risk Factors" in the annual MD&A and the Corporation's most recently filed annual information form, which could cause results to differ materially from those described or anticipated in the forward-looking statements.

The following table summarizes the outstanding number of stock options as of September 30, 2018:

Optionee	Number of Options Held	Exercise Price	Grant Date
Chief Executive Officer	450,000	C$14.03	March 29, 2018
	350,000	C$16.47	May 18, 2017
Chief Financial Officer	425,000	C$17.98	November 21, 2016
Chief Development Officer	350,000	C$21.15	September 19, 2016
Vice-President, Operations	120,000	C$14.03	March 29, 2018
Former Chief Executive Officer	223,562	C$17.24	May 1, 2016
Total number of outstanding options	**1,918,562**		

Outstanding options (the "Options") will vest after five years of employment and, for certain executive officers, subject to the Corporation maintaining a dividend rate not less than the rate in effect at the time of the grant date. The Options must be exercised by the tenth anniversary of the respective grant dates, subject to a blackout extension term.

As at September 30, 2018, the Corporation had 31,054,500 common shares outstanding. In the event that all Cdn$41.7 million aggregate principal amount of convertible debentures outstanding were converted into the common shares of the Corporation prior to their Maturity Date, the total number of additional common shares issuable would be 2,184,353.

Normal Course Issuer Bids

The Corporation's normal course issuer bid allowing the Corporation to repurchase up to 620,918 of its common shares is in effect from May 16, 2018 to May 15, 2019. During the nine months ended September 30, 2018, the Corporation did not repurchase any of its common shares. During the nine months ended September 30, 2017, the Corporation purchased 95,600 of its common shares for $1,094, under a previous normal course issuer bid.

Dividends

Dividend declarations are determined based on monthly reviews of the Corporation's earnings, capital expenditures and related cash flows. Such declarations take into account that the cash generated in the period is to be distributed to the maximum extent considered prudent after (i) debt service obligations, (ii) other expense and tax obligations, and (iii) reasonable reserves for working capital, and capital expenditures. The Corporation has paid consecutive dividends since its inception. The Corporation expects, subject to its monthly performance reviews as explained above and the judgment of the board of directors, to maintain the current level of dividends on its common shares. Cash distributions declared in the period from January 1, 2018 to September 30, 2018 totaled Cdn$0.84 per common share.

Dividend Reinvestment and Share Purchase Plan

The Corporation has a Dividend Reinvestment and Share Purchase Plan which allows shareholders resident in Canada to automatically re-invest, in a cost-effective manner, the monthly cash dividends on their common shares into additional common shares of the Corporation.

11. FINANCIAL INSTRUMENTS

Financial instruments held in the normal course of business included in the consolidated balance sheet as at September 30, 2018 consist of cash and cash equivalents, short-term investments, accounts receivable, interest payable, dividends payable, accounts payable, accrued liabilities, borrowings (including long-term debt, corporate credit facility and convertible debentures) and exchangeable interest liability.

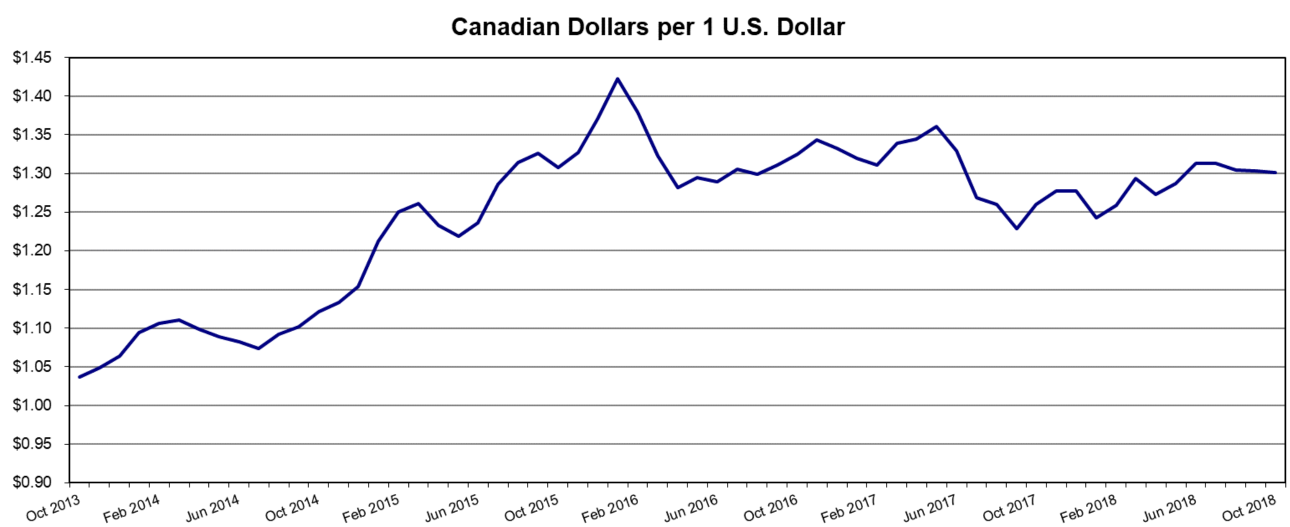
The fair values of convertible debentures and exchangeable interest liability are determined based on the closing trading price of the securities at each reporting period. The fair values of long-term debt (notes payable and term loans) are not significantly different than their carrying values, as these instruments bear interest at rates comparable to current market rates. The fair values of all other financial instruments of the Corporation, due to the short-term nature of these instruments, approximate their carrying values.

Foreign Exchange Risk

The Facilities derive revenue, incur expenses and make distributions to their owners, including the Corporation, in U.S. dollars. The Corporation pays dividends to common shareholders and interest on its convertible debentures and incurs a portion of its expenses in Canadian dollars. The amounts of distributions from the Facilities to their owners, including the Corporation and non-controlling interest, are dependent on the results of the operations and cash flows generated by the Facilities in any particular period.

Strengthening of the Canadian dollar against the U.S. dollar negatively impacts currency translation differences with respect to the funds available for the Corporation’s Canadian dollar denominated dividend and interest payments and expenses. A weakening Canadian currency in relation to U.S. currency has the opposite effect.

The graph below shows the movement of the monthly average exchange rates between Canadian and U.S. dollars since October 2013:



The Corporation may, from time to time, enter into foreign exchange forward contracts dependent upon actual or anticipated company performance and current market conditions. As of September 30, 2018, the Corporation did not hold any foreign exchange forward contracts.

Credit Risk

The substantial portion of the Corporation’s accounts receivable balance is with governmental payors and health insurance companies which are assessed as having a low risk of default and is consistent with the Facilities’ history with these payors. Management reviews reimbursement rates and aging of the accounts receivable to monitor its credit risk exposure. On an ongoing basis, management assesses the circumstances affecting the recoverability of its accounts receivable and adjusts allowances based on changes in those factors. Monthly, actual bad debts for a trailing period are compared with the allowance to support the estimate of recoverability. Considerations related to historical experience are also factored into the valuation of the current period accounts receivable.

From time to time, the Corporation may enter into foreign exchange forward contracts and may place excess funds for investment with certain financial institutions. Investment of excess funds is guided by the investment policy of the Corporation that, among other things, (i) prescribes the eligible types of investments and (ii) establishes limits on the amounts that can be invested with any one financial institution.

Interest Rate Risk

The Corporation and the Facilities are exposed to interest rate fluctuations which can impact their borrowing costs. The Facilities use floating rate debt facilities for operating lines of credit that fund short-term working capital needs and use fixed rate debt facilities to fund investments and capital expenditures.

Share Price Risk

The Corporation's convertible debentures and exchangeable interest liability are measured on quoted market prices of its convertible debentures and common shares in active markets and, therefore, the Corporation is exposed to variability in net income and comprehensive income as prices change. Share price risk includes the impact of foreign exchange. The Corporation does not have any hedges against price risk.

Liquidity Risk

Liquidity risk is the risk that the Corporation, including its Facilities, will not be able to meet its financial obligations as they fall due. The Corporation manages liquidity risk through the management of its capital structure and financial leverage. The Corporation also manages liquidity risk by continuously monitoring actual and projected cash flows and by taking into account the receipts and maturity profile of financial assets and liabilities. The board of directors of the Corporation reviews and approves operating and capital budgets, as well as any material transactions out of the ordinary course of business.

12. RELATED PARTY TRANSACTIONS

A member of the Corporation's board of directors is a minority owner of a Facility of the Corporation and a member of an ownership group that owns and leases hospital real estate to the Facility, for which the Facility paid rent for the nine months ended September 30, 2018 of $3,376 (September 30, 2017: $3,376). As well, the director is a minority member of another ownership group that owns and leases imaging equipment to the same Facility, for which the Facility paid equipment rent for the nine months ended September 30, 2018 of $445 (September 30, 2017: $445).

Certain Facilities routinely enter into transactions with related parties for provision of services relating to the use of facilities and equipment. These parties are considered related as the Facilities have significant influence over these parties. Such transactions are in the normal course of operations and are measured at the exchange amount, which is the amount of consideration established and agreed by the related parties. For the nine months ended September 30, 2018, SFSH paid the South Dakota Interventional Pain Institute, LLC ("SDIPI") $495 (September 30, 2017: $495) for the use of a facility and related equipment. As of September 30, 2018, SFSH had a balance payable to SDIPI of $49 (December 31, 2017: $59). For the nine months ended September 30, 2018, BHSH paid Mountain Plains Real Estate Holdings, LLC $135 for the use of a facility (September 30, 2017: $135).

In February 2015, SFSH incorporated a wholly-owned subsidiary which is designed to function as an accountable care organization ("ACO"). The ACO was approved for participation in the Medicare Shared

Savings Program, which is an incentive program established under the provisions of the PPACA. As one of the initiatives of the ACO, SFSH entered into an agreement with Great Plains Surgical, LLC ("Great Plains"), an entity controlled by certain indirect non-controlling owners of SFSH, for the provision of management services in relation to the orthopedic service line at SFSH to improve the quality of services provided and realize savings on implants and other supplies used in that service line. In addition to the payment of fees for providing management of the orthopedic service line, Great Plains is entitled to receive performance payments for realized cost savings and the attainment of quality levels.

The following is a summary of transactions at each Facility with their respective related parties during the reporting periods:

In thousands of U.S. dollars		Three Months Ended September 30,		Nine Months Ended September 30,	
Entity	**Nature of services or goods received**	**2018 $**	**2017 $**	**2018 $**	**2017 $**
ASH	Lease of facility building, anesthesia equipment lease, and sub-lease of MRI equipment.	1,303	1,306	3,915	3,922
UMASH	Provision of physician professional services and billing services.	957	1,052	2,844	3,028
OSH	Provision of office and management services, lease of hospital building, and lease of office space.	392	392	1,076	1,175
BHSH	Provision of physical therapy services, physician professional services, intraoperative monitoring services, and provision of parking space.	221	180	746	659
SFSH	Provision of management services in relation to orthopedic service line at SFSH, physician professional fees, anesthesia services, physical and occupational therapy services, medical products and implants, lithotripter services, laundry services, facility and related equipment, and shared services.	2,360	1,543	6,999	5,419
Total		**5,233**	**4,473**	**15,580**	**14,203**

13. CRITICAL ACCOUNTING JUDGMENTS AND ESTIMATES

The Corporation estimates certain amounts reflected in its financial statements based on historical experience, current trends and other assumptions that are believed to be reasonable under the circumstances. Actual results could differ from those estimates because of the uncertainties inherent in making assumptions and estimates regarding unknown future outcomes. Note 23 to the annual financial statements details critical accounting judgments and estimates used in the preparation of the Corporation's financial statements. There have been no changes in the nature of these judgments and estimates since December 31, 2017.

The accounting estimates discussed below are highlighted because they require difficult, subjective, and complex management judgments. The Corporation believes that each of its assumptions and estimates is appropriate to the circumstances and represents the most likely future outcome.

Revenue

Revenue is recorded in the period when healthcare services are provided based on actual amounts received and the estimated net realizable amounts due from patients and payors. The amounts due are estimated using established billing rates less adjustments required by contractual arrangements with the payors. Estimates of contractual adjustments are based on the payment terms specified in the related contractual agreements and payment history. Payor contractual payment terms are generally based on predetermined rates per procedure or discounted fee-for-service rates. For payors for which the Facilities do not have contracts, the Facilities estimate the necessary adjustments based on a twelve-month history of reimbursements on closed cases. Revenue is only recorded where collectability is highly probable. As a result, certain amounts for self-paying patients are not recognized in revenue.

Allowance for Non-Collectible Receivable Balances

The Facilities maintain an allowance for non-collectible receivable balances for estimated losses resulting from the inability to collect on its accounts receivable. To arrive at the allowance for non-collectible receivable balances, management uses estimates of future collections of accounts receivable that differ from the original estimates used at the time of revenue recognition. The allowance for non-collectible receivable balances is subject to change as general economic, industry and customer specific conditions change.

Impairment of Non-Financial Assets

Non-financial assets that have an indefinite useful life, such as goodwill and trade names, are tested at least annually for impairment and when events or changes in circumstances indicate that the carrying amount may not be recoverable. Non-financial assets that have definite useful life and are subject to amortization are reviewed for impairment when events or changes in circumstances indicate that the carrying amount may not be recoverable.

The methodology used to test for impairment includes significant judgment, estimates, and assumptions. Impairment exists when the carrying amount of an asset or cash generating units ("CGU") exceeds its recoverable amount, which is the higher of an asset's fair value less costs to sell ("FVLCS") and value in use. Value in use is based on the estimated future cash flows, discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. As a result, any impairment losses are a result of management's best estimates of expected revenues, expenses, cash flows, and discount rates at a specific point in time. These estimates are subject to measurement uncertainty as they are dependent on factors outside of management's control. In addition, by their nature, impairment tests involve a significant degree of judgment as expectations concerning future cash flows and the selection of appropriate market inputs are subject to considerable risks and uncertainties.

Management is required to use judgment in determining the grouping of assets to identify their CGUs for the purposes of testing fixed assets for impairment. Judgment is further required to determine appropriate groupings of CGUs for the level at which goodwill and indefinite life intangible assets are tested for impairment.

Management has identified seven CGUs for which impairment testing is performed. As at December 31, 2017, IMD represented another CGU, but its assets were disposed of on June 1, 2018. The UMASH/RRIMH CGU contains the assets of two separate subsidiaries of the Corporation, because the assets of RRIMH consist of the land and building of UMASH's primary facility, making the two entities interdependent. The MFC Nueterra ASCs, which are managed as a network, collectively represent another CGU. The remaining Facilities represent subsidiary operations which are independent of each other, and are therefore identified as separate CGUs. In addition, judgment is used to determine whether a triggering event has occurred requiring an impairment test to be completed.

Factors considered by management in determining a triggering event include: deterioration in market and economic conditions, volatility in the financial markets causing declines in the Corporation's share price, increases in the Corporation's weighted-average cost of capital, changes in valuation multiples, changes to healthcare legislation in the United States both federally and in the jurisdictions in which the Facilities operate, changes to the physician complement at the Facilities, decreases in expected future reimbursement rates, declining patient referrals, physical conditions of facilities and equipment, and increased costs of inputs, such as drugs, supplies, and labour.

When considered significant, management incorporates changes to these factors in its estimated future cash flows to assess the impact on the recoverable value of its non-financial assets.

Management calculates the recoverable amount of each CGU using EBITDA specific to each CGU by a multiple determined using market data, such as EBITDA to market capitalization ratios of comparable publicly traded companies and recent prices for capital transactions within the industry. Management has estimated cost to dispose to be 1% of the fair value of the CGUs, based on recent market data. To assess reasonableness of recoverable amounts, management reconciles the recoverable amounts of its CGUs to the enterprise value of the Corporation as at December 31 based on (i) the market capitalization of the outstanding common shares, taking into account a 20% equity control premium attributable to the common shares, (ii) the fair value of convertible debentures outstanding, and (iii) the Corporation's portion of the Facilities' long-term debt, less (iv) cash on hand.

Management performed its annual impairment tests for goodwill and other intangibles with indefinite lives as at December 31, 2017 and concluded that goodwill was impaired in the UMASH/RRIMH and IMD CGUs, with impairment charges of $7,000 and $1,400, respectively.

Management performed an assessment of impairment indicators mentioned above as at September 30, 2018 and determined that there has been no impairment of non-financial assets, including goodwill and other intangibles.

Taxes

Uncertainties exist with respect to the interpretation of complex tax regulations and the amount and timing of deferred taxable income. The Corporation's income tax assets and liabilities are based on interpretations of income tax legislation across various jurisdictions in Canada and the United States. The Corporation's effective tax rate can change from year to year based on the mix of income among different jurisdictions, changes in tax laws in these jurisdictions, and changes in the estimated value of deferred tax assets and liabilities. The Corporation's income tax expense reflects an estimate of the cash taxes the Corporation is expected to pay for the current year and a provision for changes arising in the values of deferred tax assets and liabilities during the year. The carrying value of these assets and liabilities is impacted by factors such as accounting estimates inherent in these balances, management's expectations about future operating results, and previous tax audits and differing interpretations of tax regulations by the taxable entity and the responsible tax authorities. Such differences in interpretation may arise on a wide variety of issues depending on the conditions prevailing in the respective legal entity's domicile. On a regular basis, management assesses the likelihood of recovering value from deferred tax assets, such as loss carry forwards, as well as from the depreciation of capital assets, and adjusts the tax provision accordingly.

Deferred tax assets are recognized for all unused tax losses to the extent that it is probable that taxable profit will be available against which the losses can be used. Significant management judgment is required to determine the amount of deferred tax assets that can be recognized, based on the likely timing and the level of future taxable profits together with future tax-planning strategies. If management's estimates or assumptions change from those used in current valuation, management may be required to recognize an adjustment in future periods that would increase or decrease deferred income tax asset or liability and increase or decrease income tax expense. Pursuant to the TCJA, the Corporation's United States federal corporate income tax rate was reduced to 21% from its effective 2017 federal tax rate of 34%. The Corporation has used figures reflecting the new rate for the estimation of its deferred tax provision, for the nine months ended September 30, 2018.

14. DISCLOSURE CONTROLS AND PROCEDURES AND INTERNAL CONTROLS OVER FINANCIAL REPORTING

Management is responsible for the financial information published by the Corporation. In accordance with National Instrument 52-109 *Certification of Disclosure in Issuers' Annual and Interim Filings*, the Chief Executive Officer ("CEO") and the Chief Financial Officer ("CFO") have certified that the quarterly filings fairly present in all material respects the financial condition, results of operations and cash flows and have also certified regarding controls as described below.

Under the supervision of, and with the participation of the CEO and the CFO, management has designed disclosure controls and procedures ("DC&P") to provide reasonable assurance that (i) material information relating to the Corporation, including its consolidated subsidiaries, is made known to the CEO and the CFO by others within those entities for the period in which the annual and interim filings of the Corporation are being prepared, and (ii) information required to be disclosed by the Corporation in its annual filings, interim filings or other reports filed or submitted by it under securities legislation is recorded, processed, summarized and reported within the time periods specified in applicable securities legislation.

In addition to DC&P, under the supervision of, and with the participation of the CEO and the CFO, management has designed internal controls over financial reporting ("ICFR") using the 2013 Committee of Sponsoring Organizations of the Treadway Commission framework to provide reasonable assurance regarding the reliability of financial reporting and the preparation of the consolidated financial statements for external purposes in accordance with IFRS.

There have been no changes in the Corporation's ICFR during the period beginning on July 1, 2018 and ended on September 30, 2018, that have materially affected, or are reasonably likely to materially affect, the Corporation's ICFR.

From time to time, to supplement a small corporate office, the Corporation engages various outside experts and advisors to assist with various accounting, controls and tax issues in the normal course.

15. RISK FACTORS

The Corporation's annual MD&A contains a summary of risk factors pertaining to the Corporation, which should be read in conjunction with the detailed information on risk factors appearing in the Corporation's most recently filed annual information form available on SEDAR at www.sedar.com. There have been no changes in the nature or the number of risk factors pertaining to the Corporation since the date of the most recently filed annual information form (March 29, 2018). The disclosures in this MD&A are subject to the risk factors outlined in those materials.

16. NEW AND REVISED IFRS ADOPTED

The Corporation has applied the following new and revised IFRSs which are effective for year beginning January 1, 2018, without any significant impact.

IFRS 2 *Share-Based Payments* ("IFRS 2")

In September 2016, the IASB issued amendments to IFRS 2. The amendments provide clarification on how to account for certain types of share-based payment transactions.

IFRS 9 *Financial Instruments* ("IFRS 9")

In 2014, the IASB issued IFRS 9, replacing IAS 39, *Financial Instruments: Recognition and Measurement* ("IAS 39"), and related interpretations. IFRS 9 includes revised guidance on the classification and measurement of financial assets, including impairment and a new general hedge accounting model. IFRS 9 becomes effective for annual periods beginning on or after January 1, 2018.

IFRS 9 largely retains the existing requirements in IAS 39 for the classification and measurement of financial liabilities. However, it eliminates the previous IAS 39 categories for financial assets of held to maturity, loans and receivables and available for sale.

Classification and Measurement

IFRS 9 contains a new classification and measurement approach for financial assets that reflects the business model in which assets are managed and their cash flow characteristics. Financial assets are classified and measured based on these categories: amortized cost, fair value through other comprehensive income, and fair value through profit and loss ("FVTPL"). Financial liabilities are classified and measured based on two categories: amortized cost and FVTPL.

The following table summarizes the classification impacts upon adoption of IFRS 9. The adoption of the new classification requirements under IFRS 9 did not result in significant changes in measurement or the carrying amount of financial assets and liabilities.

Asset/Liability	Classification under IAS 39	Classification under IFRS 9
Cash and cash equivalents	Fair value through profit and loss(i)	Fair value through profit and loss
Short term investments	Fair value through profit and loss(i)	Fair value through profit and loss
Accounts receivable	Loans and receivables	Amortized cost
Trade payables and other liabilities	Other liabilities	Amortized cost
Long term debt	Other liabilities	Amortized cost
Convertible debentures	Fair value through profit and loss(ii)	Fair value through profit and loss
Exchangeable interest liability	Fair value through profit and loss(ii)	Fair value through profit and loss

(i) Financial instruments designated at fair value through profit and loss.

(ii) Financial instruments required to be classified at fair value through profit and loss.

The following accounting policies apply to the subsequent measurement of relevant financial assets:

- Financial assets at FVTPL – These assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognized net income and comprehensive income.

- Financial assets at amortized cost – These assets are subsequently measured at amortized cost using the effective interest method. The amortized cost is reduced by impairment losses. Interest income, foreign exchange gains and losses, impairment, and any gain or loss on derecognition are recognized in net income and comprehensive income.

Impairment

IFRS 9 replaces the 'incurred loss' model in IAS 39 with a forward-looking 'expected credit loss' ("ECL") model. The ECL model requires considerable judgment, including consideration of how changes in economic factors affect ECLs, which will be determined on a probability-weighted basis. The new impairment model is applied, at each balance sheet date, to financial assets measured at amortized cost or those measured at fair value through other comprehensive income, except for investments in equity instruments.

Impairment losses are recorded in general and administrative expenses in the statements of income and comprehensive income with the carrying amount of the financial asset or group of financial assets reduced through the use of impairment allowance accounts. In periods subsequent to the impairment where the impairment loss has decreased, and such decrease can be related objectively to conditions and changes in factors occurring after the impairment was initially recognized, the previously recognized impairment loss is reversed through the statements of income and comprehensive income. The impairment reversal is limited to the lesser of the decrease in impairment or the extent that the carrying amount of the financial asset at the date the impairment is reversed does not exceed what the amortized cost would have been had the impairment not been recognized, after the reversal.

The Corporation applied ECL models to the assessment of impairment on trade receivables and other financial assets of the Corporation. The Corporation adopted the practical expedient to determine ECL on trade receivables using a provision matrix based on historical credit loss experiences to estimate lifetime ECL. The ECL models applied to other financial assets also required judgment, assumptions and estimations on changes in credit risks, forecasts of future economic conditions and historical information on the credit quality of the financial asset. The provision matrix and ECL models applied do not have a material impact on trade receivables and other financial assets of the Corporation.

IFRS 15 *Revenue from Contracts with Customers* ("IFRS 15")

In 2014, the IASB issued IFRS 15, replacing IAS 18, *Revenue* ("IAS 18"), IAS 11, *Construction Contracts*, and related interpretations. IFRS 15 provides a comprehensive framework for the recognition, measurement and disclosure of revenue from contracts with customers, excluding contracts within the scope of the accounting standards on leases, insurance contracts and financial instruments. IFRS 15 is effective for annual periods beginning on or after January 1, 2018.

The Corporation adopted the standard with no material impact on its interim condensed consolidated financial statements for the nine months ended September 30, 2018.

Under IFRS 15, the Corporation recognizes revenue when control of the goods or services has been transferred. Revenue is measured at the amount of consideration to which the Corporation expects to be entitled to, including variable consideration to the extent that it is probable that a significant reversal will not occur.

Revenue consists of the actual amounts received and the estimated net realizable amounts receivable from patients and third-party payors. Revenue is derived from the provision of the facilities and ancillary services for the performance of scheduled (as opposed to emergency) surgical, imaging, and diagnostic procedures. The Facilities bill either their patients or the patients' third-party payors that provide insurance and coverage to patients. Revenue is recognized as of the date of the service when the recovery of consideration is probable and the Corporation has satisfied with its performance obligation.

While the majority of revenue is received from third-party payors, a small amount of revenue is received directly from self-paying patients. Revenue is only recorded where collectability is highly probable. Each Facility has agreements with third-party payors that provide for payments at amounts different from the Facility's established rates. Payment arrangements include pre-determined rates per diagnosis, reimbursed costs, discounted charges, and per diem payments. As a result of established agreements with third-party payors, settlements under reimbursement arrangements are determined with a high degree of accuracy and are accrued on an estimated basis in the period the services are rendered, and are adjusted in future periods, as final settlements are determined. Differences between the estimated amounts accrued and interim and final settlements are reported in operations in the period of settlement. Up to the sale of IMD's assets on June 1, 2018, revenue relating to IMD's third-party business solution service was included in revenue, and consisted of fees for business services provided to healthcare entities, recorded as services were provided and collection was reasonably assured.

17. NEW AND REVISED IFRS NOT YET ADOPTED

The Corporation has not applied the following new and revised IFRSs that have been issued but are not yet effective.

IFRS 16 *Leases* ("IFRS 16")

In January 2016, the IASB issued IFRS 16 Leases, which provides guidance for leases whereby lessees will recognize a liability for the present value of future lease liabilities and record a corresponding right of use asset on the balance sheet. There are minimal changes to lessor accounting. IFRS 16 is effective for annual periods beginning on or after January 1, 2019. Early adoption is permitted, provided IFRS 15 has been adopted. The Corporation intends to adopt IFRS 16 in its consolidated financial statements for the annual period beginning on January 1, 2019.

While the Corporation is in the process of determining the extent of the impact of adoption, the modified retrospective approach will be used as the method of transition, resulting in a cumulative catch-up gain or loss from the adoption being recorded in opening retained earnings on January 1, 2019. Furthermore, the Corporation will elect to measure the right-of-use asset of leases at the amount equal to lease liability. As a result of the adoption, both assets and liabilities are expected to increase materially in the year of adoption.

IFRIC 23 ***Uncertainty over Income Tax Treatments*** **("IFRIC 23")**

In June 2017, the IASB issued IFRIC 23 in response to diversity in practice for various issuers in circumstances in which there is uncertainty in the application of the tax law. While IAS 12, *Income Taxes* provides requirements on the recognition and measurement of current and deferred tax assets and liabilities, there is diversity in the accounting for income tax treatments that have yet to be accepted by tax authorities. The IFRIC 23 is applicable for annual periods beginning on or after January 1, 2019 and may be applied on a fully retrospective basis, if it is possible without the use of hindsight, or on a modified retrospective basis, with an adjustment to equity on initial application. Earlier application is permitted. The Corporation intends to adopt IFRIC 23 in its consolidated financial statements for the annual period beginning on January 1, 2019. The Corporation is in the process of determining the extent of the impact of adoption.