Consolidated Financial Statements of

MEDICAL FACILITIES CORPORATION

December 31, 2018 and 2017
(In U.S. dollars)

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Management's Responsibility for Financial Reporting

The accompanying consolidated financial statements of Medical Facilities Corporation (the "Corporation") are the responsibility of management and have been approved by the Board of Directors of the Corporation. This responsibility includes the selection and consistent application of appropriate accounting principles and methods in addition to making judgments and estimates necessary to prepare the consolidated financial statements in accordance with International Financial Reporting Standards as issued by the International Accounting Standards Board.

The Corporation maintains appropriate systems of internal control, policies and procedures, which provide management with reasonable assurance that assets are safeguarded from loss or unauthorized use and financial records are reliable and form a proper basis for the preparation of the consolidated financial statements.

The Board of Directors of the Corporation ensures that management fulfills its responsibilities for financial reporting and internal control through an Audit Committee. The Board of Directors appoints the Audit Committee, all members of which are independent members of the Board of Directors. The Audit Committee meets periodically with management and the Corporation's auditors to discuss the results of the audit, the adequacy of internal controls and financial reporting matters. On the recommendation of the Audit Committee, the consolidated financial statements are forwarded to the Board of Directors for its approval.

"Robert O. Horrar" *"Tyler C. Murphy"*

Robert O. Horrar
Chief Executive Officer

Tyler C. Murphy
Chief Financial Officer

Toronto, Canada
March 13, 2019

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INDEPENDENT AUDITORS' REPORT

To the Shareholders of Medical Facilities Corporation

Opinion

We have audited the consolidated financial statements of Medical Facilities Corporation (the Entity), which comprise:

- the consolidated balance sheets as at December 31, 2018 and December 31, 2017
- the consolidated statements of changes in equity for the years then ended
- the consolidated statements of income and comprehensive income for the years then ended
- the consolidated statements of cash flows for the years then ended
- and notes to the consolidated financial statements, including a summary of significant accounting policies

(Hereinafter referred to as the "financial statements").

In our opinion, the accompanying financial statements present fairly, in all material respects, the consolidated financial position of the Entity as at December 31, 2018 and December 31, 2017, and its consolidated financial performance and its consolidated cash flows for the years then ended in accordance with International Financial Reporting Standards ("IFRS").

Basis for Opinion

We conducted our audit in accordance with Canadian generally accepted auditing standards. Our responsibilities under those standards are further described in the "***Auditors' Responsibilities for the Audit of the Financial Statements***" section of our auditors' report.

KPMG LLP is a Canadian limited liability partnership and a member firm of the KPMG network of independent member firms affiliated with KPMG International Cooperative ("KPMG International"), a Swiss entity. KPMG Canada provides services to KPMG LLP.

We are independent of the Entity in accordance with the ethical requirements that are relevant to our audit of the financial statements in Canada and we have fulfilled our other responsibilities in accordance with these requirements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other Information

Management is responsible for the other information. Other information comprises:

- Management's Discussion and Analysis filed with the relevant Canadian Securities Commissions.

Our opinion on the financial statements does not cover the other information and we do not and will not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

We obtained the Management's Discussion and Analysis filed with the relevant Canadian Securities Commissions as at the date of this auditors' report. If, based on the work we have performed on this other information, we conclude that there is a material misstatement of this other information, we are required to report that fact in the auditors' report.

We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with IFRS, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Entity's ability to continue as a going concern, disclosing as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Entity or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Entity's financial reporting process.

Auditors’ Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors’ report that includes our opinion.

Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Canadian generally accepted auditing standards will always detect a material misstatement when it exists.

Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

As part of an audit in accordance with Canadian generally accepted auditing standards, we exercise professional judgment and maintain professional skepticism throughout the audit.

We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion.
- The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Entity's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Entity's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors’ report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors’ report. However, future events or conditions may cause the Entity to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

- Communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.
- Provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the group Entity to express an opinion on the financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

KPMG LLP

Chartered Professional Accountants, Licensed Public Accountants

The engagement partner on the audit resulting in this auditors' report is Tony Marino.

Toronto, Canada

March 13, 2019

MEDICAL FACILITIES CORPORATION

Consolidated Balance Sheets
(In thousands of U.S. dollars)

	Note	December 31, 2018 $	December 31, 2017 $
ASSETS			
Current assets			
Cash and cash equivalents		36,686	56,029
Short-term investments		10,284	8,934
Accounts receivable	12.5.2	67,312	63,476
Supply inventory		8,577	6,772
Prepaid expenses and other		8,533	6,429
Income tax receivable	15	1,517	1,881
Total current assets		**132,909**	**143,521**
Non-current assets			
Deferred income tax assets	15	1,541	7,993
Property and equipment	5	108,483	95,072
Goodwill	6.1	159,859	125,181
Other intangibles	6.2	77,321	86,193
Other assets	17.1	1,674	1,628
Total non-current assets		**348,878**	**316,067**
TOTAL ASSETS		**481,787**	**459,588**
LIABILITIES AND EQUITY			
Current liabilities			
Dividends payable		2,134	2,327
Accounts payable		23,138	23,669
Accrued liabilities		22,721	18,603
Current portion of corporate credit facility	7	-	47,750
Current portion of convertible debentures	8	30,632	-
Current portion of long-term debt	7	21,086	17,326
Total current liabilities		**99,711**	**109,675**
Non-current liabilities			
Long-term debt	7	50,505	47,732
Deferred income tax liability	15	1,301	1,013
Corporate credit facility	7	68,800	-
Convertible debentures	8	-	33,533
Exchangeable interest liability	12.1	65,832	67,107
Total non-current liabilities		**186,438**	**149,385**
Total liabilities		**286,149**	**259,060**
Equity			
Share capital	9	397,639	396,428
Contributed surplus	19	934	522
Deficit		(261,189)	(255,284)
Equity attributable to owners of the Corporation		137,384	141,666
Non-controlling interest	10	58,254	58,862
Total equity		**195,638**	**200,528**
TOTAL LIABILITIES AND EQUITY		**481,787**	**459,588**
Commitments and contingencies	18		

The accompanying notes are an integral part of these consolidated financial statements.

MEDICAL FACILITIES CORPORATION

Consolidated Statements of Changes in Equity
(In thousands of U.S. dollars)

		Attributable to Owners of the Corporation				Non-controlling Interest	Total Equity
		Share Capital $	Contributed Surplus $	Retained Earnings/ (Deficit) $	Total $	$	$
2018							
Balance at January 1, 2018		396,428	522	(255,284)	141,666	58,862	200,528
Net income and comprehensive income for the period		-	-	20,927	20,927	30,622	51,549
Share-based compensation	19.1	-	412	-	412	-	412
Dividends to owners of the Corporation		-	-	(26,832)	(26,832)	-	(26,832)
Distributions to non-controlling interest	10	-	-	-	-	(35,543)	(35,543)
Acquisition of MFC Nueterra ASCs	4	-	-	-	-	6,149	6,149
Disposal of MFC Nueterra to non-controlling interest	4	-	-	-	-	1,978	1,978
Acquisition of additional interest in Oklahoma Spine Hospital, LLC		1,211	-	-	1,211	-	1,211
Acquisition of additional interest in Unity Medical and Surgical Hospital		-	-	-	-	(3,814)	(3,814)
Balance at December 31, 2018		**397,639**	**934**	**(261,189)**	**137,384**	**58,254**	**195,638**
2017							
Balance at January 1, 2017		397,522	181	(248,994)	148,709	65,403	214,112
Net income and comprehensive income for the period		-	-	20,637	20,637	25,942	46,579
Share-based compensation	19.1	-	341	-	341	-	341
Dividends to owners of the Corporation		-	-	(26,927)	(26,927)	-	(26,927)
Distributions to non-controlling interest	10	-	-	-	-	(32,306)	(32,306)
Contribution by ASH Urgent Care Center non-controlling interest		-	-	-	-	68	68
Step-up investment in RRI Mishawaka Hospital, LP		-	-	-	-	(245)	(245)
Purchase of common shares under normal course issuer bid	9.3	(1,094)	-	-	(1,094)	-	(1,094)
Balance at December 31, 2017		**396,428**	**522**	**(255,284)**	**141,666**	**58,862**	**200,528**

The accompanying notes are an integral part of these consolidated financial statements.

MEDICAL FACILITIES CORPORATION

Consolidated Statements of Income and Comprehensive Income
(In thousands of U.S. dollars, except per share amounts)

	Note	Years Ended December 31, 2018 $	2017 $
Facility service revenue		**431,602**	**385,329**
Operating expenses			
Salaries and benefits		120,763	108,449
Drugs and supplies		132,949	114,960
General and administrative expenses		78,872	67,273
Impairment of goodwill	6.3	-	8,400
Depreciation of property and equipment	5	11,772	11,512
Amortization of other intangibles	6.2	13,862	16,234
		358,218	**326,828**
Income from operations		**73,384**	**58,501**
Finance costs			
Change in value of convertible debentures	8	(2,901)	1,431
Change in value of exchangeable interest liability	12.1	(64)	(9,927)
Interest expense on exchangeable interest liability	12.1	8,592	8,692
Interest expense, net of interest income	16	6,458	5,892
Loss (gain) on foreign currency		778	(701)
		12,863	**5,387**
Income before income taxes		**60,521**	**53,114**
Income tax expense	15	8,972	6,535
Net income and comprehensive income for the period		**51,549**	**46,579**
Attributable to:			
Owners of the Corporation		20,927	20,637
Non-controlling interest	10	30,622	25,942
		51,549	**46,579**
Earnings per share			
Basic	9.2	$ 0.68	$ 0.67
Fully diluted	9.2	$ 0.61	$ 0.54

The accompanying notes are an integral part of these consolidated financial statements.

MEDICAL FACILITIES CORPORATION

Consolidated Statements of Cash Flows
(In thousands of U.S. dollars)

	Note	Years Ended December 31, 2018 $	2017 $
Cash flows from operating activities			
Net income for the period		51,549	46,579
Adjustments for:			
Depreciation of property and equipment	5	11,772	11,512
Amortization of other intangibles	6.2	13,862	16,234
Impairment of goodwill	6.3	-	8,400
Share of equity income in associates	17.1	(133)	(107)
Change in value of convertible debentures	8	(2,901)	1,431
Change in value of exchangeable interest liability	12.1	(64)	(9,927)
Loss (gain) on foreign currency		778	(701)
Income tax expense	15	8,972	6,535
Share-based compensation	19	412	341
Loss on disposal of assets of Integrated Medical Delivery, LLC	1	530	-
Loss on disposal of property and equipment		-	499
Interest expense, net of interest income		15,050	14,584
		99,827	95,380
Changes in non-cash operating working capital	11	(1,458)	(926)
		98,369	94,454
Interest paid, net of received		(15,049)	(14,584)
Income and withholding taxes received (paid)		(1,868)	116
Net cash provided by operating activities		**81,452**	**79,986**
Cash flows from investing activities			
Purchase of property and equipment	5	(21,837)	(11,190)
Investment in RRI Mishawaka Hospital, LP		-	(245)
Investment in Unity Medical and Surgical Hospital		(3,814)	-
Business combinations (net of cash assumed)	4	(42,760)	-
Proceeds from disposal of MFC Nueterra to non-controlling interest	4	1,978	-
Proceeds from disposal of assets of Integrated Medical Delivery, LLC	1	3,100	-
Redemption of (investment in) short-term and long-term bank investments		(1,350)	1,248
Net cash used in investing activities		**(64,683)**	**(10,187)**
Cash flows from financing activities			
Net proceeds from revolving credit facilities and issuance of notes payable		34,289	2,030
Repayments of notes payable at the Facilities and Integrated Medical Delivery, LLC		(7,142)	(13,885)
Distributions, return of capital and loan receivable from an associate	17.1	87	33
Investment in ASH Urgent Care Center by non-controlling interest		-	68
Distributions to non-controlling interest	10	(35,543)	(32,306)
Dividends paid		(27,025)	(26,768)
Purchase of common shares under the terms of normal course issuer bid	9.3	-	(1,094)
Net cash used in financing activities		**(35,334)**	**(71,922)**
Decrease in cash and cash equivalents		**(18,565)**	**(2,123)**
Effect of exchange rate fluctuations on cash balances held		(778)	701
Cash and cash equivalents, beginning of the period		56,029	57,451
Cash and cash equivalents, end of the period		**36,686**	**56,029**
Non-cash transactions:			
Acquisition of additional interest in Oklahoma Spine Hospital, LLC		1,211	-

The accompanying notes are an integral part of these consolidated financial statements.

1. REPORTING ENTITY

Medical Facilities Corporation (the "Corporation") is a British Columbia corporation. The address of the Corporation's head office is 45 St. Clair Avenue West, Suite 200, Toronto, Ontario, Canada. The common shares of the Corporation are listed on the Toronto Stock Exchange under the ticker symbol "DR".

The Corporation's operations are based in the United States. Through its wholly-owned subsidiaries, the Corporation owns controlling interests in five specialty hospitals and eight ambulatory surgery centers (the "Facilities"). The Corporation also owns a 92% controlling interest in RRI Mishawaka Hospital, LP ("RRIMH"), an entity which owns the land and building for one of its facilities.

On January 12, 2018, the Corporation, through its indirect subsidiary, formed a partnership, MFC Nueterra Holding Company, LLC ("MFC Nueterra Partnership") with Nueterra MF Holdings, LLC. On February 1, 2018, MFC Nueterra Partnership acquired ownership interests in seven ambulatory surgery centers ("MFC Nueterra ASCs") (note 4).

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.

The Corporation's ownership interest in, and the location of, its material operating subsidiaries are as follows:

		Ownership Interest December 31,	
Subsidiary	**Location**	**2018**	**2017**
Arkansas Surgical Hospital, LLC ("ASH")	North Little Rock, Arkansas	51.0%	51.0%
Unity Medical and Surgical Hospital ("UMASH")	Mishawaka, Indiana	79.2%	62.0%
Oklahoma Spine Hospital, LLC ("OSH")	Oklahoma City, Oklahoma	62.8%	60.3%
Black Hills Surgical Hospital, LLP ("BHSH")	Rapid City, South Dakota	54.2%	54.2%
Sioux Falls Specialty Hospital, LLP ("SFSH")	Sioux Falls, South Dakota	51.0%	51.0%
MFC Nueterra ASCs[1]	Various	51.5%	-

[1] The Corporation has an average ownership interest of 51.5% based on values as at the acquisition date. The seven ambulatory surgery centers are situated in Arkansas, Michigan, Missouri, Nebraska, Ohio, Oregon and Pennsylvania.

2. STATEMENT OF COMPLIANCE

These consolidated financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") and Interpretations of the International Financial Reporting Interpretations Committee. The Corporation's significant accounting policies are presented in note 20 to these consolidated financial statements.

These consolidated financial statements were approved for issue by the Corporation's Board of Directors on March 13, 2019.

3. BASIS OF PREPARATION

These consolidated financial statements include the accounts of the Corporation and its subsidiaries and have been prepared on the historical cost basis except for certain financial instruments and share-based compensation, which are measured at fair value (note 20.16).

The Corporation's consolidated financial statements are reported in U.S. dollars which is its functional and presentation currency. All financial information presented in U.S. dollars has been rounded to the nearest thousand, unless otherwise indicated.

4. ACQUISITION OF MFC NUETERRA ASCS

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 Partnership, in which the Corporation holds a 90.0% indirect interest, originally 94.25% until December 31, 2018. On February 1, 2018, MFC Nueterra Partnership completed an acquisition of interests between approximately 42% to 59%, representing indirect interests of approximately 40% to 56% for the Corporation, in seven ambulatory surgical centers, the MFC Nueterra ASCs.

These facilities are 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 seven 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. Based on the operating agreements of the MFC Nueterra ASCs, the Corporation has indirect controlling interests in each of the seven ASCs, and has accounted for the transaction as a business combination with the Corporation consolidating 100% of the MFC Nueterra ASC operations as at the acquisition date. The assets and liabilities of the MFC Nueterra ASCs are included in the consolidated financial statements.

4. ACQUISITION OF MFC NUETERRA ASCS (Continued)

The final purchase price allocation as at December 31, 2018 is as follows:

	$
Cash	1,090
Accounts receivable	4,938
Supply inventory	997
Prepaid expenses and other	479
Property and equipment	3,637
Other intangibles	4,990
Goodwill	37,360
Accounts payable	(1,257)
Accrued liabilities and other liabilities	(1,798)
Long-term debt	(437)
Non-controlling interest	(6,149)
Fair value of net assets acquired	**43,850**

The Corporation has elected to recognize goodwill only as it relates to the controlling interest that has been acquired. Of the goodwill recognized on acquisition, $18,568 is deductible for tax purposes.

The goodwill attributable to this acquisition includes the value of the workforce acquired, the benefit of future revenue growth, opportunities to expand within the marketplace and other key competitive advantages. The accounts receivable primarily represent facility service revenue receivable relating to the provision of operating facilities and services to patients.

Approximately $400 of acquisition-related costs have been recognized as an expense in the consolidated statements of income and comprehensive income. Had the acquisition of the MFC Nueterra ASCs occurred as of January 1, 2018, the consolidated statements of income and comprehensive income for the year ended December 31, 2018, would have included facility service revenue of $36,802 and income from operations of $5,563, inclusive of pre-acquisition facility service revenue of $2,741 and income from operations of $208.

5. PROPERTY AND EQUIPMENT

	Land and Improvements	Construction in Progress	Building and Improvements	Equipment and Furniture	Total
	$	$	$	$	$
Cost					
Balance at January 1, 2017	7,312	4,815	93,797	58,466	164,390
Additions	38	(3,673)	6,591	8,234	11,190
Disposals	-	-	(788)	(1,364)	(2,152)
Adjustment to UMASH purchase price	-	-	-	1,000	1,000
Balance at December 31, 2017	7,350	1,142	99,600	66,336	174,428
Additions	595	4,084	5,601	11,589	21,869
Disposals	-	-	(149)	(348)	(497)
Purchase of MFC Nueterra ASCs	-	-	569	3,068	3,637
Disposal of IMD assets	-	-	(33)	(487)	(520)
Balance at December 31, 2018	**7,945**	**5,226**	**105,588**	**80,158**	**198,917**
Accumulated Depreciation					
Balance at January 1, 2017	(116)	-	(29,196)	(40,185)	(69,497)
Charged for the year	(26)	-	(3,849)	(7,637)	(11,512)
Disposals	-	-	289	1,364	1,653
Balance at December 31, 2017	(142)	-	(32,756)	(46,458)	(79,356)
Charged for the year	(18)	-	(4,717)	(7,037)	(11,772)
Disposals	-	-	141	324	465
Disposal of IMD assets	-	-	6	223	229
Balance at December 31, 2018	**(160)**	**-**	**(37,326)**	**(52,948)**	**(90,434)**
Carrying Amounts					
At December 31, 2017	7,208	1,142	66,844	19,878	95,072
At December 31, 2018	**7,785**	**5,226**	**68,262**	**27,210**	**108,483**

Included in the equipment and furniture for the years 2018 and 2017 is certain equipment under finance lease agreements as follows:

	2018	2017
	$	$
Equipment	4,970	4,123
Less accumulated depreciation	(3,486)	(3,370)
Total	**1,484**	**753**

6. GOODWILL AND OTHER INTANGIBLES

6.1 Goodwill

The carrying amount of goodwill as at December 31, 2018 was $159,859 (2017: $125,181), with the net increase due to the acquisition of the MFC Nueterra ASCs (note 4) less the sale of IMD's assets.

6.2 Other intangibles

	Hospital Operating Licenses	Medical Charts and Records	Care Network	Trade Names	Non-Compete	Total
	$	$	$	$	$	$
Cost						
Balance at January 1, 2017	2,576	7,599	239,123	9,128	1,200	259,626
Balance at December 31, 2017	2,576	7,599	239,123	9,128	1,200	259,626
Purchase of MFC Nueterra ASCs	540	-	-	2,870	1,580	4,990
Balance at December 31, 2018	**3,116**	**7,599**	**239,123**	**11,998**	**2,780**	**264,616**
Accumulated Amortization						
Balance at January 1, 2017	(1,336)	(7,207)	(148,596)	-	(60)	(157,199)
Amortization charges	(418)	(227)	(15,350)	-	(239)	(16,234)
Balance at December 31, 2017	(1,754)	(7,434)	(163,946)	-	(299)	(173,433)
Amortization charges	(205)	(14)	(12,792)	(131)	(720)	(13,862)
Balance at December 31, 2018	**(1,959)**	**(7,448)**	**(176,738)**	**(131)**	**(1,019)**	**(187,295)**
Carrying Amounts						
At December 31, 2017	822	165	75,177	9,128	901	86,193
At December 31, 2018	**1,157**	**151**	**62,385**	**11,867**	**1,761**	**77,321**
Amortization period (years)	5 - Indefinite Life	5-7	8-18	20 - Indefinite life	3-5	

6.3 Impairment

The Corporation performed its annual impairment tests for goodwill and other intangibles with indefinite lives as at December 31, 2018 and December 31, 2017. For the year ended December 31, 2018, the Corporation concluded that there was no impairment of goodwill and other intangibles.

For the year ended December 31, 2017, the Corporation concluded that the goodwill asset was impaired in the UMASH/RRIMH cash generating unit ("CGU") and the IMD CGU. For the UMASH/RRIMH CGU, a charge of $7,000 was recorded, of which $2,660 related to the 38% non-controlling interest owners, for the year ended December 31, 2017. For the IMD CGU, an impairment charge of $1,400 was recorded, of which $686 related to the 49% non-controlling interest owners.

6. GOODWILL AND OTHER INTANGIBLES (Continued)

The Corporation identified seven CGUs for which impairment testing was performed. Management calculated the recoverable amount of each CGU by determining the fair value less costs to sell ("FVLCS"). Management has estimated cost to dispose to be 1% of the fair value of the CGUs, based on recent market data.

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 the UMASH's primary facility, making the two entities interdependent. The remaining CGUs represent subsidiary operations which are independent of each other, and therefore identified as separate CGUs.

For the December 31, 2018 impairment test, enterprise value to EBITDA multiples of 9.0 to 10.5 (2017: 8.0 to 9.0) were determined to be appropriate based on the factors specific to each CGU and a comparison to market information available at the time of the test.

For the year ended December 31, 2018, the recoverable amount of the CGUs was based on FVLCS. The FVLCS of the UMASH/RRIMH CGU was determined by discounting the future cash flows generated from continuing use. Cash flows for fiscal 2019 to fiscal 2023 were projected based on past experience, actual operating results normalized for non-routine items, and budget projections, with revenue growth rates over five years ranging from 4.2% - 8.2% based on a projection of the number of cases and revenue per case, with a terminal growth rate of 3.0%. Projected cash flows were discounted using a pre-tax rate of 12.0%. The discount rate was estimated based on a weighted average cost of capital, which is based on a risk-free rate, plus various risk premiums including a size premium and a specific company risk premium.

For the year ended December 31, 2017, the FVLCS of the UMASH/RRIMH CGU was determined by a similar approach, using projected cash flows for fiscal 2018 to fiscal 2023 with revenue growth rates ranging from 3.9% - 9.5%, a terminal growth rate of 3%, and a discount rate of 12.0%.

To ensure 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.

6. GOODWILL AND OTHER INTANGIBLES (Continued)

The following amounts for goodwill and intangibles with indefinite useful lives were allocated to each of the CGUs:

	Years Ended December 31,	
	2018 $	**2017 $**
ASH	17,911	17,911
UMASH	1,876	1,876
OSH	17,436	17,436
BHSH	31,244	31,244
SFSH	60,896	60,896
SCNC	2,264	2,264
MFC Nueterra ASCs	37,900	-
	169,527	**131,627**

7. LONG-TERM DEBT

		2018			2017	
	Maturity	Authorized	Balance	Effective Interest Rate	Balance	Effective Interest Rate
		$	$	%	$	%
Revolving credit facilities						
ASH	Feb 10, 2019	879	879	5.5	-	-
ASH	Jun 20, 2020	4,000	1,439	5.0	473	3.5
OSH	Apr 11, 2019	6,350	3,000	LIBOR+2.2	2,000	LIBOR+2.6
BHSH	Jul 1, 2020	6,000	700	LIBOR+1.3	-	-
SFSH	Dec 1, 2018	-	-	LIBOR+1.0	1,514	LIBOR+1.0
SFSH	Oct 1, 2019	7,000	1,930	LIBOR+1.0	2,625	LIBOR+1.0
SFSH	Dec 31, 2019	492	111	LIBOR+1.1	187	LIBOR+1.1
SCNC	Jul 31, 2019	2,500	-	LIBOR+3.5	-	LIBOR+3.5
		27,221	**8,059**		**6,799**	
Corporate credit facility						
MFC	Aug 31, 2023	**150,000**	**68,800**	LIBOR+2.0	**47,750**	Prime+0.3
Notes payable						
ASH	Oct 31, 2021		768	4.3	950	4.3
UMASH	Jun 23, 2020		3,596	4.8	5,988	4.8
OSH	Jun 30, 2025		2,184	5.1	-	-
BHSH	Dec 31, 2019		3,814	3.0	4,385	3.0
BHSH	Sep 1, 2020		898	2.8	1,391	2.8
BHSH	Jun 1, 2021		4,315	3.0	4,595	3.0
BHSH	Dec 31, 2021		411	3.7	484	3.7
BHSH	Aug 1, 2023		2,746	4.6	2,951	3.0
BHSH	Dec 20, 2023		3,200	4.8	-	-
BHSH	May 10, 2027		1,580	4.0	1,734	4.0
SFSH	Oct 1, 2018		-	2.5	85	2.5
SFSH	Dec 31, 2019		-	2.9	14,600	2.9
SFSH	Dec 31, 2019		-	3.1	3,926	3.1
SFSH	Oct 1, 2021		10,080	2.9	12,658	1.9
SFSH	Nov 15, 2021		308	2.9	407	2.9
SFSH	Dec 15, 2021		589	2.3	777	2.3
SFSH	Mar 15, 2022		1,290	3.2	1,661	3.2
SFSH	Jan 1, 2024		1,008	4.3	-	-
SFSH	Dec 31, 2028		25,060	4.7	-	4.7
MFC Nueterra ASCs	Aug 1, 2023		61	9.2	-	-
IMD	Jun 30, 2021		-	4.8	915	4.8
			61,908		**57,507**	
Capital leases						
ASH	2019 - 2023		902	6.4	199	6.4
UMASH	2019 - 2020		82	5.7	133	5.69
SFSH	May 31, 2019		125	1.6	420	1.63
MFC Nueterra ASCs	2020 - 2022		515	3.5 - 9.7	-	-
			1,624		**752**	
			140,391		**112,808**	
Less current portion			(21,086)		(65,076)	
			119,305		**47,732**	

7. LONG-TERM DEBT (Continued)

Each credit facility and note payable is secured by an interest in all property and a mortgage on real property owned by the respective Facility. These credit facilities and notes payable contain certain restrictive financial and non-financial covenants. As at December 31, 2018, the Facilities were in compliance with their covenants.

The following are the future maturities of long-term debt, including capital leases, for the years ending December 31:

	$
2019	21,086
2020	9,093
2021	10,456
2022	2,357
2023	97,399
Future maturities of long-term debt	**140,391**

8. CONVERTIBLE DEBENTURES

On December 21, 2012, the Corporation issued, in a public offering, Cdn$41,800 (US$42,042) aggregate principal amount of 5.9% convertible unsecured subordinated debentures ("convertible debentures"). The convertible debentures pay interest semi-annually in arrears on June 30 and December 31 of each year, 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 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 of 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.

8. CONVERTIBLE DEBENTURES (Continued)

The following table represents changes in the convertible debentures for the years 2018 and 2017:

	$
Balance at January 1, 2017	32,102
Change in fair value of convertible debentures at market price	1,431
Balance at December 31, 2017	33,533
Change in fair value of convertible debentures at market price	(2,901)
Balance at December 31, 2018	**30,632**

9. SHARE CAPITAL

9.1 Share capital

The following table represents changes in the number and value of common shares issued and outstanding for the years 2018 and 2017:

	Number of Common Shares	$
Balance at January 1, 2017	31,045,945	397,522
Common shares purchased and cancelled under the terms of normal course issuer bids (note 9.3)	(95,600)	(1,094)
Balance at December 31, 2017	30,950,345	396,428
Common shares issued on exchangeable interest (note 12.1)	104,155	1,211
Balance at December 31, 2018	**31,054,500**	**397,639**

9.2 Earnings per share

Basic earnings per share attributable to owners of the Corporation are calculated as follows:

		Years Ended December 31,	
		2018	2017
Net income for the period attributable to owners of the Corporation	$	20,927	20,637
Divided by weighted average number of common shares outstanding for the period		30,998,008	31,002,972
Basic earnings per share attributable to owners of the Corporation	**$**	**0.68**	**0.67**

9. SHARE CAPITAL (Continued)

Fully diluted earnings per share attributable to owners of the Corporation are calculated as follows:

		Years Ended December 31,	
		2018	2017
Net income for the period attributable to owners of the Corporation	$	20,927	20,637
Change in value of exchangeable interest liability		-	(6,353)
Interest expense on exchangeable interest liability		-	5,563
Change in value of convertible debentures (tax effected)		(2,132)	-
Interest expense on convertible debentures (tax effected)		1,396	-
Modified net income for the period attributable to owners of the Corporation	$	20,191	19,847
Weighted average number of common shares:			
Outstanding for the period		30,998,008	31,002,972
Deemed to be issued on the exchange of the outstanding exchangeable interest liability		-	5,908,115
Deemed to be issued on the conversion of the outstanding convertible debentures		2,184,353	-
Weighted average number of common shares[(1)(2)]		33,182,361	36,911,087
Fully diluted earnings per share	**$**	**0.61**	**0.54**

[(1)] *For the period ended December 31, 2018, the impact of exchangeable interest liability was excluded from the dilutive weighted average number of common shares calculation because it is not applicable based on the share price prevailing at December 31, 2018.*

[(2)] *For the period ended December 31, 2017, the impact of convertible debentures was excluded from the dilutive weighted average number of common shares calculation because it is not applicable based on the share price prevailing at December 31, 2017.*

9.3 Normal course issuer bids

The Corporation’s current normal course issuer bid for up to 620,918 of its common shares is in effect from May 16, 2018 to May 15, 2019. During the year ended December 31, 2018, the Corporation did not purchase any of its common shares. During the year ended December 31, 2017, the Corporation purchased 95,600 of its common shares for $1,094, under a previous normal course issuer bid.

The purchases under the bids are recorded in share capital. All common shares acquired are cancelled.

10. NON-CONTROLLING INTEREST

The following tables summarize financial information in respect of the non-controlling interest of each Facility and RRIMH. The summarized financial information below represents amounts before intra-group eliminations.

December 31, 2018

	ASH $	UMASH $	OSH $	BHSH $	SFSH $	SCNC $	RRIMH $	MFC Nueterra ASCs $
Non-controlling interest percentage	**44%**	**21%**	**35%**	**35%**	**35%**	**49%**	**8%**	**44-62%**
Current assets	8,661	11,813	15,859	14,460	30,531	2,965	574	8,149
Non-current assets	8,682	1,536	5,457	28,693	52,622	698	25,726	1,703
Current liabilities	7,816	7,258	7,429	7,633	9,436	336	547	3,488
Non-current liabilities	3,988	15,368	5,184	17,664	40,501	-	27,265	829
Equity attributable to owners of the Corporation	3,102	(7,345)	5,657	11,607	21,590	1,697	(1,391)	2,959
Non-controlling interest	2,437	(1,932)	3,046	6,250	11,626	1,630	(121)	2,576
Facility service revenue	67,848	40,757	72,737	91,292	115,636	8,352	2,255	34,061
Operating expenses	53,496	37,361	61,782	63,727	74,553	6,204	6	28,016
Net income (loss) attributable to owners of the Corporation	7,192	1,701	6,328	15,156	24,039	987	(558)	2,783
Net income (loss) attributable to non-controlling interest	5,650	448	3,407	8,161	12,944	948	(48)	2,552
Net income (loss)	**12,842**	**2,149**	**9,735**	**23,317**	**36,983**	**1,935**	**(606)**	**5,335**
Distributions to non-controlling interest	6,641	-	3,817	11,293	17,640	931	-	2,618
Cash flows from operating activities	14,656	(830)	10,734	26,858	39,674	2,216	68	6,359
Cash flows from investing activities	(3,536)	(402)	(3,322)	(5,232)	(6,949)	(162)	-	(574)
Cash flows from financing activities [(1)]	(12,067)	2,094	(6,744)	(22,628)	(34,358)	(1,900)	-	(4,866)
Net cash inflow (outflow)	**(947)**	**862**	**668**	**(1,002)**	**(1,633)**	**154**	**68**	**919**

[(1)] *Cash flows from financing activities include distributions paid to the Corporation and the holders of the non-controlling interest.*

10. NON-CONTROLLING INTEREST (Continued)

December 31, 2017

	ASH $	UMASH $	OSH $	BHSH $	SFSH $	SCNC $	RRIMH $
Non-controlling interest percentage	**44%**	**38%**	**35%**	**35%**	**35%**	**49%**	**8%**
Current assets	8,970	13,001	13,790	15,583	31,662	2,929	507
Non-current assets	6,325	1,604	3,185	30,407	48,413	750	26,400
Current liabilities	8,537	10,241	5,946	14,638	23,119	387	547
Non-current liabilities	848	15,790	2,218	13,931	29,522	-	27,265
Equity attributable to owners of the Corporation	3,310	(7,084)	5,727	11,324	17,832	1,679	(507)
Non-controlling interest	2,601	(4,342)	3,084	6,097	9,602	1,613	(398)
Facility service revenue	70,600	37,546	64,331	88,263	114,143	8,294	2,211
Operating expenses	55,103	39,765	55,016	63,577	71,878	6,307	670
Net income (loss) attributable to owners of the Corporation	8,639	(1,848)	6,001	15,729	26,907	1,013	(589)
Net income (loss) attributable to non-controlling interest	6,787	(1,133)	3,231	8,470	14,489	973	(51)
Net income (loss)	**15,426**	**(2,981)**	**9,232**	**24,199**	**41,396**	**1,986**	**(640)**
Distributions to non-controlling interest	7,062	-	3,496	8,579	11,935	1,110	-
Cash flows from operating activities	14,258	2,721	10,677	27,519	42,935	2,162	24
Cash flows from investing activities	(1,447)	(561)	(476)	(3,311)	(4,789)	(28)	-
Cash flows from financing activities [1]	(15,938)	(2,090)	(10,738)	(24,454)	(36,197)	(2,053)	-
Net cash inflow (outflow)	**(3,127)**	**70**	**(537)**	**(246)**	**1,949**	**81**	**24**

[1] Cash flows from financing activities include distributions paid to the Corporation and the holders of the non-controlling interest.

10.1 Significant restrictions

With the exception of UMASH, the partnership or operating agreements governing each of the respective Facilities (each, a “Partnership Agreement”) in certain circumstances 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’s rights in respect of each Facility are limited to representation on the management committee and approval rights over certain fundamental decisions. The Partnership Agreements require that each Facility distribute its available cash to the maximum extent possible, subject to applicable law and compliance with their existing credit facilities, by way of monthly distributions on its partnership interests or other distributions on its securities, after (i) satisfying its debt service obligations under its credit facilities or any other agreements with third parties, (ii) satisfying its other expense obligations, including withholding and other applicable taxes, and (iii) retaining reasonable working capital or other reserves, including amounts on account of capital expenditures and such other amounts as may be considered appropriate by its management committee.

11. NET CHANGES IN NON-CASH WORKING CAPITAL

The net changes in non-cash working capital included in the statement of cash flows, exclusive of the business combination impact, consist of the following:

	Years Ended December 31,	
	2018 $	2017 $
Accounts receivable	484	(2,418)
Supply inventory	(808)	(520)
Prepaid expenses and other	(1,712)	(418)
Accounts payable	(1,747)	2,060
Accrued liabilities	2,325	370
Net changes in non-cash working capital	**(1,458)**	**(926)**

12. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT

12.1 Exchangeable interest liability

Concurrent with the acquisition of its interests in the hospital facilities located in Arkansas, Oklahoma and South Dakota, the Corporation entered into exchange agreements with the vendors who originally retained a 49% non-controlling interest in these Facilities. Pursuant to the terms of these exchange agreements, the non-controlling interest holders in each of these Facilities received the right to exchange a portion of their interest ("Exchangeable Interest") in their respective Facilities for common shares of the Corporation. Such exchanges may only take place quarterly and are based on the exchange formulae stipulated in the exchange agreements and are subject to certain limitations, including a limitation of exchanging not more than three percent per quarter.

The number of common shares issuable under the Exchangeable Interest is determined by application of a formula which takes into account the number of partnership units being tendered for exchange and an exchange ratio based upon the distributions from the Facilities over the prior twelve months. The exchange agreements between the Corporation and the non-controlling interest holders in each of the Facilities contain the details of the exchange rights.

12. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT (Continued)

The Corporation accounts for the Exchangeable Interest as a financial liability. Under this method, the Exchangeable Interest is reflected in the financial statements as follows:

(i) The exchange right is considered to have been fully exchanged at the original dates of acquisition of each of the four Facilities in which Exchangeable Interest is held, resulting in the purchase of a further 14% interest in each such Facility, except for ASH where 5% can be purchased, for an amount (the "imputed purchase price") proportionate to the price paid for the original 51% interest in such Facilities. The imputed purchase price was allocated to the fair value of the assets acquired, including goodwill and other intangibles, consistent with the acquisition of the initial 51% interest.

(ii) The corresponding amount of the imputed purchase price relating to the 14% interest (5% in the case of ASH) is reflected as exchangeable interest liability. The exchangeable interest liability is carried at fair value, as determined at each reporting date by applying the closing common share price on the last trading day of the period, converted into U.S. dollars at the closing exchange rate, to the total number of common shares issuable under the outstanding Exchangeable Interest. Changes in the fair value of the exchangeable interest liability, including their effect on the deferred tax position, are included in net income.

(iii) Amortization of other intangibles and fair market value of property and equipment in excess of underlying book values are consistent with the amortization of the assets that arose on acquisition of the initial 51% interest in each Facility.

(iv) The distributions made by each Facility, that relate to the ownership interest therein that is the subject of the outstanding Exchangeable Interest, are treated as interest expense in the Corporation's consolidated statement of income and comprehensive income.

(v) The calculation of fully diluted earnings per share involves certain modifications, if applicable, to net income as reported and the number of issued and outstanding common shares as set out in note 9.

The number of common shares to be potentially issued for the exchangeable interest liability and the fair value of the exchangeable interest liability as at December 31, 2018 and December 31, 2017 are as follows:

	December 31,	
	2018	**2017**
Number of common shares to be potentially issued for exchangeable interest liability	5,970,862	5,929,304
Fair value of the exchangeable interest liability in thousands of U.S. dollars	US$ 65,832	US$ 67,107
Fair value of the exchangeable interest liability in thousands of Canadian dollars	Cdn$ 89,802	Cdn$ 84,374

12. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT (Continued)

12.2 Fair values and classification of financial instruments

The fair values of the convertible debentures and exchangeable interest liability are determined based on the closing trading price of the debentures and the common shares at each reporting period. The fair values of notes payable and revolving credit facilities at the Facilities' level approximate their book values as the interest rates are similar to prevailing market rates. The fair values of all other financial instruments of the Corporation, due to the short-term nature of these instruments, approximate their book values.

The following table presents the carrying values and classification of the Corporation's financial instruments as at December 31, 2018 and December 31, 2017:

	December 31, 2018 $	December 31, 2017 $
Financial assets		
Fair value through profit or loss		
Cash and cash equivalents	36,686	56,029
Short-term investments	10,284	8,934
Amortized cost		
Accounts receivable	67,312	63,476
Financial liabilities		
Fair value through profit or loss		
Convertible debentures	30,632	33,533
Exchangeable interest liability	65,832	67,107
Amortized cost		
Dividends payable	2,134	2,327
Accounts payable	23,138	23,669
Accrued liabilities	22,721	18,603
Corporate credit facility	68,800	47,750
Long-term debt	71,591	65,058

The financial instruments of the Corporation that are recorded at fair value have been classified into levels using a fair value hierarchy. The following tables represent the fair value hierarchy of the Corporation's financial instruments that were recognized at fair value as of December 31, 2018 and December 31, 2017. It does not include fair value information for financial instruments not measured at fair value and which are short-term in nature.

12. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT (Continued)

	December 31, 2018			
	Level 1 $	Level 2 $	Level 3 $	Total $
Financial assets				
Cash and cash equivalents	36,686	-	-	36,686
Short-term investments	10,284	-	-	10,284
Financial liabilities				
Convertible debentures	30,632	-	-	30,632
Exchangeable interest liability	-	65,832	-	65,832
Corporate credit facility	-	68,800	-	68,800
Long-term debt	-	71,591	-	71,591
Total	**77,602**	**206,223**	**-**	**283,825**

	December 31, 2017			
	Level 1 $	Level 2 $	Level 3 $	Total $
Financial assets				
Cash and cash equivalents	56,029	-	-	56,029
Short-term investments	8,934	-	-	8,934
Financial liabilities				
Convertible debentures	33,533	-	-	33,533
Exchangeable interest liability	-	67,107	-	67,107
Corporate credit facility	-	47,750	-	47,750
Long-term debt	-	65,058	-	65,058
Total	**98,496**	**179,915**	**-**	**278,411**

12.3 Measurement of fair values

The following is the valuation technique used in measuring Level 2 fair values (the Corporation does not have any Level 3 fair values).

Financial Instrument	Valuation Technique
Exchangeable interest liability	*Market comparison technique:* The number of the Corporation's common shares to issue is based on the contractual agreements with the holders of non-controlling interest that have exchange agreements with the Corporation and take into account the distributions to the non-controlling interest over the prior twelve months. The liability is valued based on the market price of the Corporation's common shares converted to the reporting currency as of the reporting date.
Corporate credit facility	*Market comparison technique:* Interest rates are based on the lending agreements with various banks of corporate credit facility, and they are prime rates adjusted for the Corporation's risk rating, secured assets and other terms of agreements. The liability is valued based on debt principals.
Long-term debt	*Market comparison technique:* Interest rates are based on the lending agreements with various banks and creditors of long-term debt, and they are prime or LIBOR rates adjusted for the Corporation's risk rating, secured assets and other terms of agreements. The liability is valued based on debt principals and interest payments discounted to present value.

12. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT (Continued)

12.4 Financial risk management

In the normal course of its operations, the Corporation faces a number of risks that might have an impact on results of its operations and values of the financial instruments presented in the financial statements. Financial risks are outlined below as well as policies and procedures established by the Corporation for monitoring and controlling these risks.

12.4.1 Foreign exchange risk

Dividends to common shareholders of the Corporation, exchangeable interest liability, interest on convertible debentures and a portion of the Corporation's expenses are settled in Canadian dollars while all of its revenues are in U.S. dollars. To mitigate this risk, from time to time, the Corporation may enter into foreign exchange forward contracts to economically hedge its exposure to the fluctuation of the exchange rate between U.S. and Canadian dollars. The Corporation has foreign exchange hedging policies in place and the execution of these policies is monitored by the Audit Committee of the Board of Directors. As at December 31, 2018 and 2017, no foreign exchange forward contracts existed.

The values of Canadian dollar cash and cash equivalents, short-term investments, interest paid and received, convertible debentures and exchangeable interest liability, as reported in the Corporation's financial statements, are dependent on the movement of the exchange rate between U.S. and Canadian dollars. A 1% change in the value of the Canadian dollar against the U.S. dollar would have had the following impact on net income for the years reported:

Exchange rate change	2018 $	2017 $
1% strengthening of the Canadian dollar	(1,185)	(1,250)
1% weakening of the Canadian dollar	1,185	1,250

12. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT (Continued)

12.4.2 Credit risk

The Corporation faces the following credit risks.

Revenue and Accounts Receivable

The Facilities receive payment for services rendered from U.S. federal and state agencies, private insurance carriers, employers, managed care programs and individual patients. As such, the Corporation's accounts receivable principally fall into five categories:

(i) governmental payors,

(ii) health and workers' compensation insurance companies,

(iii) recoveries from other responsible third parties such as automobile and general liability insurance,

(iv) recoveries for revision surgery from manufacturers of surgical devices subsequently found ineffective or defective, and

(v) co-pay and deductibles due from patients.

Revenue and accounts receivable from health insurance companies are further segregated between those that are independent members of the Blue Cross and Blue Shield System, workers' compensation lines and all others.

Services to the beneficiaries of Medicare and Medicaid and other governmental insurance programs as well as independent members of the Blue Cross and Blue Shield System are reimbursed primarily based on the established amounts, service codes and fees schedules subject to certain limitations. Reimbursements from other private insurance companies are based on the discounts from the rate established at the Facilities in accordance with the contracts with such companies (see note 20.20).

The majority of the Corporation's accounts receivable balance is from governmental payors and health insurance companies. Health insurance companies are regulated by State Insurance Departments in the U.S. and are assessed as having a low risk of default, consistent with the Facilities' history with these payors.

12. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT (Continued)

The table below summarizes the percentages of facility service revenue generated from and accounts receivable balances with each primary third-party payor group in 2018 and 2017:

	2018		2017	
	Facility Service Revenue by Payor %	Accounts Receivable at December 31 by Payor %	Facility Service Revenue by Payor %	Accounts Receivable at December 31 by Payor %
Medicare and Medicaid – category (i)	31.9	14.1	30.7	13.2
Blue Cross and Blue Shield – category (ii)	32.2	28.5	32.1	32.6
Workers' compensation – category (ii)	7.3	12.1	7.8	9.6
Other private insurance – category (iii)	20.5	25.9	21.3	25.1
Other insurance and self-pay – categories (iv) and (v)	8.1	19.4	8.1	19.5
	100.0	**100.0**	**100.0**	**100.0**

Recoverability of amounts due in respect of categories (iii) and (iv) above often involves insurance litigation and is difficult to determine, in which case the full amounts due may be reserved. A very small portion of the facility service revenue is received directly from patients (including those with no insurance and those paying deductibles or co-payments). Recoverability of amounts receivable directly from patients is assessed based on historical experience and amounts considered impaired are provided for in the allowance for non-collectible receivable.

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 Corporation's allowance to support the accuracy of the estimate of recoverability. Considerations related to historical experience are also factored into the valuation of the current period accounts receivable.

The table below summarizes the aging of the Corporation's accounts receivable and related allowance for non-collectible receivable balances as at December 31, 2018 and December 31, 2017:

Accounts receivable	2018 $	2017 $
Neither past due nor impaired	55,556	52,201
Past due 61-90 days	5,247	6,053
Past due 91-120 days	3,683	2,726
Past due 121-150 days	2,847	1,966
Past due more than 151 days	8,998	9,250
Allowance for non-collectible receivable balances	(9,019)	(8,720)
Net accounts receivable	**67,312**	**63,476**

12. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT (Continued)

A significant portion of the accounts receivable older than 151 days relates to auto insurance cases that have historically favourable reimbursement rates but may be subject to variations in the timing of collections and may involve insurance litigation.

Management believes that the unimpaired amounts that are past due by more than 60 days are still collectible, in full, based on the historical payment behaviour and extensive analysis of customer credit risk, including underlying customers' credit ratings, if they are available.

12.4.3 Interest rate risk

The Corporation and the individual Facilities enter into certain long-term credit facilities that expose them to the risk of interest rate fluctuations. The Corporation uses floating rate debt facilities for operating lines of credit that fund short-term working capital needs and uses fixed rate debt facilities to fund investments and capital expenditures.

The interest rate profile of the Corporation's interest-bearing financial liabilities as at December 31, 2018 and December 31, 2017 was:

	December 31,	
	2018	**2017**
	$	**$**
Facilities with fixed interest rates	96,482	92,265
Facilities with variable interest rates	74,541	54,076
Total	**171,023**	**146,341**

A change of 100 basis points in the interest rates in the reporting period would have led to an increase or a decrease in interest expense of $643 (2017: $560) on facilities with variable interest rates. This does not include the impact of the adjustment of fair value of the convertible debentures since these are fixed-rate instruments.

12.4.4 Price risk

The Corporation's convertible debentures and exchangeable interest liability are measured based on quoted market prices in active markets and, therefore, the Corporation is exposed to variability in net income as prices change. Price risk includes the impact of foreign exchange because common shares and convertible debentures are quoted in Canadian dollars.

12. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT (Continued)

12.4.5 Liquidity risk

The mandatory repayments under the credit facilities, notes payable, and other contractual obligations and commitments including expected interest payments, on a non-discounted basis, as of December 31, 2018, are as follows:

		Future payments (including principal and interest)				
Contractual Obligations	**Carrying values at December 31, 2018 $**	**Total $**	**Less than 1 year $**	**1-3 years $**	**4-5 years $**	**After 5 years $**
Dividends payable	2,134	2,134	2,134	-	-	-
Accounts payable	23,138	23,138	23,138	-	-	-
Accrued liabilities	22,721	22,721	22,721	-	-	-
Corporate credit facility	68,800	82,480	3,157	9,471	69,852	-
Facilities' revolving credit facilities	8,059	8,270	7,554	716	-	-
Notes payable and term loans	60,003	67,600	14,471	20,083	10,423	22,623
Finance lease obligation	3,529	2,528	1,171	1,259	98	-
Convertible debentures	30,632	34,530	34,530	-	-	-
Operating leases and other commitments (not recorded in the financial statements)	-	84,197	9,941	16,399	14,212	43,645
Total contractual obligations	**219,016**	**327,598**	**118,817**	**47,928**	**94,585**	**66,268**

The $150,000 corporate credit facility, which matures on August 31, 2023, had $81,200 undrawn as at December 31, 2018.

13. CAPITAL

The Corporation's objective when managing capital is to (i) safeguard the Corporation's ability to continue as a going concern and make acquisitions, (ii) ensure sufficient liquidity to fund current operations and its growth strategy, and (iii) maximize the return to common shareholders.

The capital of the Corporation is defined to include common shares (note 9.1), convertible debentures (note 8) and other debt facilities at the corporate level.

The Corporation manages its liquidity and capital structure by monitoring its cash and cash equivalents, short-term and long-term investments, its current indebtedness and future financing and funding needs.

In addition, the Corporation regularly monitors current and forecasted debt levels and key ratios to ensure compliance with debt covenants. As of the reporting date, the Corporation is in compliance with the covenants. The Corporation's long-term debt and revolving lines of credit require the maintenance of various financial ratios. Under the terms of the line of credit, the Corporation must meet two pro forma financial ratios at the time of incurring new debt.

13. CAPITAL (Continued)

In order to maintain or adjust the capital structure, the Corporation may enter into or repay credit facilities, adjust the amount of dividends paid to common shareholders, repurchase its publicly traded securities or issue new shares or convertible debt. During the year ended December 31, 2018, the Corporation did not repurchase any common shares. During the year ended December 31, 2017, the Corporation returned capital to shareholders through the repurchase and cancellation of 95,600 of common shares under the normal course issuer bids for $1,094 (note 9.3).

14. EMPLOYEE FUTURE BENEFITS

Benefits programs at the subsidiaries include qualified 401(k) retirement plans which cover all employees who meet eligibility requirements. Each participating Facility makes matching contributions subject to certain limits. In 2018, contributions made by the subsidiaries to such plans were $2,064 (2017: $2,069).

15. INCOME TAXES

The U.S. tax return for the Corporation is prepared on a consolidated basis for U.S. entities and includes balances and amounts attributable to these entities. The *Tax Cuts and Jobs Act* ("TCJA"), which took effect January 1, 2018 for the Corporation, reduced the United States federal corporate income tax rate to 21% from the Corporation's effective federal tax rate of 34%. The Corporation has used figures based on the new rate to prepare its current and deferred tax balances for the year ended December 31, 2018.

The Canadian income tax return for the Corporation is prepared on a stand-alone basis and includes non-consolidated balances attributable to the Canadian entity only.

Income taxes reported in these consolidated financial statements are as follows:

Provision for Income Taxes	2018 $	2017 $
Current	2,232	(2,199)
Deferred	6,740	8,734
Total income tax expense	**8,972**	**6,535**

The Corporation pays tax instalments on its estimated U.S. income taxes. The Corporation's income tax provision is reduced by the instalments for the current income taxes as follows:

Income Tax	2018 $	2017 $
Income tax instalments deposited	(3,749)	318
Provision for current income taxes	2,232	(2,199)
Income tax receivable	**(1,517)**	**(1,881)**

15. INCOME TAXES (Continued)

The following table reconciles income taxes, calculated at the U.S. combined federal and state tax rate and the Canadian combined federal and provincial income tax rate, to the income tax expense reported in the consolidated statement of income and comprehensive income:

	2018		2017	
	$	%	$	%
Net income for the year attributable to the owners of the Corporation	20,927		20,637	
Income tax expense	8,972		6,535	
Income before income taxes	29,899	100.0	27,172	100.0
Income taxes at the statutory rate in Canada	7,923	26.5	7,200	26.5
Effect of:				
Impact of differences between statutory tax rates in Canada and U.S.	(136)	(0.5)	546	2.0
Other including non-taxable and non-deductible amounts	710	2.5	(1,747)	(6.4)
Impact of U.S. tax reform (TCJA)	-	-	(508)	(1.9)
Change in value of exchangeable interest liability	724	2.4	815	3.0
Change in value of convertible debentures	(769)	(2.6)	379	1.4
Foreign exchange losses (gains)	220	0.7	(150)	(0.6)
Book to tax adjustment	580	1.9	-	-
State net operating loss carryforward	(280)	(0.9)	-	-
Income tax expense	**8,972**	**30.0**	**6,535**	**24.0**

As of December 31, 2018, the Corporation had net operating loss carry forwards for Canadian tax purposes totalling $4,709 that are scheduled to expire in the following years:

	$
2030	3,684
2031	1,025
Net operating loss carry forwards	**4,709**

Losses related to the Canadian entity may be used to offset the future income of the Canadian entity for Canadian income tax purposes. As of December 31, 2018, the Corporation has recognized deferred income tax assets of $1,248 in respect of net operating loss carry forwards that will be offset against future taxable income in the Canadian entity.

15. INCOME TAXES (Continued)

The components of deferred income tax balances are as follows:

	2018 $	2017 $
Deferred income tax assets		
Allowance for non-collectible receivable balance	977	939
Accrued liabilities and other	2,647	2,059
Goodwill and other intangibles	10,387	4,265
Cumulative change in the value of exchangeable interest liability	4,209	4,224
Net operating losses and deductions carry forwards	5,737	8,328
Total deferred income tax assets	**23,957**	**19,815**
Deferred income tax liabilities		
Property and equipment	(3,306)	(1,919)
Prepaid expenses and other	(101)	(73)
Goodwill and other intangibles	(20,310)	(10,843)
Total deferred income tax liabilities	**(23,717)**	**(12,835)**
Net deferred income tax assets	**240**	**6,980**

16. INTEREST EXPENSE, NET OF INTEREST INCOME

Interest expense, net of interest income, included in the consolidated statements of income and comprehensive income consist of the following:

	2018 $	2017 $
Interest expense at Facilities' level and IMD	1,979	1,806
Interest expense on convertible debentures	1,899	1,894
Interest expense at corporate level	2,846	2,314
Amortization of corporate credit facility stand-by fees	184	126
Interest income at Facilities' level	(62)	(28)
Interest income at corporate level	(388)	(220)
Interest expense, net of interest income	**6,458**	**5,892**

17. RELATED PARTY TRANSACTIONS AND BALANCES

17.1 Equity accounted investments

The Corporation owns a 54.22% equity interest in Mountain Plains Real Estate Holdings, LLC ("MPREH"), an entity over which it has significant influence. The Corporation uses the equity method to account for this investment, which was valued at $715 as of December 31, 2018 (December 31, 2017: $698).

The Corporation owns a 32.0% equity interest in South Dakota Interventional Pain Institute, LLC ("SDIPI"). The Corporation has significant influence over the associate because of its equity position and its representation on the board of the associate. The Corporation uses the equity method to account for this investment. The investment in and loan receivable from the associate as at December 31, 2018 were $590 and $28, respectively (December 31, 2017: $534 and $55, respectively).

The Corporation has a 0.35% ownership interest in an entity that holds an indirect interest in BHSH for a total investment of $341 (December 31, 2017: $341), for which the investment is accounted for at cost in the consolidated financial statements.

Together, the three investments comprise the 'Other assets' on the consolidated balance sheets.

17.2 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 year ended December 31, 2018 of $4,501 (December 31, 2017: $4,501). 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 year ended December 31, 2018 of $544 (December 31, 2017: $593).

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 year ended December 31, 2018, SFSH paid SDIPI $660 for the use of a facility and related equipment (December 31, 2017: $659). As of December 31, 2018, SFSH had a balance payable to SDIPI of $39 (December 31, 2017: $59). For the year ended December 31, 2018, BHSH paid MPREH $180 for the use of a facility (December 31, 2017: $180).

17. RELATED PARTY TRANSACTIONS AND BALANCES (Continued)

17.3 Key management and governance compensation

Key management and governance personnel are comprised of executive officers and the directors of the Corporation. Key management and governance compensation for the years ended December 31, 2018 and 2017 was as follows:

	2018 $	2017 $
Salaries and other employee benefits for executive officers	2,690	3,909
Director compensation	855	776
Total key management and governance compensation	**3,545**	**4,685**

Salaries and other employee benefits for executive officers include payments to executive officers for their base salaries, the Corporation's portion of social security and Medicare taxes, medical insurance and short-term and long-term disability benefit payments, separation payments, payments under the Corporation's short-term incentive plan, and share-based compensation relating to stock options, performance share units, and restricted share units which have vested. Director compensation consists of board, committee and travel retainers.

17.4 Other transactions

Certain of the physicians, who indirectly own the non-controlling interest in each of the Facilities, routinely provide professional services directly to patients utilizing the services of the Facilities and reimburse the Facilities for the space and staff utilized. Also, certain of the physicians serve on the boards of management of the Facilities and two such individuals perform the duties of Medical Director at the respective Facilities and are compensated in recognition of their contribution to the Facilities. Also, a physician with a non-controlling interest in SFSH is its Chief Executive Officer and a Chief Medical Officer of the Corporation.

18. COMMITMENTS AND CONTINGENCIES

18.1 Commitments

In the normal course of operations, the Facilities lease certain equipment under non-cancellable long-term leases and enter into various commitments with third parties. In addition, certain of the Facilities lease their facility space from related and non-related parties.

18.2 Contingencies

In the normal course of business, the Facilities are, from time to time, subject to allegations that may result in litigation. Certain allegations may not be covered by the Facilities' commercial and liability insurance. The Facilities evaluate such allegations by conducting investigations to determine the validity of each potential claim. Based on the advice of the legal counsel, management records an estimate of the amount of the ultimate expected loss for each of these matters. Events could occur that would cause the estimate of the ultimate loss to differ materially from the amounts recorded.

19. SHARE-BASED COMPENSATION

19.1 Stock options

The following table summarizes the outstanding number of stock options as of December 31, 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 blackout exceptions.

During the year ended December 31, 2018, the Corporation recognized $412 (December 31, 2017: $341) relating to the Options in salaries and benefits expense. The grant date fair values of the Options were measured based on the Black-Scholes model. Expected volatility is estimated by considering historic average share price volatility. The inputs used in the measurement of the fair values at the grant date of the share-based compensation plan are as follows:

	Q1 2018 Grants Issued	Q2 2017 Grants Issued	Q4 2016 Grants Issued	Q3 2016 Grants Issued	Q2 2016 Grants Issued
Fair value of Options, grants and assumptions					
Fair value at grant date	C$ 1.33	C$ 1.27	C$ 1.41	C$ 2.00	C$ 1.33
Share price at grant date	C$14.03	C$16.68	C$18.19	C$21.57	C$17.01
Exercise price	C$14.03	C$16.47	C$17.98	C$21.15	C$17.24
Expected volatility (weighted average volatility)	27.76%	22.77%	21.77%	21.95%	23.60%
Option life (expected weighted average life)	5 years	5 years	5 years	5 years	5 years
Expected dividends	8.02%	6.74%	6.18%	5.22%	6.61%
Risk-free rate	1.96%	0.99%	0.99%	0.73%	1.03%

19. SHARE-BASED COMPENSATION (Continued)

19.2 Deferred share units

Compensation for directors includes a deferred share unit ("DSU") component, for which grants based on the value of the Corporation's common shares are made quarterly. The DSUs accrue dividends, vest immediately and can be redeemed only when a participant ceases to serve as a director of the Corporation. The participant's entitlement in respect of the DSUs then held will be settled in cash based on a formula tied to the value of the Corporation's common shares at the relevant time. For the year ended December 31, 2018, director compensation included DSU grants of $493 (December 31, 2017: $389), while the change in market value of outstanding DSUs for the same period was a charge of $104 (December 31, 2017: a recovery of $104).

The following table summarizes changes in the DSUs for year ended December 31, 2018:

	2018
Opening balance of DSUs at January 1, 2018	95,943
DSUs granted on director fees	44,343
DSUs granted on dividend reinvestment	8,965
Additional DSUs grant	1,960
Total number of DSUs at December 31, 2018	**151,211**

19.3 Restricted share units

Compensation for executive officers of the Corporation includes a restricted share unit ("RSU") component, for which grants based on the value of the Corporation's common shares were made annually up to 2018 and from time to time. Effective 2018, annual RSU grants were replaced by annual performance share unit ("PSU") grants. The RSU grants vest over three years, participate in the Corporation's monthly dividends, and settle in cash. To date, grants were made on November 21, 2016 for 14,920 RSUs, on July 1, 2017 for 21,804 RSUs, and on May 10, 2018 for 17,040 RSUs. The value of the expense and liability associated with the RSUs is determined based on the Corporation's stock price at the end of each reporting period. For the year ended December 31, 2018, salaries and benefits included RSU expense of $223 (December 31, 2017: $186). As at December 31, 2018, the liability for RSUs was $200 (December 31, 2017: $132).

The following table summarizes changes in the RSUs for the year ended December 31, 2018:

	2018
Opening balance of RSUs at January 1, 2018	33,451
RSUs granted	17,040
RSUs vested and settled	(13,637)
RSUs granted on dividend reinvestment	3,216
Total number of RSUs at December 31, 2018	**40,070**

19. SHARE-BASED COMPENSATION (Continued)

19.4 Performance share units

The PSU grants vest at the end of three years, participate in the Corporation's monthly dividends and settle in cash, subject to achievement of performance objectives set at the time of the grant. To date, a grant was made on March 29, 2018 for 59,003 PSUs. The value of the expense and liability associated with the PSUs is determined based on the Corporation's stock price at the end of each reporting period. For the year ended December 31, 2018, salaries and benefits included a PSU expense of $145. As at December 31, 2018, the liability for PSUs was $145.

The following table summarizes changes in the PSUs for the year ended December 31, 2018:

	2018
Opening balance of PSUs at January 1, 2018	-
PSUs granted	59,003
PSUs granted on dividend reinvestment	3,490
Total number of PSUs at December 31, 2018	**62,493**

20. SIGNIFICANT ACCOUNTING POLICIES

The accounting policies set out below have been applied consistently to all periods presented in these consolidated financial statements and have been applied consistently by the Facilities.

20.1 Basis of measurement

These consolidated financial statements have been prepared on the historical cost basis except for certain financial instruments, which are measured at fair value.

20.2 Functional and presentation currency

The Corporation translates monetary assets and liabilities denominated in Canadian dollars, principally its convertible debentures, exchangeable interest liability and certain of its cash balances, which are all denominated in Canadian dollars, at exchange rates in effect at the reporting date. Non-monetary items are translated at rates of exchange in effect when the assets were acquired or obligations were incurred. Revenue and expenses are translated at rates in effect at the time of the transactions. Foreign exchange gains and losses, including translation adjustments, are included in the determination of net income and comprehensive income.

20. SIGNIFICANT ACCOUNTING POLICIES (Continued)

20.3 Basis of consolidation

Subsidiaries are entities controlled by the Corporation. Control exists when the Corporation (a) has the power over the entity, (b) is exposed, or has rights, to variable returns from its involvement with the entity, and (c) has the ability to use its power to affect its returns. The financial statements of subsidiaries are included in the consolidated financial statements from the date that control commences, until the date that control ceases. Non-controlling interest represents the portion of a subsidiary's net earnings and net assets that are attributable to shares of such subsidiary not held by the Corporation.

The non-controlling interest in the equity of the Corporation's subsidiaries is included as a separate component of equity.

All intra-company balances and transactions have been eliminated in preparing these consolidated financial statements. The accounting policies of subsidiaries have been changed when necessary to align them with the policies adopted by the Corporation.

20.4 Business combinations

Business combinations are accounted for using the acquisition method as of the date when control is transferred to the Corporation. The Corporation measures goodwill as the excess of the sum of the fair value of the consideration transferred over the net identifiable assets acquired and liabilities assumed, all measured as at the acquisition date. Transaction costs that the Corporation incurs in connection with a business combination, other than those associated with the issue of debt or equity securities, are expensed as incurred.

Any contingent consideration is measured at fair value at the date of acquisition. If an obligation to pay contingent consideration that meets the definition of a financial instrument is classified as equity, then it is not re-measured and settlement is accounted for within equity. Otherwise, subsequent changes in the fair value of the contingent consideration are recognized in net income and comprehensive income.

At the date of the acquisition, the non-controlling interest is measured at the non-controlling interest's proportionate share of the fair value of identifiable assets of the acquiree. Contingent consideration in respect of certain acquisitions, accounted for as exchangeable interest liability, is recorded on the balance sheet with periodic changes in fair value of that liability reflected in net income and comprehensive income.

20. SIGNIFICANT ACCOUNTING POLICIES (Continued)

20.5 Segment information

The operations and productive capacity of the Facilities revolve around the provision of surgical procedures. Each Facility is organized as an individual entity and separate financial statements are prepared for each entity. The chief operating decision makers of the Corporation, being the Chief Executive Officer and the Chief Financial Officer, regularly review performance of each individual Facility to make decisions about resources to be allocated to each Facility and assess their performance. Therefore, each Facility represents a separate operating segment.

Management of the Corporation has concluded that the operating segments of the Corporation meet the criteria for aggregation pursuant to IFRS 8, *Operating Segments* and, therefore, discloses a single reportable segment. In forming its conclusion about the aggregation of the Facilities, management of the Corporation evaluated the long-term economic characteristics of each Facility, the comparative nature of the Facilities' operations, and the level of regulation of each Facility.

The services delivered by each Facility and the patients who use those services are similar. The vast majority of patients are insured through private insurance or government insurance programs (i.e., Medicaid or Medicare), which allows for a wide group of patients electing to have their procedures performed at one of the Facilities. The Facilities principally provide surgical facilities, support staff and pre- and post-surgical care related to surgeries. Finally, the Facilities have similar economic characteristics, which management defines as comparable long-term operating margins, recognizing differences between the Facilities in payor mix, surgical specialties and local healthcare markets.

20.6 Cash and cash equivalents

Cash and cash equivalents consist of cash on hand and all liquid investments purchased with a maturity of six months or less from the purchase date and which can be redeemed by the Corporation.

20.7 Short-term and long-term investments

Investments represent liquid investments purchased with a maturity of six months or more. Investments with maturities of more than six months but less than twelve months are classified as short-term and investments with maturities of twelve months or more are classified as long-term. The Corporation limits its exposure to credit risk through application of its investment policy. The policy permits investment of its cash and cash equivalents and short-term and long-term investments in (i) liquid securities issued or guaranteed by the Governments of Canada and the United States of America, or political subdivisions thereof and with (ii) certain Canadian chartered banks or banks regulated by the United States of America as listed in the policy. The carrying amount of investments represents the Corporation's maximum exposure to credit risk for such investments.

20. SIGNIFICANT ACCOUNTING POLICIES (Continued)

20.8 Accounts receivable

Accounts receivable are recorded at the time services are rendered at the amounts estimated to be recoverable from third-party payors and patients, by applying the following policies:

(i) Amounts billed are reduced by an allowance for third-party payor adjustments which are maintained at a level management believes reflects the estimated adjustments that will be applied upon collection of the amounts billed. The allowance is established using the third-party payor contracts effective at period end and/or based on historical payment rates.

(ii) An allowance for non-collectible receivable balances is recognized at a level management believes is adequate to absorb probable losses. Management determines the adequacy of the allowance based on historical data, current economic conditions, and other pertinent factors for the respective Facility. Patient receivables are written off as non-collectible when all reasonable collection efforts have been exhausted.

Payments from third-party payors are generally received within 60 days of the billing date. However, accounts involving non-contracted payment sources, such as auto and general liability insurance, are subject to recovery efforts, including rebilling and insurance litigation, until they are collected or considered not collectible. Residual amounts due from patients, such as co-payments and deductibles, are considered past due 30 days after receiving payment from third-party payors.

20.9 Supply inventory

Supply inventory consists of medical supplies, including implants and pharmaceuticals. It is stated at the lower of cost or net realizable value, using the first-in, first-out valuation method.

20.10 Property and equipment

Property and equipment are stated at cost less accumulated depreciation. Cost includes expenditures that are directly attributable to the acquisition of the asset.

Depreciation of property and equipment is computed using the straight-line and declining balance methods over the estimated useful lives of the assets. Assets under finance leases are depreciated over the shorter of the lease term and their useful lives unless it is reasonably certain that the Facilities will obtain ownership by the end of the lease term. Land is not depreciated.

20. SIGNIFICANT ACCOUNTING POLICIES (Continued)

The estimated useful lives of property and equipment are as follows:

Building and improvements	3-40 years
Equipment and furniture	3-20 years

Leases that substantially transfer the risk and benefits of ownership are capitalized with the cost included in property and equipment and the related liability recorded in long-term debt.

Depreciation methods, useful lives and residual values are reviewed on an annual basis.

20.11 Goodwill

Goodwill arises on the acquisition of subsidiaries and represents the excess of cost over the fair value of identifiable net assets acquired. For business acquisitions occurring after the date of transition to IFRS (January 1, 2010), goodwill is also recognized on non-controlling interest based on elections made independently for each acquisition. Goodwill is stated at cost less accumulated impairment losses. Goodwill is not amortized but is reviewed at least annually for impairment and when events or changes in circumstances indicate that the carrying amount may not be recoverable.

20.12 Other intangibles

Other intangibles are recognized only when it is probable that the expected future economic benefits attributable to the assets will be realized by the Corporation and the cost can be reliably measured. Other intangibles represent the value of the hospital operating licenses, non-compete agreements, medical charts and records, care networks and trade names. Other intangibles are stated at cost less accumulated amortization and accumulated impairment losses, when applicable.

Upon recognition of an intangible asset, the Corporation determines if the asset has a definite or indefinite life. In making the determination, the Corporation considers the expected use, expiry of agreements, nature of assets, and whether the value of the assets decreases over time.

Amortization is recognized on a straight-line basis over the estimated useful lives of other intangibles from the date they are available for use. The estimated useful lives of other intangibles are as follows:

Hospital operating licenses	5 years - indefinite life
Non-compete agreements	3-5 years
Medical charts and records	5-7 years
Care networks	8-18 years
Trade names	20 years - indefinite life

Trade names represent the value assigned to the reputation of the hospitals and their standing in the business and local community which allow them to earn higher than average returns.

20. SIGNIFICANT ACCOUNTING POLICIES (Continued)

20.13 Impairment of non-financial assets

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

For the purposes of assessing impairment, assets are grouped at the CGU level, which is the lowest level for which there are separately identifiable cash flows. Management considers each Facility as a CGU, with the exception of the seven MFC Nueterra ASCs which collectively constitute a single CGU.

An impairment loss is recognized for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less cost to dispose 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.

An impairment loss is recognized in net income and comprehensive income. It is allocated first to reduce the carrying amount of any goodwill allocated to the respective Facility, and then to reduce the carrying amount of the other assets of the respective Facility on a pro rata basis.

20.14 Financial assets and liabilities

The Corporation initially recognizes financial assets on the date that they originate or on the trade date at which the Corporation becomes a party to the contractual provisions of the instrument. The Corporation derecognizes a financial asset when the contractual rights to the cash flows from the asset expire, or it transfers the rights to receive the contractual cash flows on the financial asset in a transaction in which substantially all the risks and rewards of ownership of the financial asset are transferred. The Corporation assesses financial assets for impairment at each reporting date.

20. SIGNIFICANT ACCOUNTING POLICIES (Continued)

20.15 Impairment of non-derivative financial assets

Financial assets not designated as fair value through profit or loss (“FVTPL”), including interests in equity accounted investees, are assessed at each reporting date to determine whether there is objective evidence of impairment.

20.15.1 Financial assets measured at amortized cost

The Corporation considers evidence of impairment for financial assets measured at amortized cost on both an individual and collective basis. In assessing impairment, the Corporation uses historical information on the timing of recoveries and the amount of loss incurred, and makes an adjustment if current economic and credit conditions are such that actual losses are likely to be greater or lesser than suggested by historical trends.

In 2014, the IASB issued IFRS 9, *Financial Instruments* (“IFRS 9”), replacing IAS 39, *Financial Instruments: Recognition and Measurement* (“IAS 39”), and related interpretations. 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 consolidated 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 consolidated 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 accounts 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 accounts receivables and other financial assets of the Corporation.

20. SIGNIFICANT ACCOUNTING POLICIES (Continued)

An impairment loss is calculated as the difference between an asset's carrying amount and the present value of the estimated future cash flows discounted at the asset's original effective interest rate. Losses are recognized in net income and comprehensive income and reflected in an allowance account. If the amount of an impairment loss subsequently decreases, then the amount is reversed through net income and comprehensive income.

20.15.2 Equity-accounted investee

An impairment loss in respect of an equity-accounted investee is measured by comparing the recoverable amount of the investment with its carrying amount. An impairment loss is recognized in net income and comprehensive income and is reversed if there has been a favourable change in the estimates used to calculate that recoverable amount.

20.16 Measurements of fair value

A number of the Corporation's accounting policies and disclosures require the measurement of fair value for both financial and non-financial assets and liabilities.

Management of the Corporation regularly reviews significant unobservable inputs and valuation adjustments. If third-party information, such as broker quotes or pricing services, is used to measure fair values, then management assesses the evidence obtained from these sources to support the conclusion that such valuations meet the requirements of IFRS, including the level in the fair value hierarchy in which such valuations should be classified.

When measuring the fair value of an asset or a liability, the Corporation uses observable market data to the extent possible. Fair values are categorized into different levels in a fair value hierarchy based on the inputs used in the valuation technique as follows:

Level 1 – unadjusted quoted prices available in active markets for identical assets or liabilities;

Level 2 – inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices); and

Level 3 – inputs for the asset or liability that are not based on observable market data (unobservable inputs).

If the inputs used to measure the fair value of an asset or liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorized in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement. The Corporation recognizes transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

20. SIGNIFICANT ACCOUNTING POLICIES (Continued)

IFRS 9 includes revised guidance on the classification and measurement of financial assets, including impairment and a new general hedge accounting model. IFRS 9 became 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 held to maturity, loans and receivables and available for sale.

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 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
Accounts 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:

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

(ii) 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.

20. SIGNIFICANT ACCOUNTING POLICIES (Continued)

20.17 Provisions

A provision is recognized if, as a result of a past event, the Corporation has a present legal or constructive obligation that can be estimated reliably and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are measured at the estimated expenditures required to settle the present obligation, based on the most reliable evidence available at the reporting date, including the risks and uncertainties associated with the present obligation. Provisions are discounted to their present values where the time value of money is material. All provisions are reviewed at each reporting date and adjusted to reflect the current best estimate.

20.18 Convertible debentures

The Corporation's convertible debentures are convertible into a fixed number of common shares at the option of the holder. The number of common shares to be issued does not vary with changes in the market value of the convertible debentures.

The convertible debentures are denominated in Canadian dollars while the Corporation's functional currency is U.S. dollars, which requires the Corporation to deliver a variable amount of cash to settle the obligation. Because the conversion option requires the Corporation to deliver a fixed number of common shares to settle a variable liability, the convertible debentures are considered hybrid financial instruments. The Corporation elected to account for the convertible debentures as a financial liability measured at FVTPL. The changes in the recorded amounts of the liability, resulting from the changes in the fair value of the convertible debentures and fluctuations in foreign exchange rates between the periods, are reflected in net income and comprehensive income.

20.19 Exchangeable interest liability

Exchangeable interest liability represents an estimated liability for the remaining portion of the interest in the Facilities held by the non-controlling interest which can be exchanged, subject to certain restrictions, for common shares of the Corporation. The exchangeable interest liability is measured at fair value. The fair value is measured at the end of each reporting period taking into account (i) the calculated amount of common shares potentially issuable for the remaining portion of the exchangeable interest in the Facilities held by the non-controlling interest, (ii) the market value of common shares, and (iii) the exchange rate between Canadian and U.S. dollars at the end of the reporting period. The change in value of the exchangeable interest liability is included in net income and comprehensive income for the respective periods.

20. SIGNIFICANT ACCOUNTING POLICIES (Continued)

20.20 Facility service revenue

Facility service revenue ("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 as of the date of service upon completion of the procedure. Facility service revenue is recognized as of the date of the service when the recovery of consideration is probable and the Corporation is satisfied with the performance objectives.

A small amount of revenue is received directly from self-paying patients while the majority of revenue is received from third-party payors that provide insurance and coverage to patients. Where collection is not probable for self-paying patients, a bad debt expense is recorded against revenues. 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 sales of its assets, revenues relating to IMD's third-party business solution service were included in facility service revenue, and consist of fees for business services provided to healthcare entities, recorded as services are provided and collection is reasonably assured.

In 2014, the IASB issued IFRS 15, *Revenue from Contracts with Customers* ("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 consolidated financial statements.

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.

20. SIGNIFICANT ACCOUNTING POLICIES (Continued)

20.21 Income taxes

Income tax expense (recovery) consists of current and deferred taxes. Income tax expense (recovery) is recognized in the consolidated statements of income and comprehensive income except to the extent that it relates to a business combination or items recognized directly in equity, in which case it is recognized in equity or in other comprehensive income.

Current tax is the expected tax payable on the taxable income for reporting period, using tax rates enacted or substantively enacted on the reporting date, and any adjustment to tax payable in respect of previous years.

The Corporation calculates deferred income taxes using the asset and liability method on temporary differences between the carrying amounts of assets and liabilities and their tax bases. Deferred tax assets and liabilities are calculated, without discounting, at tax rates that are expected to apply to their respective period of realization, provided they are enacted or substantively enacted at the end of the reporting period. The effect on tax assets and liabilities of a change in tax rates is recognized in net income and comprehensive income in the period that includes the date of enactment or substantive enactment.

A deferred tax asset is recognized to the extent that it is probable that future taxable profits will be available against which the temporary difference can be utilized. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized. Deferred tax liabilities are always recognized in full. Deferred tax assets and liabilities are offset when they relate to income taxes levied by the same taxation authority and the Corporation intends to settle its current tax assets and liabilities on a net basis. Deferred tax is provided on temporary differences arising on investments in subsidiaries, except where the timing of the reversal of temporary differences is controlled by the Corporation and it is probable that the temporary differences will not reverse in the foreseeable future.

20.22 Share-based payments

The Corporation has an equity settled, share-based compensation plan under which the entity receives services from key executives as consideration for Options of the Corporation. The fair value of the services received in exchange for grants of the Options is recognized as an expense. The total amount to be expensed is determined by reference to the fair value of the Options granted.

Non-market vesting conditions are included in assumptions about the number of Options that are expected to vest. The total expense is recognized over the vesting period, which is the period over which all of the specified vesting conditions are to be satisfied. When the Options are exercised, the Corporation issues new common shares. The proceeds received, together with the amount recorded in contributed surplus, are credited to share capital when the Options are exercised.

20. SIGNIFICANT ACCOUNTING POLICIES (Continued)

The dilutive effect of outstanding Options is reflected as additional share dilution in the computation of fully diluted earnings per share.

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

20.23 Significant 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. 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.

20.23.1 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.

20.23.2 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.

20. SIGNIFICANT ACCOUNTING POLICIES (Continued)

20.23.3 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 CGU exceeds its recoverable amount, which is the higher of an asset's 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.

20. SIGNIFICANT ACCOUNTING POLICIES (Continued)

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 an assessment of impairment indicators mentioned above as at December 31, 2018 and determined that there has been no impairment of non-financial assets, including goodwill and other intangibles.

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.

20.23.4 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.

20. SIGNIFICANT ACCOUNTING POLICIES (Continued)

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 year ended December 31, 2018.

20.23.5 Business combinations

Upon completion of business acquisitions, management uses judgment in identifying tangible and intangible assets and liabilities of acquired businesses, as well as determining their fair values. The Corporation applies the acquisition method to account for business combinations. The consideration transferred for the acquisition is the fair value of the assets transferred, the liabilities incurred to the former owners of the acquiree and the equity interests issued by the Corporation. Identifiable assets acquired and liabilities assumed in a business combination are measured initially at their fair values at the acquisition date. The Corporation recognizes any non-controlling interest in the acquiree at the non-controlling interest's proportionate share of the fair value of identifiable assets of the acquiree.

20.24 New and revised IFRS adopted

The Corporation has applied the following new and revised IFRS which are effective for periods beginning January 1, 2018, without any material impact: IFRS 2, *Share-Based Payments*, IFRS 9, *Financial Instruments*, and IFRS 15, *Revenue from Contracts with Customers*.

20.25 New and revised IFRS not yet adopted

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

20.25.1 IFRS 16, *Leases*

In 2016, the IASB issued IFRS 16, *Leases* ("IFRS 16"), which removes the dual lease model for lessees and will require recognition of a liability for the present value of future lease payments and a corresponding right of use asset on the balance sheet. There are minimal changes to lessor accounting. The Corporation will adopt IFRS 16 in its consolidated financial statements for the annual period beginning on January 1, 2019.

20. SIGNIFICANT ACCOUNTING POLICIES (Continued)

As the method of transition, the Corporation will adopt the modified retrospective approach, 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.

IFRS 16 permits the use of recognition exemptions and practical expedients. The Corporation has applied the following exemptions and practical expedients:

- grandfather the definition of a lease for existing contracts at the date of initial application;
- exclude certain low-value leases from IFRS 16 lease accounting;
- exclude certain operating leases for which the lease term ends within 12 months of the date of initial application from IFRS 16 lease accounting;
- apply a single discount rate to a portfolio of leases with reasonably similar characteristics at the date of initial application;
- exclude initial direct costs from the measurement of the right-of-use assets at the date of initial application; and
- use hindsight in determining lease term at the date of initial application.

The preliminary estimate of the impact includes the recognition of approximately $67,904 to $82,993 of right-of-use assets and lease liabilities on its consolidated balance sheet. Depreciation expense will increase due to the depreciation of the right-of-use asset, and interest expense will increase due to the imputed interest on the lease liability. General and administrative expense will decrease due to the elimination of operating lease expenses.

20.25.2 IFRIC 23, *Uncertainty over Income Tax Treatments*

In June 2017, the IASB issued IFRIC Interpretation 23, *Uncertainty over Income Tax Treatments* ("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. 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, and does not expect any significant impact.