



**Report of Voting Results Pursuant to  
Section 11.3 of National Instrument 51-102  
for the Annual and Special Meeting of Holders of Common Shares of  
MEDICAL FACILITIES CORPORATION  
(the “Corporation”)  
Held on May 11, 2017**

The following matters were voted on at the annual and special meeting of shareholders of the Corporation (the “**Meeting**”) held on May 11, 2017. Full details of the matters are set out in the Corporation’s management information circular dated March 31, 2017 (the “**Circular**”), which is available on SEDAR at [www.sedar.com](http://www.sedar.com).

**1. Election of Directors**

Each of the seven nominees listed in the Circular was elected to serve as a director of the Corporation until the close of the next annual meeting of shareholders of the Corporation or until his or her successor is elected, with the outcome of the votes by proxy being as follows:

<b>Nominee</b>	<b>Votes For</b>	<b>% of Votes For</b>	<b>Votes Withheld</b>	<b>% of Votes Withheld</b>
David R. Bellaire	10,032,488	98.82%	120,088	1.18%
Marilynne Day-Linton	10,044,373	98.93%	108,203	1.07%
Stephen Dineley	10,045,401	98.94%	107,175	1.06%
Irving R. Gerstein	9,708,905	95.63%	443,671	4.37%
Dale Lawr	9,879,129	97.31%	273,447	2.69%
Jeffrey C. Lozon	9,872,740	97.24%	279,836	2.76%
Britt T. Reynolds	10,034,846	98.84%	117,730	1.16%

## 2. Appointment of Auditor

On a vote by show of hands, KPMG LLP was re-appointed as the auditor of the Corporation for the ensuing year and the directors of the Corporation were authorized to fix the remuneration of the auditor. In connection with the Meeting, valid proxies in respect of this resolution were received as follows:

<b>Votes For</b>	<b>% of Votes For</b>	<b>Votes Withheld</b>	<b>% of Votes Withheld</b>
11,192,403	99.15%	96,190	0.85%

## 3. Approval of Stock Option Plan Resolution

On a vote by show of hands, the ordinary resolution adopting the Corporation's stock option plan, reserving for issuance the common shares of the Corporation issuable thereunder and ratifying certain options granted thereunder was approved. In connection with the Meeting, valid proxies in respect of this resolution were received as follows:

<b>Votes For</b>	<b>% of Votes For</b>	<b>Votes Against</b>	<b>% of Votes Against</b>
8,841,508	87.09%	1,311,068	12.91%