

FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

Medical Facilities Corporation (the “Corporation”)
45 St. Clair Avenue West, Suite 200
Toronto, Ontario
M4V 1K6

Item 2 Date of Material Change

August 30, 2018

Item 3 News Release

A press release was issued by the Corporation on August 30, 2018 in Toronto, Ontario and disseminated across Canada by Canada Newswire. A copy of the news release is attached hereto as Schedule A.

Item 4 Summary of Material Change

On August 30, 2018, the Corporation announced that it has entered into an agreement providing for a new US\$150 million syndicated revolving credit facility. The lending syndicate is comprised of National Bank of Canada, The Toronto-Dominion Bank and HSBC Bank Canada.

Item 5 Full Description of Material Change

For a full description of the material change, see the press release attached as Schedule A.

Item 6 Reliance on subsection 7.1(2) of National Instrument 51-102

Not applicable.

Item 7 Omitted Information

Not applicable.

Item 8 Executive Officer

For further information, please contact:

Tyler C. Murphy
Chief Financial Officer
Tel: 615-610-3704

Item 9 Date of Report

September 7, 2018

SCHEDULE A



NEWS RELEASE

Medical Facilities Corporation Announces New \$150 Million U.S. Credit Facility

TORONTO, Ontario, August 30, 2018 – Medical Facilities Corporation (“Medical Facilities,” “MFC,” or the “Company”) (TSX: DR), has entered into an agreement providing for a new U.S. \$150 million syndicated revolving credit facility.

The new U.S. dollar denominated credit facility has a five year maturity and replaces the Company’s \$100 million Canadian dollar denominated facility that was due to mature at the end of 2018. Subject to the terms of the credit agreement, the new revolving credit facility may be used for acquisitions and other general corporate purposes.

“We are pleased to have obtained a much larger credit facility under favorable terms,” said Robert O. Horrar, President and CEO of Medical Facilities. “The new credit facility better supports our future growth efforts, significantly increasing our flexibility as we focus on building scale and further diversifying our portfolio through accretive acquisitions.”

The lending syndicate is comprised of National Bank of Canada, The Toronto-Dominion Bank and HSBC Bank Canada.

About Medical Facilities

Medical Facilities, in partnership with physicians, owns surgical facilities in the United States. Medical Facilities’ portfolio includes controlling interest in five specialty surgical hospitals located in Arkansas, Indiana, Oklahoma, and South Dakota, and an ambulatory surgery center located in California. In addition, through a partnership with NueHealth LLC, Medical Facilities owns majority interest in seven ambulatory surgery centers located in Arkansas, Michigan, Missouri, Nebraska, Ohio, Oregon, and Pennsylvania. The specialty surgical hospitals perform scheduled surgical, imaging, diagnostic and other procedures, including primary and urgent care, and derive their revenue from the fees charged for the use of their facilities. The ambulatory surgery centers specialize in outpatient surgical procedures, with patient stays of less than 24 hours. Medical Facilities is structured so that a majority of its free cash flow from operations is distributed to the holders of its common shares in the form of dividends. For more information, please visit www.medicalfacilitiescorp.ca.

For further information, please contact:

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