



ADDITIONAL INFORMATION ABOUT ANNUAL GENERAL MEETING OF SHAREHOLDERS TO BE HELD ON THURSDAY, MAY 14, 2020

The information contained herein pertains to the 2020 Annual Meeting of Shareholders (the “**Annual Meeting**”) of Medical Facilities Corporation (the “**Company**”) to be held on May 14, 2020 at 2:00 p.m. (Eastern Time).

On the recommendation of public health officials to practice social distancing and related regulations on public gatherings due to the COVID-19 pandemic, and to mitigate risks to the health and safety of our communities, shareholders, employees and other stakeholders, the Annual Meeting will be conducted online only via a live audio webcast at www.virtualshareholdermeeting.com/DR2020. The management information circular and other Annual Meeting materials are available on the Company’s website at <https://www.medicalfacilitiescorp.ca/Investors/shareholder-information.aspx>.

The webcast Annual Meeting allows shareholders, or their duly appointed proxyholders, to attend the Annual Meeting live, vote and submit questions. All other interested participants will be able to attend the Annual Meeting as guests but will not be able to vote or submit questions.

If you have voted your shares prior to the start of the Annual Meeting, your vote has been received by the Company’s scrutineer and there is no need to vote those shares during the Annual Meeting, unless you wish to revoke your vote. For further information about voting before the Annual Meeting, appointing proxyholders or changing appointees, please refer to the Voting Instructions section on pages 5 to 8 of the Company’s management information circular.

General Rules of Conduct and Procedures

It is the Company’s desire to conduct a fair and informative Annual Meeting. Kindly observe the rules of conduct and procedures outlined in this document.

The chair of the Annual Meeting (the “**Chair**”) has broad authority to conduct the Annual Meeting in an orderly manner and will strictly follow the Annual Meeting agenda (the “**Agenda**”). To ensure the Annual Meeting is conducted in a manner that is fair to all shareholders, the Chair may exercise discretion in the order in which questions are asked and the amount of time devoted to any one question.

If a shareholder has a question about one of the matters on the Agenda to be voted on by the shareholders at the Annual Meeting, such question may be submitted in the field provided in the web portal at or before the time such matter comes before the Annual Meeting for consideration. Type your question into the “Ask a Question” field, and click “Submit”. We will answer questions on any matter on the Agenda to be voted on by the shareholders at the Annual Meeting before the

voting is closed. For further information relating to questions following the adjournment of the formal portion of the Annual Meeting, refer to the Submitting Questions section below.

Attending the Annual Meeting

To attend the Annual Meeting, please log into www.virtualshareholdermeeting.com/DR2020 15 minutes before the Annual Meeting starts at 2:00 p.m. (Eastern Time) on May 14, 2020.

On the initial login screen, Annual Meeting attendees should click on the appropriate category as follows:

- Shareholder category – this category applies to registered shareholders and beneficial holders who have not appointed themselves as proxyholders (these beneficial holders will be able to ask questions but will not be able to vote at the Annual Meeting). You will be asked to enter your 16-digit control number found on the form of proxy or voting instruction form, as applicable.
Shareholders who do not have their 16-digit control number are urged to contact well in advance of the Annual Meeting their intermediary or Shorecrest Group, the Company's proxy solicitation agent, toll free at **1-888-637-5789**, locally in Toronto at **647-931-7454** or by email at **contact@shorecrestgroup.com** for further information.
- Proxy/Appointee category – this category applies to persons that have been appointed by a shareholder to vote their shares at the Annual Meeting, including beneficial holders who have appointed themselves as proxyholders. You will be asked to enter your name and Appointee Identification Number as provided to you by the securityholder or, in the case of beneficial holders, the name and Appointee Identification Number you entered when you registered yourself as proxyholder.
- Guest category – this category applies to all other interested participants who will not be able to vote or ask questions at the Annual Meeting. You will be asked to provide your first name, last name and e-mail address.

System Requirements

The Annual Meeting platform is fully supported across browsers and devices running the most updated version of applicable software plugins. You will be able to access the Annual Meeting using an internet connected device such as a laptop, computer, tablet, iPad, or mobile phone. You should ensure you have a good internet connection.

Submitting Questions

Following adjournment of the formal business of the Annual Meeting, the Company's management will give a presentation about the Company's business. At the conclusion of this presentation, the Company will address appropriate general questions from shareholders regarding the Company. The Company believes that the ability for shareholders or their proxyholders to participate in the meeting in a meaningful way, including asking questions, remains important despite the decision to hold this year's Annual Meeting virtually due to COVID-19 pandemic. It is anticipated that shareholders and their proxyholders will have substantially the same opportunity

to ask questions on matters of business at the meeting as in past years when the annual meeting of shareholders was held in person.

To submit a question during the Annual Meeting type your question into the “Ask a Question” field, and click “Submit”.

To allow us to answer questions from as many shareholders as possible, we will limit each shareholder to two questions and request to cover one topic per question. Questions from multiple shareholders on the same topic or that are otherwise related may be grouped, summarized and answered together. Shareholders and guest participants will not be able to see submitted questions. A Company-appointed representative will read the questions aloud before they are answered.

The Company reserves the right to edit or reject questions deemed profane or otherwise inappropriate in accordance with the rules of conduct of the Annual Meeting as outlined in this document. The Company does not intend to address any questions that are, among other things:

- irrelevant to the business of the Company or to the business of the Annual Meeting;
- related to material non-public information of the Company;
- related to personal grievances;
- derogatory references to individuals or that are otherwise in bad taste;
- repetitious statements already made by another shareholder;
- in furtherance of the shareholder’s personal or business interests; or
- out of order or not otherwise suitable for the conduct of the Annual Meeting as determined by the Chair of the Annual Meeting in his reasonable judgment.

If there are any matters of individual concern to a shareholder and not of general concern to all shareholders, or if a question posed was not otherwise answered, such matters may be raised separately after the Annual Meeting by contacting the Company’s investor relations representative, Trevor Heisler at NATIONAL Capital Markets, locally in Toronto at **416-848-1434**, toll free at **1-800-385-5451** or by email at **theisler@national.ca**.

Any questions pertinent to the Annual Meeting that cannot be answered during the Annual Meeting due to time constraints will be posted with answers on the Company’s website at <https://www.medicalfacilitiescorp.ca/Investors/shareholder-information.aspx> as soon as practical.

For any additional information, please direct your inquiries to Shorecrest Group, toll free at **1-888-637-5789**, locally in Toronto at **647-931-7454** or by email at **contact@shorecrestgroup.com**.