AKUMIN INC.

MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

For the three-month periods ended March 31, 2018 and 2017

May 15, 2018

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MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

The following management's discussion and analysis dated May 15, 2018 ("**MD&A**") provides information concerning Akumin Inc.'s ("**Akumin**" or the "**Company**") financial condition and results of operations. You should read the following MD&A together with our condensed interim consolidated financial statements and related notes. This discussion and analysis contains forward-looking statements that involve risks, uncertainties, and assumptions. Our actual results may differ materially from those anticipated in these forward-looking statements because of certain factors, including, but not limited to, those which are not within our control. See "Forward-Looking Statements".

Amounts stated in this MD&A are in thousands of U.S. dollars, unless otherwise stated.

NON-IFRS MEASURES

This MD&A makes reference to certain non-IFRS measures. These non-IFRS measures are not recognized measures under International Financial Reporting Standards ("**IFRS**") and do not have a standardized meaning prescribed by IFRS and are therefore unlikely to be comparable to similar measures presented by other companies. Rather, these non-IFRS measures are provided as additional information to complement those IFRS measures by providing further understanding of our results of operations from management's perspective. Accordingly, these non-IFRS measures should not be considered in isolation nor as a substitute for analysis of our financial information reported under IFRS. We use non-IFRS financial measures, including "EBITDA", "Adjusted EBITDA" and "Adjusted EBITDA Margin" (each as defined below). These non-IFRS measures are used to provide investors with supplemental measures of our operating performance and thus highlight trends in our core business that may not otherwise be apparent when relying solely on IFRS measures. We also believe that securities analysts, investors and other interested parties frequently use non-IFRS measures in the evaluation of issuers. Our management uses non-IFRS measures in order to facilitate operating performance comparisons from period to period, to prepare annual operating budgets and forecasts and to determine components of management compensation.

We define such non-IFRS measures as follows:

"**EBITDA**" means net income (loss) attributable to shareholders of the Company before interest expense (net), income tax expense (recovery) and depreciation and amortization.

"**Adjusted EBITDA**" means EBITDA, as further adjusted for stock-based compensation, impairment of property and equipment, provisions for certain credit losses, gains (losses) in the period, settlement costs, provisions and public offering and acquisition-related costs.

"**Adjusted EBITDA Margin**" means Adjusted EBITDA divided by the total revenue in the period.

FORWARD-LOOKING STATEMENTS

This MD&A contains or incorporates by reference "forward-looking information" or "forward-looking statements" within the meaning of applicable Canadian securities laws. Forward-looking statements describe our future plans, strategies, expectations and objectives, and are generally identifiable by use of the words "may", "will", "should", "continue", "expect", "anticipate", "estimate", "believe", "intend", "plan" or "project" or the negative of these words or other variations on these words or comparable terminology. Forward-looking statements contained in this MD&A include, without limitation, statements regarding:

- expected performance and cash flows;
- changes in laws and regulations affecting the Company;
- expenses incurred by the Company as a public company;
- future growth of the diagnostic imaging market;
- changes in reimbursement rates by insurance payors;
- the outcome of litigation and payment obligations in respect of prior settlements;
- the availability of radiologists at our contracted radiology practices;
- competition;
- acquisitions and divestitures of businesses;
- potential synergies from acquisitions;
- non-wholly owned and other business arrangements;
- the completion of the NCI Acquisitions (as defined below);
- access to capital and the terms relating thereto;
- technological changes in our industry;
- successful execution of internal plans;
- compliance with our debt covenants;
- anticipated costs of capital investments; and
- future compensation of named executive officers.

Such statements may not prove to be accurate and actual results and future events could differ materially from those anticipated in such statements. The following are some of the risks and other important factors that could cause actual results or outcomes to differ materially from those discussed in the forward-looking statements:

- our ability to successfully grow the market and sell our services;
- general market conditions in the radiology and diagnostic imaging services industry;
- our ability to service existing debt;
- our ability to acquire new radiology and medical imaging centers and, upon acquisition, to successfully market and sell new services that we acquire;
- our ability to achieve the financing necessary to complete the acquisitions of new radiology and medical imaging centers;
- our ability to enforce any claims relating to breaches of indemnities or representations and warranties in connection with any acquisitions;
- market conditions in the capital markets and the radiology and medical imaging services industry that make raising capital or consummating acquisitions difficult, expensive or both, or which may disrupt our annual operating budget and forecasts;
- unanticipated cash requirements to support current operations, to expand our business or for capital expenditures;
- delays or setbacks with respect to governmental approvals, or manufacturing or commercial activities;
- changes in laws and regulations;
- the loss of key management or personnel;
- the risk that the Company is not able to arrange sufficient, cost-effective financing to repay maturing debt and to fund expenditures, future operational activities and acquisitions, and other obligations; and
- the risks associated with legislative and regulatory developments that may affect costs, revenues, the speed and degree of competition entering the market, global capital markets activity and general economic conditions in geographic areas where we operate.

Various assumptions or factors are typically applied in drawing conclusions or making the forecasts or projections set out in forward-looking information. Those assumptions and factors are based on information currently available to us, including information obtained from third-party industry analysts and other third-party sources. In some instances, material assumptions and factors are presented or discussed elsewhere in this MD&A in connection with the statements or disclosure containing the forward-looking information. The reader is cautioned that the following list of material factors and assumptions is not exhaustive. The factors and assumptions include, but are not limited to:

- no unforeseen changes in the legislative and operating framework for our business;
- no unforeseen changes in the prices for our services in markets where prices are regulated;
- no unforeseen changes in the regulatory environment for our services;
- a stable competitive environment; and
- no significant event occurring outside the ordinary course of business such as a natural disaster or other calamity.

Although we have attempted to identify important factors that could cause our actual results to differ materially from our plans, strategies, expectations and objectives, there may be other factors that could cause our results to differ from what we currently anticipate, estimate or intend. Forward-looking statements are provided to assist external stakeholders in understanding management's expectations and plans relating to the future as of the date of the original document and may not be appropriate for other purposes. Readers are cautioned not to place undue reliance on forward-looking statements. Except as required under applicable securities laws, we undertake no obligation to publicly update or revise forward-looking statements, whether as a result of new information, future events or otherwise.

We qualify all the forward-looking statements contained in this MD&A by the foregoing cautionary statements.

OVERVIEW

We are a provider of freestanding, fixed-site outpatient diagnostic imaging services in the United States, with 74 centers located in Florida, Pennsylvania, Delaware, Texas, Illinois and Kansas as of March 31, 2018. Our centers provide physicians with imaging capabilities to facilitate the diagnosis and treatment of diseases and disorders and may reduce unnecessary invasive procedures, minimizing the cost and amount of care for patients. Our services include MRI, CT, positron emission tomography (PET), radiology, ultrasound, diagnostic radiology (X-ray), mammography, arthrography and other related procedures.

We seek to develop leading positions in regional markets in order to leverage operational efficiencies. Our scale and density within selected geographies provides close, long-term relationships with key payors, radiology groups and referring physicians. Our operations team is responsible for managing relationships with local physicians and payors, meeting our standards of patient service and improving profitability. We provide corporate training programs, standardized policies and procedures and sharing of best practices among the physicians in our regional networks.

SUMMARY OF FACTORS AFFECTING OUR PERFORMANCE

Building on our track record, we believe that we have an important growth opportunity ahead of us. We believe that our performance and ability to achieve this growth depends on a number of factors. These factors are also subject to a number of inherent risks and challenges, some of which are discussed below and in the "Risk Factors" section of this MD&A.

Number of Clinics

We have a meaningful opportunity to continue to grow the number of our diagnostic imaging facilities in the United States through organic growth and acquisition. The opening and success of new facilities is subject to numerous factors, including our ability to finance acquisitions, build relationships with referring doctors in new regions, and negotiate suitable lease terms for new locations, and other factors, some of which are beyond Akumin's control.

The following table shows the number of Akumin diagnostic imaging facilities:

	As at Mar 31, 2018	**As at Dec 31, 2017**	**As at Sep 30, 2017**	**As at Sep 30, 2016**	**As at Sep 30, 2015**
Number of Diagnostic Imaging Facilities	74	74	71	39	14

Competition

The market for diagnostic imaging services is highly competitive. We compete principally on the basis of our reputation, our ability to provide multiple modalities at many of our facilities, the location of our facilities and the quality of our diagnostic imaging services. In the markets in which we are operating, or anticipate operating, we compete locally with groups of radiologists, established hospitals, clinics and other independent organizations that own and operate imaging equipment.

We also face competition from other diagnostic imaging companies in acquiring diagnostic imaging centers, which makes it more difficult to find attractive acquisition targets on favourable terms.

Akumin's multi-modality imaging offering provides a one-stop-shop for patients and referring physicians and diversifies the Company's revenue sources. The Company's scalable and integrated operating platform is expected to create value from future acquisitions, cost efficiencies, and organic growth.

Industry Trends

Our revenue is impacted by changes to U.S. healthcare laws, our partners' and contractors' healthcare costs, and/or reimbursement rates by payors.

HOW WE ASSESS THE PERFORMANCE OF OUR BUSINESS

The key performance indicator measures below are used by management in evaluating the performance of and assessing our business. We refer to certain key performance indicators used by management and typically used by our competitors in the diagnostic imaging industry, certain of which are not recognized under IFRS. See "Non-IFRS Measures".

IFRS Measures

Revenue. Our revenue is comprised of service fee revenue and other revenue. The following is a brief description of the components of our revenue:

- Service fee revenue, net of contractual allowances and discounts, consists of net patient fees received from various payers and patients based mainly on established contractual billing rates, less allowances for contractual adjustments and discounts and allowances. This service fee revenue is primarily comprised of fees for the use of the Company's diagnostic imaging equipment and provision of medical supplies. Service fee revenue is recorded during the period in which the Company's performance obligations are satisfied, based on the estimated collectible amounts from the patients and third-party payers. Third party payers include federal and state agencies (under the Medicare and Medicaid programs), managed care health plans, commercial insurance companies and employers. Estimates of contractual allowances are based on the payment terms specified in the related contractual agreements. Contractual payment terms in managed care agreements are based on predetermined rates per discounted fee-for-service rates. A provision for credit losses is also recorded, based partly on historical collection experience. The Company regularly attempts to estimate its expected reimbursement for patients based on the applicable contract terms. The Company believes its review process enables it to identify instances on a timely basis where such estimates need to be revised.

- Other revenue consists of miscellaneous fees under contractual arrangements, including service fee revenue under capitation arrangements with third party payers, management fees and fees for medical billing and other services provided to third parties. Revenue is recorded during the period in which the Company's performance obligations under the contract are satisfied by the Company.

Non-IFRS Measures

This MD&A makes reference to certain non-IFRS measures.

The following table sets forth our key performance indicators for the three-month periods ended March 31, 2018 and 2017:

(in thousands)	**Three-month period ended**	**Three-month period ended**
	Mar 31, 2018	**Mar 31, 2017**
EBITDA	4,704	460
Adjusted EBITDA	6,807	1,372

For a discussion on how we utilize non-IFRS measures, see "Non-IFRS Measures". The following table reconciles EBITDA and Adjusted EBITDA to the most directly comparable IFRS financial performance measure.

	Three-month period Ended	**Three-month period ended**
	Mar 31, 2018	**Mar 31, 2017**
(in thousands)		
Net income (loss) and comprehensive income (loss) for period attributable to shareholders of Akumin	1,160	(1,267)
Income tax provision	96	2
Depreciation and amortization	2,108	862
Interest expense	1,340	863
EBITDA	**4,704**	**460**
Stock-based compensation	1,617	231
Impairment of property and equipment	187	-
Settlement costs (recoveries)	53	-
Provisions	-	730
Acquisition-related costs	177	-
Public offering costs	104	-
Financial instruments revaluation, unrealized foreign exchange loss, and other (gains) losses	(35)	(49)
Adjusted EBITDA	**6,807**	**1,372**
Total revenue	**33,425**	**14,323**
Adjusted EBITDA Margin	**20%**	**10%**

FACTORS AFFECTING THE COMPARABILITY OF OUR RESULTS

Acquisition Activity

The timing of acquisitions and the opening of new facilities impacts our revenue and the comparability of our results from period to period. In addition, facilities operating in different regions in the United States may have dissimilar results due to prevailing reimbursement rates for diagnostic imaging or other factors.

Newly Adopted Accounting Standards

Our condensed consolidated interim financial statements have been prepared using the significant accounting policies consistent with those applied in the Company's December 31, 2017 consolidated financial statements, except as described below relating to the adoption of IFRS 15, IFRS 9 and International Financial Reporting Interpretations Committee (IFRIC) 22.

The Company has initially adopted IFRS 15, Revenue from Contracts with Customers as at January 1, 2018, with full retrospective application. Other new standards that are also effective from January 1, 2018 onward include IFRS 9, Financial Instruments, and IFRIC 22, Foreign Currency Transactions and Advance Consideration, but they do not have a material effect on the Company's financial statements. Please refer to note 3 of our condensed interim consolidated financial statements for further information on the adoption of these new accounting standards. Certain comparative information has been reclassified to conform with the presentation adopted in the current fiscal year.

Segments

We identify our reporting segments based on the organizational units used by management to monitor performance and make operating decisions. We have identified one operating segment: outpatient diagnostic medical imaging services.

Public Company Expenses

As a public company, we have implemented additional procedures and processes for the purpose of addressing the standards and requirements applicable to public companies. As such, we expect to incur additional annual expenses, including additional directors' and officers' liability insurance, director fees, public company reporting costs, transfer agent fees, additional audit and legal fees, and administrative and other expenses. We have also recognized certain non-recurring costs as part of our transition to a publicly traded company and subsequent public offering costs, consisting of professional fees and other expenses.

RECENT DEVELOPMENTS

Acquisition-Related Activity

During the fiscal quarter ended March 31, 2018 (the "**Quarter**"), the Company continued its strategy of integrating the operations of prior acquisitions and exploring potential acquisition targets. For information relating to developments occurring prior to the Quarter, see the Company's annual information form and management's discussion and analysis, each dated March 29, 2018 for the 15-month period ended December 31, 2017, and other public disclosure available on SEDAR at www.sedar.com.

April 2018 Bought Deal

Subsequent to the end of the Quarter, the Company completed, on May 2, 2018, a "bought deal" public offering of its common shares by way of short form prospectus sale in each of the provinces of Canada, other than Québec. A total of 8,750,000 common shares of the Company were sold at a price of $4.00 per common share for gross proceeds of $35,000 (the "**Offering**)". The Offering was underwritten by a syndicate of underwriters (the "**Underwriters**"). The Underwriters were granted 525,000 broker warrants ("**Broker Warrants**") in connection with the Offering, each such Broker Warrant entitling the holder to acquire one common share of the Company at a price of $4.00 per common share for a 24-month period following the closing of the Offering.

The Underwriters have the option to purchase up to an additional 1,312,500 common shares at $4.00 per common share to cover over-allotments, if any, and for market stabilization purposes, for a period of 30 days from and including the closing date of the Offering (the "**Over-Allotment Option**"). The exercise of the Over-Allotment Option may result in additional gross proceeds of up to $5,250. An additional 78,750 Broker Warrants will be issued to the Underwriters if the Over-Allotment Option is exercised in full, with each such Broker Warrant entitling the holder to acquire one common share of the Company at a price of $4.00 per common share for a 24-month period following the issuance of the additional common shares pursuant to the Over-Allotment Option.

The Company intends to use the net proceeds from the Offering: (a) to finance the cash consideration portion of the previously disclosed acquisition by a subsidiary of the Company of certain outstanding non-controlling interests in seven of the Company's existing Texas-based diagnostic imaging centers, being approximately $17,900 (the "**NCI Acquisitions**"); (b) to support the Company's growth initiatives and the acquisitions it pursues from time to time; and (c) for general corporate purposes, including to fund other ordinary course expenses.

Exercise of Certain Outstanding Warrants

Additionally, unrelated to the Offering, the Company had 238,859 warrants expiring on April 21, 2018 that allowed warrant holders to purchase common shares of the Company on a 1:1 basis at an exercise price of $1.20 per common share of the Company. These warrants were exercised into common shares prior to expiry.

Managed Centers

Lastly, on April 5, 2018, the Company announced that, through a subsidiary, it had entered into a management agreement with the owners of four centers located in one of Akumin's core geographic markets (the "**Managed Centers**" and the period from April 5 to May 11, 2018, the "**Management Period**"). On May 11, 2018, the Company announced that it had acquired, through a subsidiary, certain assets of the Managed Centers in Florida. The consideration paid comprised of cash consideration of $50, assumption of working capital loan previously advanced to sellers and certain priority-ranked accounts payable owing by sellers of approximately $1,200 and a third-party loan owing by sellers with a principal balance of $1,500. The principal balance of the third-party loan is subject to an earn-out of up to an additional $4,000, subject to the satisfaction of certain revenue-based milestones. In addition, the Managed Centers incurred certain operating expenses during the Management Period, yet to be advanced under the above-noted working capital loan. The Company is in the process of determining the preliminary purchase price allocation.

RESULTS OF OPERATIONS

(i) Three-month period ended March 31, 2018 compared to three-month period ended March 31, 2017

The following tables summarize our results of operations for the three-month period ended March 31, 2018 compared to the three-month period ended March 31, 2017.

	Three-month period ended	**Three-month period ended**
(in thousands)	**Mar 31, 2018**	**Mar 31, 2017**
Service fees – net of allowances and discounts	32,863	13,834
Other Revenue	562	489
Total revenue	**33,425**	**14,323**
Employee compensation	11,345	5,751
Reading fees	4,658	2,232
Rent and utilities	3,459	2,215
Third party services and professional fees	2,916	1,080
Administrative	1,985	718
Medical supplies and other expenses	1,303	955
Depreciation and amortization	2,108	862
Stock-based compensation	1,617	231
Interest expense	1,340	863
Impairment of property and equipment	187	-
Settlement costs (recoveries)	53	-
Provisions	-	730
Acquisition-related costs	177	-
Public offering costs	104	-
Financial instruments revaluation, unrealized foreign exchange loss, and other (gains) losses	(35)	(49)
Income (loss) before income taxes	**2,208**	**(1,265)**
Income tax provision	96	2
Non-controlling interests	952	-
Net income (loss) and comprehensive income (loss) for period attributable to shareholders of Akumin	**1,160**	**(1,267)**

Adjusted EBITDA	**Three-month period ended**	**Three-month period ended**
(in thousands)	**Mar 31, 2018**	**Mar 31, 2017**
Service fees – net of allowances and discounts	32,863	13,834
Other Revenue	562	489
Total revenue	**33,425**	**14,323**
Employee compensation	11,345	5,751
Reading fees	4,658	2,232
Rent and utilities	3,459	2,215
Third party services and professional fees	2,916	1,080
Administrative	1,985	718
Medical supplies and other expenses	1,303	955
Sub-total	25,666	12,951
Non-controlling interests	952	-
Adjusted EBITDA	**6,807**	**1,372**

Total revenue. Total revenue was $33,425 and $14,323 for the three-month periods ended March 31, 2018 and 2017, respectively. The variance is due to the timing of acquisitions, organic growth of an additional center in the North Miami area and higher contribution from the legacy Florida business. In fiscal 2017, the Company acquired: (i) one diagnostic imaging center operating in Hollywood, Florida effective April 1, 2017; (ii) six diagnostic imaging centers operating in and around Orlando, Boca Raton and Coral Springs, Florida effective April 1, 2017; and (iii) all of the issued and outstanding equity interests in Preferred Medical Imaging, LLC effective August 9, 2017 (such acquisition, the "**Texas Acquisition**" and all such acquisitions, collectively, the "**2017 Acquisitions**"). Excluding the 2017 Acquisitions, revenue was $16,125 and $14,323 for the three-month periods ended March 31, 2018 and 2017, respectively. The increase is mainly due to increased contribution from the Florida operations.

For the quarter ended March 31, 2018, the Company commenced the reporting of the measurement of volume of diagnostic imaging procedures at its facilities based on relative-value-units ("**RVUs**"). RVUs are a standardized measure of value used in the United States Medicare reimbursement formula for physician services. RVUs related to service fee revenues in the three-month period ended March 31, 2018 were 666 (in thousands) (meaningful comparative information is unavailable for the comparable period in fiscal 2017).

Employee compensation. Payroll and staffing costs, as a percentage of revenue, decreased from 40% to 34% in the three-month period ended March 31, 2018 compared to the three-month period ended March 31, 2017. This decrease is primarily attributed to the 2017 Acquisitions.

Reading fees. For the three-month period ended March 31, 2018 compared to the three-month period ended March 31, 2017, reading fees, as a percentage of revenue, decreased from 16% to 14%. This decrease is primarily attributed to the 2017 Acquisitions.

Rent and utilities. For the three-month period ended March 31, 2018 compared to the three-month period ended March 31, 2017, rent and utilities decreased from 15% to 10% of revenue. This decrease is partly attributable to the 2017 Acquisitions, as well as increased contribution from the Florida operations.

Third party services and professional fees. For the three-month period ended March 31, 2018, third party services and professional fees as a percentage of revenue were 9%, compared to 8% in the three-month period ended March 31, 2017. The increase as a percentage of revenue is partly due to higher fees incurred as a reporting issuer.

Administrative expenses and medical supplies and other expenses. For the three-month period ended March 31, 2018 compared to the three-month period ended March 31, 2017, administrative expenses and medical supplies and other expenses decreased from 12% to 10% of revenue. This decrease is attributable to increased revenue and the relatively fixed nature of certain administrative expenses.

Adjusted EBITDA. Adjusted EBITDA for the three-month period ended March 31, 2018 was $6,807 compared to $1,372 for the three-month period ended March 31, 2017. The variance is mainly attributable to the timing of the 2017 Acquisitions. Adjusted EBITDA Margin for the three-month period ended March 31, 2018 was 20% compared to 10% for the three-month period ended March 31, 2017. Adjusted EBITDA Margin for the three-month period ended March 31, 2018 was reduced due to inclusion of income attributable to non-controlling interests.

Net income (loss) attributable to shareholders of Akumin. The net income attributable to shareholders of Akumin was $1,160 (3% of revenue) for the three-month period ended March 31, 2018 and the net loss for the three-month period ended March 31, 2017 was $1,267 (9% of revenue). This increase in net income is mainly due to the above noted acquisitions and the absence of $730 in non-recurring provisions, as recorded in the three-month period ended March 31, 2017.

SELECTED CONSOLIDATED STATEMENTS OF BALANCE SHEET INFORMATION

Consolidated Statements of Financial Position (in thousands)	**As at March 31, 2018**	**As at Dec 31, 2017**
Cash	9,877	12,145
Total assets	171,276	170,748
Total debt (1)	75,930	75,765
Non-controlling interests	5,872	6,341
Shareholders' equity	76,867	74,064

(1) Total debt consists of borrowing under the credit facility as at March 31, 2018 and capital leases and includes both the current and non-current portions.

Cash was $9,877 as at March 31, 2018, a decrease of $2,268, as compared to $12,145 as at December 31, 2017. The decrease in cash during the three-month period ended March 31, 2018 was due to $1,146 in cash provided by operating activities, offset by $1,951 used in investing activities, and $1,463 used in financing activities.

Accounts receivable were $15,481 as at March 31, 2018, an increase of $2,513, as compared to $12,968 as at December 31, 2017. The increase is partly due to seasonally lower collections from commercial payors during the first calendar quarter.

Property and equipment was $41,830 as at March 31, 2018, a decrease of $173, as compared to $42,003 as at December 31, 2017. This decrease is mainly attributable to $1,988 in capital expenditures, partly offset by $1,974 in depreciation and impairment in property and equipment of $187.

Intangible assets were $2,131 as at March 31, 2018, a decrease of $133, as compared to $2,264 as at December 31, 2017. This decrease is attributable to amortization recorded in the period.

Goodwill was $100,777 as at March 31, 2018, unchanged from the balance as at December 31, 2017.

Total debt (including finance leases) was $75,930 as at March 31, 2018, an increase of $166 as compared to $75,765 as at December 31, 2017. This increase is attributable to non-cash interest accretion of $197, partly offset by decreased finance lease liabilities of $31.

The Company's shareholders' equity was $76,867 as at March 31, 2018, an increase of $2,803 as compared to $74,064 as at December 31, 2017. This increase is attributable to an increase in contributed surplus of $1,617, the purchase of non-controlling interests of $26, and net income of $1,160 earned by the Company during the three-month period ended March 31, 2018.

Non-controlling interests were $5,872 as at March 31, 2018, a decrease of $469 as compared to $6,341 as at December 31, 2017. The non-controlling interests are associated with the Texas Acquisition. In the three-month period ended March 31, 2018, net income attributable to the non-controlling interests was $952, offset by distributions of $1,395 and the purchase of non-controlling interests of $26.

SELECTED STATEMENTS OF INCOME INFORMATION

The following table shows selected quarterly financial information for the past eight quarters:

For the 3-month periods ended	Mar 31, 2018	Dec 31, 2017	Sep 30, 2017	Jun 30, 2017	Mar 31, 2017	Dec 31, 2016	Sep 30, 2016	Jun 30, 2016
Revenue (1)	33,425	35,239	24,107	17,151	14,323	14,654	13,891	12,609
Net income (loss) attributable to shareholders of Akumin	1,160	2,579	(9,989)	514	(1,267)	(342)	(2,787)	1,372
Adjusted EBITDA	6,807	8,272	2,184	3,048	1,372	1,697	1,389	1,643
Net income (loss) per share – Basic	0.02	0.06	(0.29)	0.02	(0.05)	(0.01)	(0.11)	0.06
Net income (loss) per share – Diluted	0.02	0.06	(0.29)	0.02	(0.05)	(0.01)	(0.11)	0.06
Cash	9,877	12,145	11,156	6,220	13,051	4,629	7,248	6,939
Total assets	171,276	170,748	164,536	59,978	56,313	47,116	49,382	49,314
Non-controlling interests	5,872	6,341	6,595	-	-	-	-	-
Total shareholders' equity	76,867	74,064	59,822	16,469	15,724	7,363	7,474	9,933

(1) Due to the adoption of IFRS 15 effective January 1, 2018, comparative revenue figures have been restated and are now reported net of provision for credit losses. Please refer to note 3 of the March 31, 2018 condensed interim consolidated financial statements.

During the quarterly periods presented above, the Company experienced significant growth through acquisitions. The quarter-to-quarter results have been impacted by the timing of these acquisitions. See "Recent Developments" and "Factors Affecting the Comparability of Our Results" of this MD&A for additional information.

LIQUIDITY AND CAPITAL RESOURCES

General

The Company's objective is to maintain a capital structure that supports its long-term growth strategy, maintains creditor and customer confidence, and maximizes shareholder value.

The capital structure of the Company consists of its capital stock, warrants, contributed surplus and debt.

The Company's primary uses of capital are to finance operations, increase non-cash working capital and capital expenditures. The Company's objectives when managing capital are to ensure the Company will continue to have enough liquidity so it can provide its services to its customers and returns to its shareholders. As the Company has primarily grown through acquisitions, it has raised debt and equity to partly finance such transactions. The details regarding such debt and equity issuances are noted in the Company's consolidated financial statements for the 15-month period ended December 31, 2017 and in the condensed interim consolidated financial statements for the 3-month period ended March 31, 2018.

As at March 31, 2018, the Company had cash of $9,877.

As at March 31, 2018, the Company had $75,930 of bank loans and finance leases.

Substantially all of the Company's assets are pledged as security for bank loans. The Company is subject to certain financial performance debt covenants and it is currently in compliance with them.

As at March 31, 2018, we had various operating leases with remaining terms of more than one year, primarily for office space. As at March 31, 2018, the Company had finance lease balances of $2,560.

As at March 31, 2018, the Company had future obligations for minimum annual payments under debt (face value), operating leases for equipment, and facilities for the next five years and thereafter as follows (in thousands):

Contractual Obligations		Payments due per 12-month period ended December 31					
	Total	**2018**	**2019**	**2020**	**2021**	**2022**	**Thereafter**
Debt – August 2017 Facilities	75,000	2,063	3,750	3,750	3,750	61,687	-
Debt – April 2016 Note	1,000	1,000	-	-	-	-	-
Facility Leases	69,011	6,641	9,102	7,915	7,428	5,710	32,215
Equipment Leases	2,376	639	978	469	250	40	-
Total	**147,387**	**10,343**	**13,830**	**12,134**	**11,428**	**67,437**	**32,215**

We believe that our current sources of liquidity and capital will be sufficient to finance our continued operations, growth strategy and additional expenses we expect to incur for at least the next 12 months. We have in the past financed our growth through acquisitions via privately issued capital raising in the equity and/or debt markets and we expect to continue to do so. We expect to gain additional access to the public equity and/or debt capital markets to support our growth strategy. There can be no assurance, however, that our business will generate sufficient cash flows from operations or that future borrowings will be available under our credit facility or otherwise to enable us to service our indebtedness, or to make capital expenditures in the future. Our future operating performance and our ability to service or extend our indebtedness, will be subject to future economic conditions and to financial, business, and other factors, many of which are beyond our control. See "Summary of Factors Affecting our Performance" and "Risk Factors" of this MD&A for additional information.

Lending Arrangements and Debt

Senior Loan

As part of the Texas Acquisition, Akumin Corp. ("**Akumin US**") assumed from Tri-State Imaging FL Holdings, LLC ("**Florida LLC**") all of Florida LLC's senior credit facilities with a U.S. based institutional lender (the "**Lender**") and entered into a third amended and restated credit agreement dated August 9, 2017 (the "**August 2017 Credit Agreement**") with the Lender as administrative agent and another U.S. financial institution as co-lead arranger. Under the terms of the August 2017 Credit Agreement, the Company's prior obligations to the Lender were assumed and additional term loan advances were made, resulting in $75,000 (face value) of term loan (the "**August 2017 Term Loan**") being outstanding. The net proceeds of the additional term loan advance were used to repay in full advances drawn on the Company's revolving credit facility of $2,500 and finance $44,718 of the Texas Acquisition. The August 2017 Credit Agreement also made available to Akumin US a revolving facility of up to $5,000 (the "**August 2017 Revolving Facility**", and together with the August 2017 Term Loan, the "**August 2017 Facilities**"). The August 2017 Revolving Facility was unutilized as of March 31, 2018. Management determined the fair value of the August 2017 Term Loan as at August 9, 2017 to be $71,966, being its face value of $75,000, net of debt issuance costs of approximately $3,034. As at March 31, 2018, the face value of the August 2017 Facilities was $75,000 (amortized cost of $72,371).

April 2016 Note

As part of its acquisition of certain diagnostic imaging centers in Pennsylvania and Delaware on April 21, 2016, Florida LLC entered into a secured 5% promissory note with a U.S. based bank on April 21, 2016 (the "**April 2016 Note**"). The April 2016 Note was recognized at fair value on April 21, 2016 using an effective interest rate. The total estimated fair value of the April 2016 Note was $1,817 at April 21, 2016. A principal payment of $1,000 was made on October 31, 2017 in accordance with the terms of the April 2016 Note. As of March 31, 2018, the face value of the April 2016 Note was $1,000 (amortized cost of $1,000). In accordance with the terms of the April 2016 Note, the Company completely settled this loan on April 30, 2018 with a cash payment of $1,000.

FINANCIAL INSTRUMENTS

The Company's financial instruments consist of cash, accounts receivable, loans to related parties, accounts payable and accrued liabilities, bank loans payable, finance leases and derivative financial instruments. The fair values of these financial instruments, except the loans to related parties, bank loans payable and the derivative financial instruments, approximate carrying value because of their short-term nature. The carrying value of the non-current portion of finance leases approximates their fair value given the difference between the discount rates used to recognize the liabilities in the consolidated balance sheets and the market rates of interest is insignificant. The Company entered into a derivative financial instrument contract in November 2017 to mitigate interest rate risk under the variable interest rate August 2017 Term Loan. The derivative financial instrument is an interest rate cap of 2.5% (LIBOR) on a notional amount of $37,500, representing 50% of the $75,000 August 2017 Term Loan.

Financial assets measured at amortized cost include cash, accounts receivable and loans to related parties. Financial liabilities measured at amortized cost include accounts payable and accrued liabilities, finance leases and bank loans payable. Amortization is recorded using the effective interest rate method. The Company classifies the derivative financial instruments as financial assets or liabilities at fair value through profit or loss.

The Company's financial instruments are exposed to certain financial risks including credit risk, liquidity risk, currency risk and interest rate risk. There have been no significant changes to those risks impacting the Company since December 31, 2017, nor has there been a significant change in the composition of its financial instruments since December 31, 2017.

OFF-BALANCE SHEET ARRANGEMENTS

The Company has not engaged in any off-balance sheet financing transactions. The Company uses operating leases for certain equipment and its facilities. Financial data with respect to the contractual obligations for such leases is disclosed under "Liquidity and Capital Resources".

SHARE INFORMATION

As of the date of this MD&A, we have 60,405,182 common shares issued and outstanding. If all of the stock options of the Company that have been issued and are outstanding pursuant to our stock option plan were to be exercised, including options that are not yet exercisable, we would be required to issue up to an additional 2,025,268 common shares, or approximately 3.35% of our issued and outstanding common shares as of the date of this MD&A on a non-diluted basis.

In addition, if all of the restricted share units ("**RSUs**") that have been issued and are outstanding pursuant to the RSU plan of the Company were to be exercised, including RSUs that are not yet exercisable, we would be required to issue up to an additional 1,926,316 common shares, or approximately 3.19% of our issued and outstanding common shares as of the date of this MD&A on a non-diluted basis.

Further, as of the date of this MD&A, there are 1,482,548 warrants to purchase common shares which are issued and outstanding. If those warrants were to be exercised, we would be required to issue an additional 1,482,548 common shares, or approximately 2.45% of our issued and outstanding common shares as of the date of this MD&A on a non-diluted basis. As discussed above, if the Over-Allotment Option is exercised, the Company may be required to issue up to an additional 78,750 warrants which, if exercised, would require the Company to issue up to an additional 78,750 common shares.

RELATED PARTY TRANSACTIONS

In the normal course of business, the Company engages in transactions with its wholly owned and controlled subsidiaries. Balances and transactions between the Company and its wholly owned and controlled subsidiaries have been eliminated on consolidation in the Company's consolidated financial statements.

The Company transacts with key individuals from management who have the authority to plan, direct, and control the activities of the Company, including through employment agreements and stock-based compensation plans. Key management personnel are defined as the executive officers of the Company and the board of directors, including the President and Chief Executive Officer, Executive Vice President and Chief Operating Officer, Chief Financial Officer and Corporate Secretary, Senior Vice President, Clinical Development and Senior Vice President, Operations.

On February 9, 2018, the Company announced that certain senior officers and directors of the Company acquired an aggregate of 532,857 common shares of the Company at US$3.50 per share for total cash consideration of $1,865. The shares were acquired pursuant to a previous exercise of a call option by Z Strategies Inc., a corporation controlled by Riadh Zine, the President and Chief Executive Officer of the Company. The call option was entered into in connection with Akumin US's acquisition of Preferred Medical Imaging, LLC effective August 9, 2017 at the request of certain selling securityholders of Preferred Medical Imaging, LLC. On February 8, 2018, Akumin US agreed to lend an aggregate of $500 to the Company's President and Chief Executive Officer, Executive Vice President and Chief Operating Officer and Chief Financial Officer and Corporate Secretary in connection with the purchase by such officers of a total of approximately 142,857 common shares under that call option, as nominees of Z Strategies Inc. The principal amount remaining from time to time unpaid and outstanding on such loan shall bear interest at 6% per annum and will be payable on the maturity date, being February 8, 2021. Those borrowing officers of the Company have granted a security interest in the common shares purchased by them with the loan proceeds in favour of Akumin US.

CRITICAL ACCOUNTING ESTIMATES

The preparation of consolidated financial statements in conformity with IFRS requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the consolidated financial statements, and the reported amounts of revenues and expenses during the period. Actual results could differ from these estimates. As additional information becomes available or actual amounts are determinable, the recorded estimates are revised and reflected in operating results in the period in which they are determined.

Accounts receivable and allowance for credit losses

Accounts receivable are generally non-interest bearing, unsecured obligations due from patients and third-party payors. The Company makes a provision to allow for potentially uncollectible amounts owed from customers. The allowance is reviewed by management periodically based on an analysis of the age of the outstanding accounts receivable. The balance of accounts receivable after the allowance for credit losses represents management's estimate of the net realizable value of receivables after discounts and contractual adjustments. In the normal course of business, the Company may turn over claims involving patients, attorneys, and others to collection agencies after reasonable collection efforts by the Company have occurred. Records are maintained of accounts placed, collections, and adjustments and are reported to management. Collections from agencies are remitted to the Company, net of any fee charged by the collection agencies.

Impairment of goodwill and long-lived assets

Management tests at least annually whether goodwill suffered any impairment. Property and equipment are reviewed for impairment whenever events or changes in circumstances indicate the carrying amount may not be recoverable. 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 costs to sell and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows.

Management makes key assumptions and estimates in determining the recoverable amount of the Company's cash generating units ("**CGUs**") or groups of CGUs, including future cash flows based on historical and budgeted operating results, growth rates, tax rates and appropriate after-tax discount rates.

The Company evaluates its long-lived assets (property and equipment) and intangible assets, other than goodwill, for impairment whenever indicators of impairment exist. The accounting standards require that if the sum of the undiscounted expected future cash flows from a long-lived asset or definite-lived intangible asset is less than the carrying value of that asset, an asset impairment charge must be recognized. The amount of the impairment charge is calculated as the excess of the asset's carrying value over its fair value, which generally represents the discounted future cash flows from that asset.

Income taxes

The Company is subject to government audits and the outcome of such audits may differ from original estimates. Management believes that a sufficient amount has been accrued for income taxes. Further, management evaluates the realizability of the net deferred tax assets and assesses the valuation allowance periodically. If future taxable income or other factors are not consistent with the Company's expectations, an adjustment to its allowance for net deferred tax assets may be required. For net deferred tax assets, the Company considers estimates of future taxable income, including tax planning strategies, in determining whether net deferred tax assets are more likely than not to be realized.

Business combinations

Significant judgment is required in identifying tangible and intangible assets and liabilities of acquired businesses, as well as determining their fair values. The Company applies the acquisition method to account for business combinations. The consideration transferred for the acquisition of a subsidiary 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 Company. The consideration transferred includes the fair value of any asset or liability resulting from a contingent consideration arrangement. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date. The Company recognizes any non-controlling interest in the acquiree at fair value of the recognized amounts of the acquiree's identifiable net assets.

Contractual allowances

Net patient service revenue is reported at the estimated net realizable amounts from patients, third party payors, and others for services rendered and recognized in the period in which the services are performed. Net patient service revenue is recorded based on established billing rates, less estimated discounts for contractual allowances, principally for patients covered by managed care and other health plans, and self-pay patients. Contractual adjustments result from the differences between the established rates charged for services performed and expected reimbursements by government-sponsored healthcare programs and insurance companies for such services.

SIGNIFICANT ACCOUNTING STANDARDS NOT YET ADOPTED

The standards and interpretations that are issued, but not yet effective, up to the date of issuance of the Company's consolidated financial statements are disclosed below. The Company intends to adopt these standards, if applicable, when they become effective.

IFRS 16, Leases

In January 2016, the IASB released IFRS 16, Leases, replacing IAS 17, Leases, and related interpretations. The new standard eliminates the classification of leases as either operating or finance leases and requires the recognition of assets and liabilities for all leases unless the lease term is twelve months or less or the underlying asset has a low value. Application of the standard is mandatory for annual reporting periods beginning on or after January 1, 2019, with early adoption permitted. The Company is currently evaluating the impact the standard is expected to have on its consolidated financial statements.

IFRIC 23, Uncertainty over Income Tax Treatments

In June 2017, the IASB issued IFRIC 23, Uncertainty over Income Tax Treatments, with a mandatory effective date of January 1, 2019. The interpretations provide guidance on how to value uncertain income tax positions based on the probability of whether the relevant tax authorities will accept the Company's tax treatments. A company is to assume that a taxation authority with the right to examine any amounts reported to it will examine those amounts and will have full knowledge of all relevant information when doing so. IFRIC 23 is to be applied by recognizing the cumulative effect of initially applying these guidelines in opening retained earnings without adjusting comparative information. The extent of the impact of the adoption of IFRIC 23 has not yet been determined.

DISCLOSURE CONTROLS AND PROCEDURES AND INTERNAL CONTROLS OVER FINANCIAL REPORTING

Management is responsible for establishing and maintaining a system of disclosure controls and procedures to provide reasonable assurance that all material information relating to the Company is gathered and reported to senior management on a timely basis so that appropriate decisions can be made regarding public disclosure. Management is also responsible for establishing and maintaining adequate internal controls over financial reporting to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial reports for external purposes in accordance with IFRS. In designing such controls, it should be recognized that due to inherent limitations, any controls, no matter how well designed and operated, can provide only reasonable assurance of achieving the desired control objectives and may not prevent or detect misstatements. Additionally, management is required to use judgment in evaluating controls and procedures.

RISK FACTORS

For a detailed description of risk factors associated with the Company, refer to the "Risk Factors" section of the Company's annual information form dated March 29, 2018 for its fiscal year ended December 31, 2017, which is available on SEDAR at www.sedar.com.

In addition, we are exposed to a variety of financial risks in the normal course of operations, including risks relating to cash flows from operations, liquidity, capital reserves, market rate fluctuations and internal controls over financial reporting. Our overall risk management program and business practices seek to minimize any potential adverse effects on our consolidated financial performance. Financial risk management is carried out under practices approved by our Audit Committee. This includes reviewing and making recommendations to the board of directors regarding the adequacy of our risk management policies and procedures with regard to identification of the Company's principal risks, and implementation of appropriate systems and controls to manage these risks.

ADDITIONAL INFORMATION

Additional information relating to the Company, including the Company's annual information form, is available on SEDAR at www.sedar.com. The Company's shares are listed for trading on the Toronto Stock Exchange under the symbol "AKU.U".