

FORM 45-106F6

British Columbia Report of Exempt Distribution

This is the form required under section 6.1 of National Instrument 45-106 for a report of exempt distribution in British Columbia.

Issuer/underwriter information

Item 1: Issuer/underwriter name and contact information

A. State the following:

- the full name of the issuer of the security distributed. Include the former name of the issuer if its name has changed since this report was last filed;
- the issuer's website address; and
- the address, telephone number and email address of the issuer's head office.

Nobilis Health Corp. (the "Issuer")
4120 Southweset Freeway, Suite 150
Houston TX 77027
Ph: 713.355.8614
Email: info@northstar-healthcare.com
Website: <http://www.nobilishealth.com/>

B. If an underwriter is completing this report, state the following:

- the full name of the underwriter;
- the underwriter's website address; and
- the address, telephone number and email address of the underwriter's head office.

Item 2: Reporting issuer status

A. State whether the issuer is or is not a reporting issuer and, if reporting, each of the jurisdictions in which it is reporting.

The issuer is a reporting issuer in all Canadian jurisdictions.

B. If the issuer is an investment fund managed by an investment fund manager registered in a jurisdiction of Canada, name the investment fund manager and state the jurisdiction(s) where it is registered.

Not applicable.

Item 3: Issuer's industry

Indicate the industry of the issuer by checking the appropriate box below.

☐ Bio-tech

Financial Services

☐ investment companies and funds

☐ mortgage investment companies

☐ Forestry

☐ Hi-tech

☐ Industrial

Mining

☐ exploration/development

☐ production

☐ Oil and gas

☐ Real estate

☐ Utilities

☒ Other (describe)

Healthcare Services

Item 4: Insiders and promoters of non-reporting issuers

If the issuer is an investment fund managed by an investment fund manager registered in a jurisdiction of Canada, do not complete this table.

If the issuer is not a reporting issuer in any jurisdiction of Canada, complete the following table by providing information about each insider and promoter of the issuer. If the insider or promoter is not an individual, complete the table for directors and officers of the insider or promoter.

Information about insiders and promoters			
Full name, municipality and country of principal residence	All positions held (e.g., director, officer, promoter and/or holder of more than 10% of voting securities)	Number and type of securities of the issuer beneficially owned or, directly or indirectly controlled, on the distribution date, including any securities purchased under the distribution	Total price paid for all securities beneficially owned or, directly or indirectly controlled, on the distribution date, including any securities purchased under the distribution (Canadian \$)
<i>Not applicable</i>			

Details of distribution

Item 5: Distribution date

State the distribution date. If this report is being filed for securities distributed on more than one distribution date, state all distribution dates.

May 13, 2015

Item 6: Number and type of securities

For each security distributed:

- describe the type of security;

Treasury Shares and Warrants, as such terms are defined below:

On May 13, 2015, the Issuer completed a combined treasury/secondary unit (each, "**Unit**") offering of 7,847,668 Units with each Unit being comprised of (i) one treasury unit (a "**Treasury Unit**"); and (ii) either one-half of one previously issued and outstanding common share (each such previously issued and outstanding whole common share, an "**Additional Share**") from certain selling shareholders of the Issuer, being Donald L. Kramer, Healthcare Ventures, Ltd. (a company controlled by Dr. Kramer) and Harry Fleming (collectively, the "**Selling Shareholders**" and the Additional Shares from the Selling Shareholders, the "**Secondary Shares**") or one Common Share newly issued from the Issuer's treasury (each, an "**Additional Treasury Share**" and collectively, the "**Additional Treasury Shares**").

Each Treasury Unit is comprised of one-half of one Common Share newly issued from the Issuer's treasury (each such whole Common Share, a "**Treasury Unit Share**" and collectively, the "**Treasury Unit Shares**") and one-half of one common share purchase warrant of the Issuer (each whole common share purchase warrant, a "**Warrant**" and collectively, the "**Warrants**").

In this report, the Treasury Unit Shares and the Additional Treasury Shares are collectively referred to as the "**Treasury Shares**".

- state the total number of securities distributed. If the security is convertible or exchangeable, describe the type of underlying security, the terms of exercise or conversion and any expiry date; and

4,029,668 Treasury Shares and 3,923,834 Warrants, each Warrant entitling the holder thereof to purchase one Common Share of the Issuer at the price of \$11.50 until May 13, 2017, subject to exercise by the Issuer of the early acceleration clause provided for in the warrant indenture dated May 13, 2015 governing the Warrants.

- if the issuer is an investment fund managed by an investment fund manager registered in a jurisdiction of Canada, state the exemption(s) relied on. If more than one exemption is relied on, state the amount raised using each exemption.

Not applicable

Item 7: Geographical information about purchasers

Complete the following table for each Canadian and foreign jurisdiction where purchasers of the securities reside. Do not include in this table information about securities issued as payment of commissions or finder's fees disclosed under item 9 of this report. The information provided in this table must reconcile with the information provided in item 8 and Schedules I and II.

Each jurisdiction where purchasers reside	Number of purchasers	Price per security (Canadian \$)	Total dollar value raised from purchasers in the jurisdiction (Canadian \$)
British Columbia	11	\$4.50	\$5,994,000.00
Alberta	24	\$4.50	\$868,950.00
Ontario	33	\$4.50	\$19,065,303.00
Manitoba	1	\$4.50	\$720,000.00

Each jurisdiction where purchasers reside	Number of purchasers	Price per security (Canadian \$)	Total dollar value raised from purchasers in the jurisdiction (Canadian \$)
Quebec	35	\$4.50	\$948,600.00
USA	1	\$4.50	\$63,900.00
International	10	\$4.50	\$8,130,006.00
Total number of Purchasers	115		
Total dollar value of distribution in all jurisdictions (Canadian \$)			\$35,790,759.00

Information about purchasers

Instructions

- A. If the issuer is an investment fund managed by an investment fund manager registered in a jurisdiction of Canada, do not complete this table.
- B. Information about the purchasers of securities under the distribution is required to be disclosed in different tables in this report. Complete
- the following table for each purchaser that is not an individual, and
 - the tables in Schedules I and II of this report for each purchaser who is an individual.

Do not include in the tables information about securities issued as payment of commissions or finder's fees disclosed under item 9 of this report.

- C. An issuer or underwriter completing this table in connection with a distribution using the exemption in subparagraph 6.1(1)(j) [*TSX Venture Exchange offering*] of National Instrument 45-106 *Prospectus and Registration Exemptions* may choose to replace the information in the first column with the total number of purchasers, whether individuals or not, by jurisdiction. If the issuer or underwriter chooses to do so, then the issuer or underwriter is not required to complete the second column or the tables in Schedules I and II.

Information about non-individual purchasers					
Full name and address of purchaser and name and telephone number of a contact person	Indicate if the purchaser is an insider (I) of the issuer or a registrant (R)	Number and type of securities purchased	Total purchase price (Canadian \$)	Exemption relied on	Date of distribution (yyyy-mm-dd)
1033242 Ont Inc. 32 Patterson Ave Brantford ON N3S 6X2 519.759.3511 Americo Tarantello, President		1,150 Treasury Shares and 1,150 Warrants	\$10,350.0	NI 45-106 section 2.3	2015-05-13
1436454 Ontario Limited 53 Forest Lane Dr. Thornhill ON L4J 3P2 905.881.7337 David Katz, President		6,500 Treasury Shares and 6,500 Warrants	\$58,500.00	NI 45-106 section 2.3	2015-05-13

Information about non-individual purchasers					
Full name and address of purchaser and name and telephone number of a contact person	Indicate if the purchaser is an insider (I) of the issuer or a registrant (R)	Number and type of securities purchased	Total purchase price (Canadian \$)	Exemption relied on	Date of distribution (yyyy-mm-dd)
1483440 Ontario Inc. 3400 Pharmacy Ave, Suite 1 Scarborough ON M1W 3J8 416.497.2511 Theodore Small, President		3,000 Treasury Shares and 3,000 Warrants	\$27,000.00	NI 45-106 section 2.3	2015-05-13
1589835 Ont Inc. 26 Pezzack St. Cambridge ON N3C 3S5 519.658.5085 Chris Young, President		1,150 Treasury Shares and 1,150 Warrants	\$10,350.00	NI 45-106 section 2.3	2015-05-13
9016-8154 Quebec Inc.212 122 RteSt. Germain de Grantham QC J0C 1K0819.395.2786Jean Paul Beliveau, President		1,000 Treasury Shares and 1,000 Warrants	\$9,000.00	NI 45-106 section 2.3	2015-05-13
9151-6187 Quebec Inc. 21 rue Heath Hampstead QC H3X 3L3 514.262.1101 Michael Kapusta, President		1,500 Treasury Shares and 1,500 Warrants	\$13,500.00	NI 45-106 section 2.3	2015-05-13
AGF Canadian Growth Equity Class 31st Floor, TD BankTower 66 Wellington Street W Toronto ON M4K 1E9 416.367.1900 Peter Imhof, VP & Portfolio Manager		175,750 Treasury Shares and 175,750 Warrants	\$1,581,750.00	NI 45-106 section 2.3	2015-05-13
Amethyst Arbitrage Fund 1002 Sherbrooke St. West Suite 2110 Montreal QC H3A 3L6 514.284.0248 Brad Semmelhaack, Advising Rep of the Manager		17,000 Treasury Shares and 17,000 Warrants	\$153,000.00	NI 45-106 section 2.3	2015-05-13
Amethyst Arbitrage Trading Ltd. 94 Solaris Ave Camara BayPO Box 1348Grand Cayman KY1-1108 Cayman Island 345.949.4123 Brad Semmelhaack, Advising Rep of the Manager		8,000 Treasury Shares and 8,000 Warrants	\$72,000.00	NI 45-106 section 2.3	2015-05-13
Arrow Diversified Fund 36 Toronto St., Suite 750 Toronto ON M5C 2C5 416.323.0477 Michael Petruzella, Director of Trading		4,150 Treasury Shares and 4,150 Warrants	\$37,350.00	NI 45-106 section 2.3	2015-05-13

Information about non-individual purchasers					
Full name and address of purchaser and name and telephone number of a contact person	Indicate if the purchaser is an insider (I) of the issuer or a registrant (R)	Number and type of securities purchased	Total purchase price (Canadian \$)	Exemption relied on	Date of distribution (yyyy-mm-dd)
Arrow Macro Fund 36 Toronto St., Suite 750 Toronto ON M5C 2C5 416.323.0477 Michael Petruzella, Director of Trading		6,850 Treasury Shares and 6,850 Warrants	\$61,650.00	NI 45-106 section 2.3	2015-05-13
Bar Haven Investments Ltd. 43 Sunnyside Cres North York ON M4N 3J5 416.486.0938 David Naiberg, Director		5,000 Treasury Shares and 5,000 Warrants	\$45,000.00	NI 45-106 section 2.3	2015-05-13
Beaumont Select Corp Inc. 915 42 Ave SE Calgary AB T2G 1Z1 403.250.8757 Winston Hofatt, President		31,500 Treasury Shares and 31,500 Warrants	\$283,500.00	NI 45-106 section 2.3	2015-05-13
Bloom Burton Healthcare Fund 200 Bay Street, Suite 2925 Toronto ON M5J 2J2 416.901.9515 Dan Papalkas, VP		17,500 Treasury Shares and 17,500 Warrants	\$157,500.00	NI 45-106 section 2.3	2015-05-13
Brookdale Global Opportunity Fund PO Box 1748 GT 27 Hospital Road George Town, Grand Cayman Cayman Islands 617-778-7780 Eitan Milgram, EVP of WAM GP LLC, as GP of Weiss Asset Management LP, its Investment Manager		2,900 Treasury Shares and 2,900 Warrants	\$26,100.00	NI 45-106 section 2.3	2015-05-13
Brookdale International Partners, L.P. 222 Berkeley Street 16th Floor Boston MA 02116 617-778-7780 Eitan Milgram, EVP of WAM GP LLC, as GP of Weiss Asset Management LP, its Investment Manager		7,100 Treasury Shares and 7,100 Warrants	\$63,900.00	NI 45-106 section 2.3	2015-05-13
Butterfield Bank (Guernsey) Limited as Custodian of Glass Investments LP Box 25 Regency Court Glatigny Esplanade St Peter Port Guernsey GY1 3AP+44 1481 739131 S.A. Davies, Supervisor Custody		6,500 Treasury Shares and 6,500 Warrants	\$58,500.00	NI 45-106 section 2.3	2015-05-13

Information about non-individual purchasers					
Full name and address of purchaser and name and telephone number of a contact person	Indicate if the purchaser is an insider (I) of the issuer or a registrant (R)	Number and type of securities purchased	Total purchase price (Canadian \$)	Exemption relied on	Date of distribution (yyyy-mm-dd)
CCLIM on Behalf of Managed Accounts 2200 - 1111 West Georgia Street Vancouver BC V6E 4M3 604.643.2031 Gary Baker, Director		300,000 Treasury Shares and 300,000 Warrants	\$2,700,000.00	NI 45-106 section 2.3	2015-05-13
CPT Inc. Kevin Coombes Suite 824 33 Harbour Bay Nassau Bahamas 242.323.3971 Keven Coombes		1,000 Treasury Shares and 1,000 Warrants	\$9,000.00	NI 45-106 section 2.3	2015-05-13
Curtis Family Trust 1981 McNicoll Ave Vancouver BC V6J 1A7 604.618.5414 James Curtis, Trustee		5,000 Treasury Shares and 5,000 Warrants	\$45,000.00	NI 45-106 section 2.3	2015-05-13
DKAM Capital Ideas Fund LP 902 - 123 Front Street West Toronto ON M5J 2M2 416.364.8505 Jordan Zinberg, Managing Director		225,000 Treasury Shares and 225,000 Warrants	\$2,025,000.00	NI 45-106 section 2.3	2015-05-13
Dolfine Bay Geesham House Charlotte Street South Nassau Bahamas 242.325.6591 G.C. Culmer, Director		2,000 Treasury Shares and 2,000 Warrants	\$18,000.00	NI 45-106 section 2.3	2015-05-13
DV Trading Inc. 370 King St. W. Suite 701 Toronto ON M5V 1S9 905.787.7014 Savray Lota, Manager		8,500 Treasury Shares and 8,500 Warrants	\$76,500.00	NI 45-106 section 2.3	2015-05-13
First Canadian Insurance 10727-82 Avenue Edmonton AB T6E 2B1 780.431.5568 Kim Ward, President (Interward Asset Mgmt)		4,500 Treasury Shares and 4,500 Warrants	\$40,500.00	NI 45-106 section 2.3	2015-05-13
Forge First Long Short LP 18 King Street East, Suite 901 Toronto ON M5C 1C4 416.687.6774 Ashley Kennedy, Portfolio Manager		17,500 Treasury Shares and 17,500 Warrants	\$157,500.00	NI 45-106 section 2.3	2015-05-13
Forge First Multi Strategy LP 18 King Street East, Suite 901 Toronto ON M5C 1C4 416.687.6774 Ashley Kennedy, Portfolio Manager		12,500 Treasury Shares and 12,500 Warrants	\$112,500.00	NI 45-106 section 2.3	2015-05-13

Information about non-individual purchasers					
Full name and address of purchaser and name and telephone number of a contact person	Indicate if the purchaser is an insider (I) of the issuer or a registrant (R)	Number and type of securities purchased	Total purchase price (Canadian \$)	Exemption relied on	Date of distribution (yyyy-mm-dd)
Front Street Investment Management Inc. 33 Yonge Street, Suite 600 Toronto ON M5E 1G4 416.915.2441 Frank Mersch, Portfolio Manager		135,000 Treasury Shares and 135,000 Warrants	\$1,215,000.00	NI 45-106 section 2.3	2015-05-13
GWL Growth Equity 31st Floor, TD Bank Tower 66 Wellington Street W Toronto ON M5K 1E9 416.367.1900 Peter Imhof, VP & Portfolio Manager		7,250 Treasury Shares and 7,250 Warrants	\$65,250.00	NI 45-106 section 2.3	2015-05-13
IG AGF Canadian Diversified Growth Class 31st Floor, TD Bank Tower 66 Wellington Street W Toronto ON M4K 1E9 416.367.1900 Peter Imhof, VP & Portfolio Manager		5,000 Treasury Shares and 5,000 Warrants	\$45,000.00	NI 45-106 section 2.3	2015-05-13
IG AGF Canadian Diversified Growth Fund 31st Floor, TD Bank Tower 66 Wellington Street W Toronto ON M4K 1E9 416.367.1900 Peter Imhof, VP & Portfolio Manager		44,500 Treasury Shares and 44,500 Warrants	\$400,500.00	NI 45-106 section 2.3	2015-05-13
Interward Capital Corp. TD Canada Trust Tower BCE Place 161 Bay Street Suite 4410, Box 514 Toronto ON M5J 2S1 416-365-3663 Kim Ward, President		6,750 Treasury Shares and 6,750 Warrants	\$60,750.00	NI 45-106 section 2.3	2015-05-13
Investors Group Corporate Class Inc. for Investors Global Health Care Class 447 Portage Avenue Winnipeg MB R3B 3H5 204.956.8224 Bradley R. Kirk, Asst. VP Investment Management Compliance		80,000 Treasury Shares and 80,000 Warrants	\$720,000.00	NI 45-106 section 2.3	2015-05-13
JFT Strategies Fund 95 Wellington St. W, Suite 1400 Toronto ON M5J 2N7 647.725.2865 Jonathan Botrie, Portfolio Manager,		149,550 Treasury Shares and 149,550 Warrants	\$1,345,950.00	NI 45-106 section 2.3	2015-05-13

Information about non-individual purchasers					
Full name and address of purchaser and name and telephone number of a contact person	Indicate if the purchaser is an insider (I) of the issuer or a registrant (R)	Number and type of securities purchased	Total purchase price (Canadian \$)	Exemption relied on	Date of distribution (yyyy-mm-dd)
K.J. Harrison & Partners Inc. 60 Bedford Rd Toronto ON M5R 2K2 416.867.8587 Joel Clark, CEO		162,500 Treasury Shares and 162,500 Warrants	\$1,462,500.00	NI 45-106 section 2.3	2015-05-13
London Life Growth Equity 31st Floor, TD Bank Tower 66 Wellington Street W Toronto ON M5K 1E9 416.367.1900 Peter Imhof, VP & Portfolio Manager		42,500 Treasury Shares and 42,500 Warrants	\$382,500.00	NI 45-106 section 2.3	2015-05-13
Maljec Holdings Inc. 106 - 225 Av. Olivier Westmount QC H3Z 2C7 514.482.9353 E. Lawrence Cohen		1,500 Treasury Shares and 1,500 Warrants	\$13,500.00	NI 45-106 section 2.3	2015-05-13
Maxam Diversified Strategies Fund #902 - 510 Burrard Street Vancouver BC V6C 3A8 604.685.0201 Travis Dowle, President		12,500 Treasury Shares and 12,500 Warrants	\$112,500.0	NI 45-106 section 2.3	2015-05-13
Millennium Insurance Corporation 10727-82 Avenue Edmonton AB T6E 2B1 780.431.5568 Kim Ward, President (Interward Asset Mgmt)		2,250 Treasury Shares and 2,250 Warrants	\$20,250.00	NI 45-106 section 2.3	2015-05-13
MMCAP International Inc. SPC Admiral Financial Centre - 90 Fort Street Box 32021 Grand Cayman, Cayman Islands KY1-1208 416.408.0997 Matthew MacIsaac, Director		853,334 Treasury Shares and 853,334 Warrants	\$7,680,006.00	NI 45-106 section 2.3	2015-05-13
Morgan Meighen & Associates Limited 10 Toronto Street Toronto ON M5C 2B7 416.366.2931 Vanessa Morgan, President		225,000 Treasury Shares and 225,000 Warrants	\$2,025,000.00	NI 45-106 section 2.3	2015-05-13
Newgen Trading Fund Regatta Office Park Windward Three, 4th Floor West Ban Road, PO Box 10312 Grand Cayman KY-10003 416-941.9111 David Dattels, President, Advisor to the Fund		9,250 Treasury Shares and 9,250 Warrants	\$83,250.00	NI 45-106 section 2.3	2015-05-13

Information about non-individual purchasers					
Full name and address of purchaser and name and telephone number of a contact person	Indicate if the purchaser is an insider (I) of the issuer or a registrant (R)	Number and type of securities purchased	Total purchase price (Canadian \$)	Exemption relied on	Date of distribution (yyyy-mm-dd)
Newgen Trading Fund LP Commerce Court N. Suite 2900 25 King Street W. PO Box 405 Toronto ON M5L 1G3 416.941.9111 David Dattells, President, Advisor to the Fund		23,900 Treasury Shares and 23,900 Warrants	\$215,100.00	NI 45-106 section 2.3	2015-05-13
Newgen Trading Master Fund Regatta Office Park Windward Three, 4th Floor West Ban Road, PO Box 10312 Grand Cayman KY-10003 416-941.9111 David Dattells, President, Advisor to the Fund		16,300 Treasury Shares and 16,300 Warrants	\$146,700.00	NI 45-106 section 2.3	2015-05-13
Palos Income Fund L.P. 1 Place Villae-Marie, #1812 Montreal QC H3B 4A9 514.397.0188, x227 Chhiu Yarith, Portfolio Mgr		51,000 Treasury Shares and 51,000 Warrants	\$459,000.00	NI 45-106 section 2.3	2015-05-13
Pender Select Ideas Fund 1640 - 1066 W. Hastings Street Vancouver BC V6E 3X1 604.688.1511 Kelvin Kwong, CFO		3,700 Treasury Shares and 3,700 Warrants	\$33,300.00	NI 45-106 section 2.3	2015-05-13
Pender Small Cap Equity Fund 1640 - 1066 W. Hastings Street Vancouver BC V6E 3X1 604.688.1511 Kelvin Kwong, CFO		31,850 Treasury Shares and 31,850 Warrants	\$286,650.00	NI 45-106 section 2.3	2015-05-13
Pender Small Cap Opportunities Fund 1640 - 1066 W. Hastings Street Vancouver BC V6E 3X1 604.688.1511 Kelvin Kwong, CFO		170,300 Treasury Shares and 170,300 Warrants	\$1,532,700.00	NI 45-106 section 2.3	2015-05-13
Pender Value Fund 1640 - 1066 W. Hastings Street Vancouver BC V6E 3X1 604.688.1511 Kelvin Kwong, CFO		109,150 Treasury Shares and 109,150 Warrants	\$982,350.00	NI 45-106 section 2.3	2015-05-13

Information about non-individual purchasers					
Full name and address of purchaser and name and telephone number of a contact person	Indicate if the purchaser is an insider (I) of the issuer or a registrant (R)	Number and type of securities purchased	Total purchase price (Canadian \$)	Exemption relied on	Date of distribution (yyyy-mm-dd)
Polaris Event Trading Fund 89 Nexus Way Camana Bay Grand Cayman KY1-9007 Cayman Islands 416.941.9111 David Dattels, President Advisor to the Fund		3,050 Treasury Shares and 3,050 Warrants	\$27,450.00	NI 45-106 section 2.3	2015-05-13
Retire First Ltd. on behalf of fully managed accounts #101 -4610 - 49th Ave Red Deer AB T4N 6M5 403.314.9156 Douglas Allan, Portfolio Manager		43,300 Treasury Shares and 43,300 Warrants	\$389,700.00	NI 45-106 section 2.3	2015-05-13
Rockhaven Holdings Ltd. TD Canada Trust Tower BCE Place 161 Bay Street Suite 4410, Box 514 Toronto ON M5J 2S1 416-365-3663 Kim Ward, Director		5,000 Treasury Shares and 5,000 Warrants	\$45,000.00	NI 45-106 section 2.3	2015-05-13
Royal Capital Management 4100 Yonge St., Suite 504 Toronto ON M2P 2G2 416.226.9922 Mark Shoom, Chairman		5,000 Treasury Shares and 5,000 Warrants	\$45,000.00	NI 45-106 section 2.3	2015-05-13
RPC Capital Ltd. 18 Ardmore Road Toronto ON M5P 1V3 647.402.7552 Robert P. Chalmers, President		5,000 Treasury Shares and 5,000 Warrants	\$45,000.00	NI 45-106 section 2.3	2015-05-13
Sevenoaks Opportunities Fund LP 2 Bloor St. W., Suite 1503 Toronto ON M4W 3E2 416.966.3633 Neil Andrew, Portfolio Manager		27,500 Treasury Shares and 27,500 Warrants	\$247,500.00	NI 45-106 section 2.3	2015-05-13
Somerset Group Inc. 915 42 Ave SE Calgary AB T2G 1Z1 403.250.8757 Winston Hofatt, President		7,500 Treasury Shares and 7,500 Warrants	\$67,500.00	NI 45-106 section 2.3	2015-05-13
Sprott Asset Management L.P. Royal Bank Plaza, South Tower 200 Bay Street, Suite 2700 PO Box 27 Toronto ON M5J 2J1 416.943.6429 Steve Rustowsky, CFO		462,500 Treasury Shares and 462,500 Warrants	\$4,162,500.00	NI 45-106 section 2.3	2015-05-13

Information about non-individual purchasers					
Full name and address of purchaser and name and telephone number of a contact person	Indicate if the purchaser is an insider (I) of the issuer or a registrant (R)	Number and type of securities purchased	Total purchase price (Canadian \$)	Exemption relied on	Date of distribution (yyyy-mm-dd)
Stone Castle Investment Management 205 - 1708 Dolphin Ave Kelowna BC V1Y 9S4 250.448.6475 Bruce Campbell, Portfolio Manager		13,500 Treasury Shares and 13,500 Warrants	\$121,500.00	NI 45-106 section 2.3	2015-05-13
The K2 Principal Fund L.P. 2 Bloor Street West, Suite 801, Box 91 Toronto ON M4W 3E2 416.365.2155 Shawn Kimel, Managing Partner		50,000 Treasury Shares and 50,000 Warrants	\$450,000.00	NI 45-106 section 2.3	2015-05-13
Timelo Strategic Opportunities Fund 16 Industrial Pkwy S, Suite 201 Aurora ON L4G 0R4 647.728.2865 Jonathan Botrie, Vice President		233,784 Treasury Shares and 127,950 Warrants	\$1,627,803	NI 45-106 section 2.3	2015-05-13
Tom Sun Canada Ltd. 410 Military Trail West Hill ON M1E 4Z3 647.402.6456 Nicholas Chen, CIO		4,200 Treasury Shares and 4,200 Warrants	\$37,800.00	NI 45-106 section 2.3	2015-05-13
Weber Investment Corporation 2270 Forestry Farm Rd RR1 Stn Main Delhi ON N4B 2W4 519.426.6481 Gary Weber, President		2,850 Treasury Shares and 2,850 Warrants	\$25,650.00	NI 45-106 section 2.3	2015-05-13
WG Hofatt Enterprises Ltd. 915 42 Ave SE Calgary AB T2G 1Z1 403.250.8757 Winston Hofatt, President		7,500 Treasury Shares and 7,500 Warrants	\$67,500.00	NI 45-106 section 2.3	2015-05-13
Sydney & Alan Levitsky Consultants Inc. Suite 321, 300 rue du Saint-Sacrement Montreal QC H2Y 1X4 514.285.8551 Sydney Levitsky, President		700 Treasury Shares and 700 Warrants	\$6,300.00	NI 45-106 section 2.3	2015-05-13
917406 Ontario Limited 14 Conrad Ave Toronto ON M6G 3G5 416.651.7837 Ian Katz, Portfolio Manager		2,500 Treasury Shares and 2,500 Warrants	\$22,500.00	NI 45-106 section 2.3	2015-05-13

Information about non-individual purchasers					
Full name and address of purchaser and name and telephone number of a contact person	Indicate if the purchaser is an insider (I) of the issuer or a registrant (R)	Number and type of securities purchased	Total purchase price (Canadian \$)	Exemption relied on	Date of distribution (yyyy-mm-dd)
Celtic Ray Ltd. 19 Wellington St. W. Aurora ON L4G 2N7 805.841.1525 Ian Katz, Portfolio Manager		2,500 Treasury Shares and 2,500 Warrants	\$22,500.00	NI 45-106 section 2.3	2015-05-13
TOTAL:		3,892,018 Treasury Shares and 3,786,184 Warrants	\$34,551,909.00		

Commissions and finder's fees

Item 8: Commissions and finder's fees

Instructions

- A. Complete the following table by providing information for each person who has received or will receive compensation in connection with the distribution(s). Compensation includes commissions, discounts or other fees or payments of a similar nature. Do not include information about payments for services incidental to the distribution, such as clerical, printing, legal or accounting services.
- B. If the securities being issued as compensation are or include convertible securities, such as warrants or options, add a footnote describing the terms of the convertible securities, including the term and exercise price. Do not include the exercise price of any convertible security in the total dollar value of the compensation unless the securities have been converted.

Full name and address of the person being compensated	Indicate if the person being compensated is an insider (I) of the issuer or a registrant (R)	Compensation paid or to be paid (cash and/or securities)				
		Cash (Canadian \$)	Securities			Total dollar value of compensation (Canadian \$)
			Number and type of securities issued	Price per security (Canadian \$)	Exemption relied on and date of distribution (yyyy-mm-dd)	
Mackie Research Capital Corporation 199 Bay St., Ste 4500 Commerce Court West Toronto ON M5L 1G2		\$1,963,509.03	281,299 Compensation Options ⁽¹⁾	\$9.00	NI 45-106 section 2.3 May 13, 2015	\$1,963,509.03
PI Financial Corp. 1900 - 666 Burrard Street Vancouver BC V6C 3N1		\$1,057,274.10	137,334 Compensation Options ⁽¹⁾	\$9.00	NI 45-106 section 2.3 May 13, 2015	\$1,057,274.10

(1) The Compensation Options expire on May 13, 2017

Certificate

On behalf of the Issuer, I certify that the statements made in this report are true.

Date: May 21, 2015

NOBILIS HEALTH CORP.

Matthew Maruca, Corporate Secretary, 281-840-5180

Print name, title and telephone number of person signing

/s/ Matthew Maruca

Signature

Instruction

The person certifying this report must complete the information in the square brackets by deleting the inapplicable word. For electronic filings, substitute a typewritten signature for a manual signature.

Item 9: Contact information

State the name, title and telephone number of the person who may be contacted with respect to any questions regarding the contents of this report, if different than the person signing the certificate.

Not applicable

IT IS AN OFFENCE TO MAKE A MISREPRESENTATION IN THIS REPORT.

Notice - Collection and use of personal information

The British Columbia Securities Commission collects and uses the personal information required to be included in this report for the administration and enforcement of the *Securities Act*. If you have any questions about the collection and use of this information, contact the British Columbia Securities Commission at the following address:

British Columbia Securities Commission

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