

SCHEDULE “1”

NOTICE OF THE PROPOSED PARTIAL SETTLEMENT OF THE NOBILIS SECURITIES CLASS ACTION

Read this notice carefully as it may affect your rights.

This notice is directed to all persons, excluding certain persons associated with the defendants, who acquired common shares of Nobilis Healthcare Corp. (“Nobilis”) in Canada during the period from: (1) March 23, 2015 to and including October 8, 2015 (“First Class Period”) and held some or all of those shares at the close of trading on October 8, 2015; and/or (2) October 9, 2015 to and including January 5, 2016 (“Second Class Period”) and held some or all of those shares at the close of trading on January 5, 2016 (collectively, the “Class or Class Members”).

On January 8, 2016, a proposed class action was commenced against Nobilis and Calvetti Ferguson, P.C. (“Calvetti”), and others, in the Ontario Superior Court of Justice, *Cappelli v. Nobilis*, Court File Number CV-16-544173 (The “Class Action”). The plaintiff alleges that the defendants misrepresented the financial status of Nobilis.

The parties have reached a proposed partial settlement of the Class Action, without an admission of liability on the part of Calvetti, subject to the approval by the Court. This notice provides a summary of the proposed partial settlement.

THE TERMS OF THE PROPOSED SETTLEMENT

The action will be dismissed against Harry Joseph Fleming, Christopher H. Lloyd, Andrew Chen and Kenneth J. Klein.

Calvetti will pay USD \$2 million, in full and final settlement of all claims against it in the Class Action and in full and final settlement of an action in Texas by Nobilis against Calvetti for all loss and damages said to be caused or contributed to by Calvetti being Cause No. 2017-33362, *Nobilis Health Corp. v. Calvetti Ferguson, P.C.*, in the 127th Judicial District Court of Harris County, Texas (the “Texas Action”). The USD \$2 million will be divided equally between the Class and Nobilis. The settlement for the Class, less the lawyers’ interim fees (30% of USD \$1 million) and disbursements and taxes, if approved by the Court, will not be distributed to the Class at this time but used to fund the continuing litigation against Nobilis. The Settlement Agreement may be reviewed at www.strosbergco.com/class-actions/nobilis.

THE APPROVAL HEARING

The Court will be asked to certify the action as a class proceeding for settlement purposes against Calvetti only and approve the proposed settlement and the lawyers’ fees, disbursements and taxes at a hearing to be held on May 14, 2018 at 10:00 a.m. at the courthouse at 130 Queen Street West, Toronto. Class Members who do not oppose the proposed settlement are not required to appear at the hearing or take any other action at this time to indicate their desire to participate in the proposed settlement. Class Members who consider it desirable or necessary to seek the advice and guidance of their own lawyers may do so at their own expense.

OBJECTIONS

At the hearing, the Court will consider any objections to the proposed settlement by the Class Members if the objections are submitted in writing, by prepaid mail or e-mail to: Gregory D. Wigglesworth, Kirwin Partners LLP, 423 Pelissier Street, Windsor, Ontario, N9A 4L2, fax: 519.790.0017, email: nobilis@kirwinpartners.com, Attention: Nobilis Action. Class Members who wish to object must do so before April 30, 2018.

A written objection should include the following information:

- (a) the objector's name, current mailing address, telephone number, fax number and email address;
- (b) the number of shares purchased during and held at the close of the First Class Period;
- (c) the number of shares purchased during and held at the close of the Second Class Period;
- (d) a brief statement of the nature of and reasons for the objection; and
- (e) whether the objector intends to appear at the hearing in person or by counsel, and, if by counsel, the name, address, telephone number, fax number and email address of counsel.

QUESTIONS

Questions for the Class Members' lawyers may be directed to:

FOR CLASS MEMBERS OF THE ONTARIO CLASS ACTION

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**This notice has been approved by the Court. Questions about matters
in this notice should NOT be directed to the Court.**