
UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 8-K/A

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(D) OF THE
SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): June 24, 2019 (April 15, 2019)

Global Medical REIT Inc.

(Exact name of registrant as specified in its charter)

Maryland
(State or Other Jurisdiction
of Incorporation)

001-37815
(Commission File Number)

46-4757266
(I.R.S. Employer
Identification No.)

2 Bethesda Metro Center, Suite 440
Bethesda, MD
20814
(Address of Principal Executive Offices)
(Zip Code)

(202) 524-6851
(Registrant's Telephone Number, Including Area Code)

Not Applicable
(Former name or former address, if changed since last report)

Securities registered pursuant to Section 12(b) of the Act:

Title of each class:	Trading Symbol:	Name of each exchange on which registered:
Common Stock, par value \$0.001 per share	GMRE	NYSE
Series A Preferred Stock, Par value \$0.001 per share	GMRE PrA	NYSE

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (17 CFR §230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR §240.12b-2).
Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Explanatory Note

On April 18, 2019, Global Medical REIT Inc. (the “Company”) announced that on April 15, 2019 it, through a wholly-owned subsidiary of its operating partnership, Global Medical REIT L.P., closed on the acquisition of an aggregate 207,204 square-foot portfolio of four in-patient rehabilitation facilities (the “CNL Portfolio”). The aggregate purchase price of the CNL Portfolio was \$94 million.

This Current Report on Form 8-K/A amends Item 9.01 of the original Form 8-K filed on April 18, 2019 to present the historical financial statements and the unaudited pro forma financial information required to be filed by Item 9.01 (a) and (b), for the Company’s acquisition of the CNL Portfolio.

Item 9.01 Financial Statements and Exhibits.

(a) Financial Statements of Business Acquired

The combined statements of revenues and certain operating expenses of the CNL Portfolio for the three months ended March 31, 2019 (unaudited) and the year ended December 31, 2018, along with the accompanying notes to the combined statements of revenues and certain operating expenses for the periods presented, are filed as Exhibit 99.1 to this Current Report on Form 8-K/A and are incorporated by reference herein.

(b) Unaudited Pro Forma Financial Information

This Current Report on Form 8-K/A includes the Company’s unaudited pro forma consolidated balance sheet as of March 31, 2019, the Company’s unaudited pro forma consolidated statements of operations for the three months ended March 31, 2019 and the year ended December 31, 2018, the notes to the unaudited pro forma consolidated financial statements for those periods, and the unaudited pro forma statement of taxable operating results and cash to be made available by operations for the year ended December 31, 2018. This unaudited consolidated financial information is filed as Exhibit 99.2 to this Current Report on Form 8-K/A and is incorporated herein by reference.

This unaudited pro forma financial information is not necessarily indicative of the expected financial position or results of the Company’s operations for any future period. Differences could result from numerous factors, including future changes in the Company’s portfolio of investments, changes in interest rates, changes in the Company’s capital structure, changes in property level operating expenses, changes in property level revenues, including rents expected to be received from the Company’s existing leases or leases the Company may enter into during and after 2019, and for other reasons.

(d) Exhibits

<u>Exhibit No.</u>	<u>Description</u>
<u>99.1</u>	<u>Combined statements of revenues and certain operating expenses of the CNL Portfolio for the three months ended March 31, 2019 (unaudited) and the year ended December 31, 2018, and the notes to the combined statements of revenues and certain operating expenses for the periods presented.</u>
<u>99.2</u>	<u>Unaudited pro forma consolidated balance sheet as of March 31, 2019, unaudited pro forma consolidated statements of operations for the three months ended March 31, 2019 and for the year ended December 31, 2018, the notes to the unaudited pro forma consolidated financial statements for those periods, and the unaudited pro forma statement of taxable operating results and cash to be made available by operations for the year ended December 31, 2018.</u>

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Global Medical REIT Inc.

By: /s/ Jamie A. Barber
Jamie A. Barber
Secretary and General Counsel

Dated: June 24, 2019

INDEPENDENT AUDITORS' REPORT

To Global Medical REIT Inc.

We have audited the accompanying Combined Statements of Revenues and Certain Operating Expenses of the four properties acquired by Global Medical REIT Inc. from CHP Surprise AZ Rehab Owner, LLC; CHP Las Vegas NV Rehab Owner, LLC; CHP Oklahoma City OK Rehab Owner, LLC; and CHP Mishawaka IN Rehab Owner, LLC on April 15, 2019 (the "CNL Portfolio"), for the year ended December 31, 2018, and the related notes (the "Historical Summary").

Management's Responsibility for the Historical Summary

Management is responsible for the preparation and fair presentation of the Historical Summary in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of the Historical Summary that is free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on the Historical Summary based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the Historical Summary is free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the Historical Summary. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Historical Summary, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the CNL Portfolios' preparation and fair presentation of the Historical Summary in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the CNL Portfolios' internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the Historical Summary.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the Historical Summary referred to above presents fairly, in all material respects, the revenues and certain operating expenses described in Note 2 of the Historical Summary for the year ended December 31, 2018, in accordance with accounting principles generally accepted in the United States of America.

Emphasis of Matter

We draw attention to Note 2 to the Historical Summary, which describes that the accompanying Historical Summary was prepared for the purpose of complying with the rules and regulations of the Securities and Exchange Commission (for inclusion in the Registration Statement on Form 8-K/A of Global Medical REIT Inc.) and is not intended to be a complete presentation of CNL Portfolios' revenues and expenses. Our opinion is not modified with respect to this matter.

/s/ Deloitte & Touche LLP

McLean, Virginia
June 24, 2019

THE CNL PORTFOLIO
COMBINED STATEMENTS OF REVENUES AND CERTAIN OPERATING EXPENSES
For the Three Months Ended March 31, 2019 (unaudited) and the Year Ended December 31, 2018
(in thousands)

	<u>Three Months Ended</u> <u>March 31, 2019</u> <u>(unaudited)</u>	<u>Year Ended</u> <u>December 31, 2018</u>
Revenues:		
Rental revenue	\$ 1,791	\$ 7,173
Certain operating expenses:		
Miscellaneous expense	13	52
Revenues in excess of certain operating expenses	<u>\$ 1,778</u>	<u>\$ 7,121</u>

See accompanying notes to combined statements of revenues and certain operating expenses.

THE CNL PORTFOLIO
NOTES TO COMBINED STATEMENTS OF REVENUES AND CERTAIN OPERATING EXPENSES
For the Three Months Ended March 31, 2019 (unaudited) and the Year Ended December 31, 2018
(dollar amounts in thousands)

(1) Organization

The portfolio consists of four in-patient rehabilitation facilities located in Las Vegas, Nevada; Surprise, Arizona; Oklahoma City, Oklahoma and Mishawaka, Indiana (collectively, the “CNL Portfolio”). On April 15, 2019, Global Medical REIT Inc. (“Global Medical”) acquired the CNL Portfolio from CHP Surprise AZ Rehab Owner, LLC; CHP Las Vegas NV Rehab Owner, LLC; CHP Oklahoma City OK Rehab Owner, LLC; and CHP Mishawaka IN Rehab Owner, LLC, each a Delaware limited liability company (collectively, the “CNL Seller”). Upon the closing of the acquisition of the CNL Portfolio Global Medical assumed the CNL Seller’s interest, as lessor, in four triple-net leases (collectively, the “CNL Portfolio Leases”) with (i) Encompass Health (Las Vegas, Nevada facility); (ii) a joint venture between Cobalt Rehabilitation and Tenet Healthcare (the Surprise, Arizona facility); (iii) a joint venture between Mercy Health and Kindred Healthcare (the Oklahoma City, Oklahoma facility); and (iv) St. Joseph’s Health System (the Mishawaka, Indiana facility). The CNL Portfolio Leases have a weighted average remaining lease term of approximately 8.3 years, with the Las Vegas, Nevada facility lease containing four, five-year renewal options; the Surprise, Arizona facility lease containing two, five-year renewal options; the Oklahoma City, Oklahoma facility lease containing three, 10-year renewal options and the Mishawaka, Indiana facility lease containing two, five-year renewal options.

(2) Basis of Presentation

The accompanying combined statements of revenues and certain operating expenses (the “Historical Summary”) has been prepared for the purpose of complying with the provisions of Article 3-14 of Regulation S-X promulgated by the U.S. Securities and Exchange Commission (the “SEC”), which requires certain information with respect to real estate operations be included with certain filings with the SEC. The Historical Summary includes the combined historical revenues and certain operating expenses of the CNL Portfolio, exclusive of interest expense, depreciation and amortization expense, and other nonrecurring owner specific expenses, which may not be comparable to the corresponding amounts reflected in the future operations of the CNL Portfolio. The operations of the CNL Portfolio have been combined for purposes of the Historical Summary as each of the properties was under common control and common management prior to the acquisition.

In the opinion of management, all adjustments necessary for a fair presentation of such Historical Summary for the annual and interim periods presented have been included. Such adjustments consisted of normal recurring items.

(3) Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

(4) Significant Accounting Policies

Revenue Recognition

The CNL Portfolios’ operations consist of rental revenue earned under the leases of the four in-patient rehabilitation facilities which provide for minimum annual rent and escalations. The leases are accounted for as operating leases. For leases with contingent rental escalators, revenue is recorded based on the contractual cash rental payments due during the period. Revenue from leases with fixed annual rental escalators are recognized on a straight-line basis over the initial lease term. As it relates to the CNL Portfolios’ operating expenses, in accordance with the provisions of the leases, the tenants are obligated to make payments for expenses such as real estate taxes, insurance, and repairs and maintenance directly to the third parties.

(5) Rental Revenue

The aggregate annual minimum cash to be received on the lease as of March 31, 2019, is unaudited and as follows for the subsequent years ended December 31; as listed below.

2019 (nine months remaining)	\$ 5,120
2020	6,939
2021	7,058
2022	7,178
2023	7,302
Thereafter	28,181
Total	<u>\$ 61,778</u>

The aggregate annual minimum cash to be received on the lease as of December 31, 2018, is as follows for the subsequent years ended December 31; as listed below.

2019	\$ 6,823
2020	6,939
2021	7,058
2022	7,178
2023	7,302
Thereafter	28,181
Total	<u>\$ 63,481</u>

(6) Subsequent Events

Subsequent events have been evaluated through June 24, 2019, the date the financial statements were available to be issued.

**GLOBAL MEDICAL REIT INC.
Overview to Unaudited Pro Forma Consolidated Financial Statements**

Global Medical REIT Inc. (the “Company,” “our,” “we”) is a Maryland corporation engaged primarily in the acquisition of purpose-built healthcare facilities and the leasing of those facilities to strong healthcare systems and physician groups with leading market share.

The accompanying unaudited pro forma consolidated financial statements have been derived from our historical consolidated financial statements. The unaudited pro forma consolidated balance sheet as of March 31, 2019 is presented to reflect pro forma adjustments as if the Company’s acquisition on April 15, 2019 of a portfolio of four in-patient rehabilitation facilities located in Las Vegas, Nevada; Surprise, Arizona; Oklahoma City, Oklahoma and Mishawaka, Indiana (collectively, the “CNL Portfolio”) was completed on March 31, 2019. The unaudited pro forma consolidated statements of operations for the three months ended March 31, 2019 and the twelve months ended December 31, 2018 are presented as if the acquisition of the CNL Portfolio on April 15, 2019 was completed on January 1, 2018. The unaudited pro forma consolidated statements of operations have also been adjusted to reflect the pro forma consolidated results of operations of the facilities that we acquired during the year ended December 31, 2018 and during the three months ended March 31, 2019, reflecting the pro forma operations of these acquisitions from the period January 1, 2018 through the respective dates of acquisition (refer to the “Previously Disclosed Acquisitions” columns).

The following unaudited pro forma consolidated financial statements should be read in conjunction with (i) our historical unaudited consolidated financial statements as of March 31, 2019 and for the three months ended March 31, 2019, (ii) our audited consolidated financial statements as of December 31, 2018 and for the twelve months ended December 31, 2018, (iii) the “Cautionary Note Regarding Forward-Looking Statements” contained in those filings, and (iv) the “Risk Factors” sections contained in those filings.

We have based the unaudited pro forma adjustments on available information and assumptions that we believe are reasonable. The following unaudited pro forma consolidated financial statements are presented for informational purposes only and are not necessarily indicative of what our actual consolidated financial position would have been as of March 31, 2019 assuming the transactions and adjustments reflected therein had been consummated on March 31, 2019 and what our actual consolidated results of operations would have been for the three months ended March 31, 2019 and the twelve months ended December 31, 2018 assuming the transactions and adjustments reflected therein had been completed on January 1, 2018, and additionally are not indicative of our consolidated future financial condition, consolidated results of operations, or consolidated cash flows, and should not be viewed as indicative of our future consolidated financial condition, consolidated results of operations, or consolidated cash flows.

GLOBAL MEDICAL REIT INC.
Pro Forma Consolidated Balance Sheet
(unaudited and in thousands, except par values)

	As of March 31, 2019		
	Historical (a)	Pro Forma Adjustments	Pro Forma
Investment in real estate:			
Land	\$ 68,326	8,494(b)	\$ 76,820
Building	533,430	63,513(b)	596,943
Site improvements	6,982	689(b)	7,671
Tenant improvements	16,206	11,143(b)	27,349
Acquired lease intangible assets	43,987	11,532(b)	55,519
	668,931	95,371	764,302
Less: accumulated depreciation and amortization	(35,771)	-	(35,771)
Investment in real estate, net	633,160	95,371	728,531
Cash and cash equivalents	1,844	(4,152)(c)	(2,308)
Restricted cash	1,464	-	1,464
Tenant receivables	3,559	-	3,559
Escrow deposits	3,296	-	3,296
Deferred assets	10,358	-	10,358
Other assets	3,009	(357)(d)	2,652
Total assets	\$ 656,690	90,862	\$ 747,552
Liabilities and Stockholders' Equity			
Liabilities:			
Credit facility, net of amortized discount of \$3,682 at March 31, 2019	\$ 219,993	90,000(c)	\$ 309,993
Notes payable, net of unamortized discount of \$766 at March 31, 2019	38,652	-	38,652
Accounts payable and accrued expenses	3,385	-	3,385
Dividends payable	8,985	-	8,985
Security deposits and other	4,122	-	4,122
Due to related parties, net	1,100	-	1,100
Derivative liability	5,520	-	5,520
Other liability	2,367	-	2,367
Acquired lease intangible liability, net	2,004	862(b)	2,866
Total liabilities	286,128	90,862	376,990
Stockholders' equity:			
Preferred stock, \$0.001 par value, 10,000 shares authorized; 3,105 issued and outstanding at March 31, 2019 (liquidation preference of \$77,625 at March 31, 2019)	74,959	-	74,959
Common stock \$0.001 par value, 500,000 shares authorized; 34,555 shares issued and outstanding at March 31, 2019	35	-	35
Additional paid-in capital	322,359	-	322,359
Accumulated deficit	(51,390)	-	(51,390)
Accumulated other comprehensive loss	(5,743)	-	(5,743)
Total Global Medical REIT Inc. stockholders' equity	340,220	-	340,220
Noncontrolling interest	30,342	-	30,342
Total stockholders' equity	370,562	-	370,562
Total liabilities and stockholders' equity	\$ 656,690	90,862	\$ 747,552

The accompanying notes are an integral part of this unaudited pro forma consolidated financial statement.

GLOBAL MEDICAL REIT INC.
Pro Forma Consolidated Statement of Operations
(unaudited and in thousands, except per share amounts)

For the Three Months Ended March 31, 2019

	Historical (a)	Previously Disclosed Acquisitions (b)	Historical plus Previously Disclosed Acquisitions	CNL Portfolio Pro Forma	Pro Forma
Revenue					
Rental revenue	\$ 15,141	500	15,641	1,847(c)	\$ 17,488
Other income	59	-	59	-	59
Total revenue	<u>15,200</u>	<u>500</u>	<u>15,700</u>	<u>1,847</u>	<u>17,547</u>
Expenses					
General and administrative	1,606	-	1,606	-	1,606
Operating expenses	1,323	139	1,462	18(d)	1,480
Management fees – related party	1,334	-	1,334	-	1,334
Depreciation expense	3,867	90	3,957	754(e)	4,711
Amortization expense	1,002	6	1,008	324(f)	1,332
Interest expense	4,025	118	4,143	1,037(g)	5,180
Total expenses	<u>13,157</u>	<u>353</u>	<u>13,510</u>	<u>2,133</u>	<u>15,643</u>
Net income (loss)	\$ 2,043	147	2,190	(286)	\$ 1,904
Less: Preferred stock dividends	(1,455)	-	(1,455)	-	(1,455)
Less: Net (income) loss attributable to noncontrolling interests	(60)	(15)	(75)	29	(46)
Net income (loss) attributable to common stockholders	<u>\$ 528</u>	<u>132</u>	<u>660</u>	<u>(257)</u>	<u>\$ 403</u>
Net income attributable to common stockholders per share – basic and diluted	\$ 0.02				\$ 0.01
Weighted average shares outstanding – basic and diluted	27,380				27,380

The accompanying notes are an integral part of this unaudited pro forma consolidated financial statement.

GLOBAL MEDICAL REIT INC.
Pro Forma Consolidated Statement of Operations
(unaudited and in thousands, except per share amounts)

	For the Year Ended December 31, 2018				
	Historical (a)	Previously Disclosed Acquisitions (b)	Historical plus Previously Disclosed Acquisitions	CNL Portfolio Pro Forma	Pro Forma
Revenue					
Rental revenue	\$ 53,138	11,540	64,678	7,388(c)	\$ 72,066
Other income	54	-	54	-	54
Total revenue	53,192	11,540	64,732	7,388	72,120
Expenses					
General and administrative	5,537	-	5,537	-	5,537
Operating expenses	3,720	2,602	6,322	73(d)	6,395
Management fees – related party	4,422	-	4,422	-	4,422
Depreciation expense	13,644	2,622	16,266	3,018(e)	19,284
Amortization expense	3,625	395	4,020	1,294(f)	5,314
Interest expense	14,975	4,056	19,031	3,679(g)	22,710
Acquisition fees	383	-	383	-	383
Total expenses	46,306	9,675	55,981	8,064	64,045
Income (loss) before gain on sale of investment properties	6,886	1,865	8,751	(676)	8,075
Gain on sale of investment property	7,675	-	7,675	-	7,675
Net income (loss)	\$ 14,561	1,865	16,426	(676)	\$ 15,750
Less: Preferred stock dividends	(5,822)	-	(5,822)	-	(5,822)
Less: Net (income) loss attributable to noncontrolling interests	(1,071)	(235)	(1,306)	85	(1,221)
Net income (loss) attributable to common stockholders	\$ 7,668	1,630	9,298	(591)	\$ 8,707
Net income attributable to common stockholders per share – basic and diluted	\$ 0.35				\$ 0.40
Weighted average shares outstanding – basic and diluted	21,971				21,971

The accompanying notes are an integral part of this unaudited pro forma consolidated financial statement.

GLOBAL MEDICAL REIT INC.
Notes to the Unaudited Pro Forma Consolidated Financial Statements

Note 1 — Overview of Unaudited Pro Forma Consolidated Financial Statements

The accompanying unaudited pro forma consolidated balance sheet and unaudited pro forma consolidated statements of operations for Global Medical REIT Inc. (the “Company”) presents the pro forma impact of the acquisition of a portfolio of four in-patient rehabilitation facilities located in Las Vegas, Nevada; Surprise, Arizona; Oklahoma City, Oklahoma and Mishawaka, Indiana (collectively, the “CNL Portfolio”). The unaudited pro forma consolidated statements of operations have also been adjusted to reflect the pro forma consolidated results of operations of the facilities that the Company acquired during the year ended December 31, 2018 and during the three months ended March 31, 2019, reflecting the pro forma operations of these acquisitions from the period January 1, 2018 through the respective dates of acquisition (refer to the “Previously Disclosed Acquisitions” columns). On April 15, 2019, the Company, through a wholly-owned subsidiary of Global Medical REIT L.P., the Company’s operating partnership (the “OP”) acquired the CNL Portfolio and assumed the sellers’ interest, as lessor, in four triple-net leases (collectively, the “CNL Portfolio Leases”) with (i) Encompass Health (Las Vegas, Nevada facility); (ii) a joint venture between Cobalt Rehabilitation and Tenet Healthcare (the Surprise, Arizona facility); (iii) a joint venture between Mercy Health and Kindred Healthcare (the Oklahoma City, Oklahoma facility); and (iv) St. Joseph’s Health System (the Mishawaka, Indiana facility). The CNL Portfolio Leases have a weighted average remaining lease term of approximately 8.3 years, with the Las Vegas, Nevada facility lease containing four, five-year renewal options; the Surprise, Arizona facility lease containing two, five-year renewal options; the Oklahoma City, Oklahoma facility lease containing three, 10-year renewal options and the Mishawaka, Indiana facility lease containing two, five-year renewal options. The aggregate purchase price for the CNL Portfolio was \$94 million.

Unaudited Pro Forma Consolidated Balance Sheet

The accompanying unaudited pro forma consolidated balance sheet assumes the acquisition was completed on March 31, 2019. Pro forma adjustments include only adjustments that give effect to events that are (1) directly attributable to the transaction and (2) factually supportable regardless of whether they have a continuing impact or are nonrecurring.

All pro forma adjustments are presented on the face of the accompanying unaudited pro forma consolidated balance sheet.

Unaudited Pro Forma Consolidated Statements of Operations

The accompanying unaudited pro forma consolidated statement of operations for the three months ended March 31, 2019 and the year ended December 31, 2018, assumes the acquisition of the CNL Portfolio and all “Previously Disclosed Acquisitions” were completed on January 1, 2018 and the effect of all adjustments are computed through the end of the three and twelve-month periods presented. Pro forma adjustments include only adjustments that give effect to events that are (1) directly attributable to the transaction, (2) expected to have a continuing impact on the registrant, and (3) factually supportable.

All pro forma adjustments are presented on the face of the accompanying unaudited pro forma consolidated statements of operations for each period presented.

Note 2 — Unaudited Pro Forma Consolidated Balance Sheet Adjustments

- (a) This column represents the historical amounts contained in the Company’s consolidated balance sheet as of March 31, 2019 as presented in its Form 10-Q as of March 31, 2019.
- (b) Represents the preliminary fair value purchase price allocation of the tangible and intangible assets and intangible liability acquired in connection with the acquisition of the CNL Portfolio, as presented in the following table:

Land and site improvements	\$ 9,183
Building and tenant improvements	74,656
In-place leases	6,977
Above market lease intangibles	1,539
Leasing costs	3,016
Below market lease intangible	(862)
Total purchase price	<u>\$ 94,509</u>

- (c) Represents funding sources utilized for the acquisition of the CNL Portfolio consisting of borrowings received from the credit facility and cash paid from the Company’s available cash on hand.
- (d) Represents capitalized pre-acquisition costs related to the CNL Portfolio that are removed from “other assets” commensurate with the completed acquisition and allocated to tangible and intangible assets acquired.

Note 3 — Unaudited Pro Forma Consolidated Statement of Operations Adjustments – Three Months Ended March 31, 2019

- (a) This column represents the historical amounts contained in the Company’s consolidated statement of operations for the three months ended March 31, 2019 as presented in its Form 10-Q for the quarter ended March 31, 2019.
- (b) This column presents the consolidated results of operations for acquisitions that were completed during the three months ended March 31, 2019 as if the acquisitions occurred on January 1, 2018. The facilities acquired and the related acquisition dates are listed in the table below:

2019 Acquisitions:

<u>Facility</u>	<u>Date Acquired</u>
Zachary	February 28, 2019
Gilbert and Chandler	March 19, 2019

- (c) Represents rental revenue earned on the CNL Portfolio Leases. For leases with contingent rental escalators the pro forma adjustment is recorded based on the contractual cash rental payments due during the period. For leases with fixed annual rental escalators the pro forma adjustment is recorded on a straight-line basis over the initial lease term.
- (d) Represents expense recoveries related to tenant reimbursement of real estate taxes, insurance, and certain other operating expenses. We recognize these reimbursements on a gross basis meaning there is an equal amount included in rental revenue.
- (e) Represents depreciation expense incurred on the buildings at the four facilities using an estimated remaining useful life of 35 to 45 years, on the site improvements over their estimated remain life of 4 to 8 years, and on the tenant improvements over the remaining lease term of 5.75 to 11.75 years.
- (f) Represents amortization expense incurred on the in-place lease and leasing cost intangible assets computed over the remaining lease term of 5.75 to 11.75 years.
- (g) Represents interest expense incurred on the borrowings from the credit facility used to fund the acquisition at an interest rate of approximately 4.6%, as well as the amortization of the related deferred financing costs.

Note 4 — Unaudited Pro Forma Consolidated Statement of Operations Adjustments – Year Ended December 31, 2018

- (a) This column represents the historical amounts contained in the Company’s consolidated statement of operations for the year ended December 31, 2018 as presented in its Form 10-K for the year ended December 31, 2018. The Company reclassified the line item “expense recoveries” on its historical consolidated statement of operations to present this amount as a component of “rental revenue.” This presentation is consistent with the historical presentation for the three months ended March 31, 2019.
- (b) This column presents the consolidated results of operations for acquisitions that were completed during year ended December 31, 2018 and the three months ended March 31, 2019 as if the acquisitions occurred on January 1, 2018. The facilities acquired and the related acquisition completion dates are listed in the table below:

2019 Acquisitions:

<u>Facility</u>	<u>Date Acquired</u>
Zachary	February 28, 2019
Gilbert and Chandler	March 19, 2019

2018 Acquisitions:

<u>Facility</u>	<u>Date Acquired</u>	<u>Facility</u>	<u>Date Acquired</u>
Moline / Silvis	January 24, 2018	Derby	August 3, 2018
Freemont	February 9, 2018	Bountiful	October 12, 2018
Gainesville	February 23, 2018	Cincinnati	October 30, 2018
Dallas	March 1, 2018	Melbourne	November 16, 2018
Orlando	March 22, 2018	Southern IL	November 30, 2018
Belpre	April 19, 2018	Vernon	December 19, 2018
McAllen	July 3, 2018	Corona	December 31, 2018

- (c) Represents rental revenue earned on the CNL Portfolio Leases. For leases with contingent rental escalators the pro forma adjustment is recorded based on the contractual cash rental payments due during the period. For leases with fixed annual rental escalators the pro forma adjustment is recorded on a straight-line basis over the initial lease term.
- (d) Represents expense recoveries related to tenant reimbursement of real estate taxes, insurance, and certain other operating expenses. We recognize these reimbursements on a gross basis meaning there is an equal amount included in rental revenue.
- (e) Represents depreciation expense incurred on the buildings at the four facilities using an estimated remaining useful life of 35 to 45 years, on the site improvements over their estimated remain life of 4 to 8 years, and on the tenant improvements over the remaining lease term of 5.75 to 11.75 years.
- (f) Represents amortization expense incurred on the in-place lease and leasing cost intangible assets computed over the remaining lease term of 5.75 to 11.75 years.
- (g) Represents interest expense incurred on the borrowings from the revolving credit facility used to fund the acquisition at an interest rate of approximately 4.1%, as well as the amortization of the related deferred financing costs.

GLOBAL MEDICAL REIT INC.
Pro Forma Statement of Taxable Operating Results and Cash to be Made Available by Operations
(unaudited and in thousands)

The following represents an estimate of the taxable operating results and cash to be made available by operations of the Company based upon the unaudited pro forma consolidated statement of operations for the year ended December 31, 2018. These estimated results do not purport to represent the consolidated results of operations for the Company in the future and were prepared based on the assumptions outlined in the unaudited pro forma consolidated statement of operations, which should be read in conjunction with this statement.

Net income attributable to common stockholders	\$ 8,707
Net book depreciation in excess of tax depreciation	2,385
Net book amortization in excess of tax amortization	2,461
Gain on sale of investment property deferred for tax purposes	(7,675)
Other book / tax differences	108
Estimated taxable operating income	<u>5,986</u>
<i>Adjustments:</i>	
Depreciation	19,284
Net book depreciation in excess of tax depreciation	(2,385)
Amortization	5,314
Net book amortization in excess of tax amortization	(2,461)
Estimated cash to be made available from operations	<u>\$ 25,738</u>