QUARTERLY REPORT ORLANDO HEALTH, INC.

Quarter Ended December 31, 2018

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Interim Condensed Consolidated Financial Statements

Consolidated Balance Sheets (in 000's)

	December 31 2018		September 3 2018	
Assets				
Current assets:				
Cash and cash equivalents	\$	564,060	\$	563,428
Assets limited as to use		21,377		34,062
Accounts receivable, less allowance for doubtful accounts		350,920		350,082
Other receivables		82,175		64,415
Inventory		54,017		55,135
Other current assets		47,760		41,872
Total current assets		1,120,309		1,108,994
Assets limited as to use:				
Debt service and reserve funds held by bond trustee		2		19,227
Interest rate swap collateral		7,827		4,595
Designated by board for malpractice self-insurance		13,548		13,304
		21,377		37,126
Less amount required to meet current obligations		(21,377)		(34,062)
		-		3,064
Long-term investments - unrestricted		1,558,754		1,635,560
Long-term investments - restricted		109,659		117,932
Investments in related parties		42,940		41,867
Other assets		208,486		228,478
Property and equipment, net		1,517,348		1,465,550
Total assets	\$	4,557,496	\$	4,601,445
Liabilities and net assets				
Current liabilities:				
Accounts payable and accrued expenses	\$	273,910	\$	291,121
Other current liabilities		167,844		174,469
Current portion of long-term debt		24,323		22,152
Total current liabilities		466,077		487,742
Long-term debt, less current portion		1,277,740		1,300,671
Accrued malpractice claims		110,179		109,728
Other noncurrent liabilities		110,165		108,439
Total liabilities		1,964,161		2,006,580
Net assets:				
Unrestricted				
Orlando Health, Inc. and Controlled Affiliates		2,468,797		2,469,235
Non-controlling interest in Controlled Affilates		(668)		(440)
Total unrestricted		2,468,129		2,468,795
Temporarily restricted		123,325		124,625
Permanently restricted		1,881		1,445
Total net assets		2,593,335		2,594,865
Total liabilities and net assets	\$	4,557,496	\$	4,601,445

Consolidated Statements of Operations and Changes in Net Assets (in 000's)

	Quarter ended December 31		
		2018	2017
Unrestricted revenues and other support			
Net patient service revenue (net of contractual allowances and discounts)			\$ 1,016,864
Provision for bad debts			(136,480)
Net patient service revenue	\$	753,773	880,384
Other revenue		33,410	34,346
Net assets released from restrictions		1,593	1,066
Total unrestricted revenues and other support		788,776	915,796
Expenses			
Salaries and benefits		399,839	473,686
Supplies and other		258,109	294,337
Professional fees		7,060	11,530
Depreciation and amortization		35,598	45,112
Interest		12,574	15,739
Total expenses		713,180	840,404
Income from operations		75,596	75,392
Non-operating gains and losses			
Investment (loss) income		(79,821)	38,978
(Loss) gain on interest rate swap agreements		(4,202)	1,219
Non-operating (losses) gains, net		(84,023)	40,197
(Deficit) excess of revenues, other support, and gains over expenses and losses Deficit of revenues, other support, and gains over expenses and losses attributed to		(8,427)	115,589
non-controlling interests		191	286
(Deficit) excess of revenues, other support, and gains over expenses and losses attributed to Orlando Health, Inc. and Controlled Affiliates		(8,236)	115,875
and a control of the		(0,230)	113,073

Consolidated Statements of Operations and Changes in Net Assets (in 000's)(continued)

	Quarter ended December 31		
		2017	
Unrestricted net assets			
(Deficit) excess of revenues, other support and gains over expenses and losses	\$	(8,427)	\$ 115,589
Other changes in unrestricted net assets:			
Net assets released from restriction for property and equipment		7,774	5,403
Non-controlling interests and other changes		(13)	780,593
(Decrease) increase in unrestricted net assets		(666)	901,585
Temporarily restricted net assets			
Contributions		10,257	4,930
Net assets released from restrictions		(9,366)	(6,455)
Net realized and unrealized (losses) gains on investments		(2,188)	1,023
Other changes		(3)	30,285
(Decrease) increase in temporarily restricted net assets		(1,300)	29,783
Permanently restricted net assets			
Contributions		436	-
Other		-	1,538
Increase in permanently restricted net assets		436	1,538
(Decrease) increase in net assets		(1,530)	932,906
Net assets, beginning of period		2,594,865	2,193,372
Net assets, end of period	\$	2,593,335	\$ 3,126,278

Consolidated Statements of Cash Flows (in 000's)

	Quarter ended			
	December 31			
		2018		2017
Operating activities				
Change in net assets	\$	(1,530)	\$	932,906
Adjustments to reconcile change in net assets to				
net cash provided by operating activities:				
Depreciation and amortization		35,598		45,112
Change in value of interest rate swap agreements		4,202		(1,219)
Net unrealized losses (gains) on investments		79,821		(24,915)
Inherent contribution associated with business combination		-		(788,141)
Restricted contributions and investment income		(8,505)		(5,953)
Changes in operating assets and liabilities:				
Accounts receivable, net		(838)		(75,106)
Other operating assets		(5,001)		5,153
Accounts payable and accrued expenses		(17,211)		(44,397)
Other operating liabilities		(5,153)		17,780
Net cash provided by operating activities		81,383		61,220
Investing activities				
Purchases of property, equipment and other assets		(87,396)		(70,972)
Decrease in assets limited as to use		16,040		74,205
Purchases of trading securities, net of sales		4,967		(13,923)
Other investing activities		(3,496)		(12,541)
Net cash used in investing activities		(69,885)		(23,231)
Financing activities				
Refunding and repayments of long-term debt		(20,760)		(31,026)
Grant proceeds received for long-term purposes		1,389		-
Restricted contributions and investment income		8,505		5,953
Net cash used in financing activities		(10,866)		(25,073)
Increase in cash and cash equivalents		632		12,916
Cash and cash equivalents at beginning of period		563,428		358,845
Cash and cash equivalents at end of period	\$	564,060	\$	371,761

Notes to Interim Consolidated Financial Statements

1. Basis of Presentation

The accompanying unaudited interim consolidated financial statements include the accounts and activity of the Corporation and its Controlled Affiliates. All significant intercompany transactions have been eliminated in consolidation for all periods presented. The accompanying unaudited consolidated financial statements have been prepared in accordance with accounting principles generally accepted in the United States (GAAP) for interim financial information. However, they do not include all of the information and footnotes required by GAAP for complete financial statements. In the opinion of management, all adjustments considered necessary for a fair presentation have been included and are of a normal and recurring nature. These unaudited interim financial statements should be read in conjunction with the audited consolidated financial statements and notes thereto for the years ended September 30, 2018 and 2017.

2. Organization

Orlando Health, Inc. (Orlando Health) and Orlando Health Central, Inc. (Health Central) comprise the Obligated Group. Orlando Health is a tax-exempt organization pursuant to Section 501(c)(3) of the Internal Revenue Code, which controls a diversified healthcare delivery system headquartered in Orlando, Florida. Orlando Health includes the following hospitals operating in Central Florida: Orlando Regional Medical Center (ORMC), Dr. P. Phillips Hospital, Arnold Palmer Hospital for Children (APH), Winnie Palmer Hospital for Women and Babies (WPH), South Seminole Hospital and Health Central Hospital. APH and WPH are jointly referred to as the Arnold Palmer Medical Center (APMC). Health Central includes a hospital and Health Central Park, a skilled nursing facility. Orlando Health also has a home health services division and eight medical residency programs.

Controlled Affiliates are those entities Orlando Health controls as the sole or majority member, sole shareholder, or through board appointment and approval of all major transactions. Controlled Affiliates operate a variety of healthcare-related services, including, physician practice groups (Orlando Health Physician Group, Inc., Orlando Physician Network, Inc., Orlando Cancer Center, Inc., Physician Associates, LLC (PAL)), ORHI, LLC (ORHI), which operates five imaging centers, a fund-raising organization (Orlando Health Foundation, Inc.) and other healthcare-related services.

Effective October 1, 2017, the System completed an affiliation with Lakeland Regional Health Systems, Inc. (LRHS) to create an integrated regional health care system. Effective September 30, 2018 the System and LRHS agreed to terminate their strategic relationship and LRHS provided financial and strategic concessions to terminate the relationship.

Healthnet Services, Inc. and its subsidiaries are taxable corporations and are a part of the Controlled Affiliates. The Obligated Group, together with its Controlled Affiliates, is collectively referred to herein as the "System." These consolidated financial statements include the consolidated accounts of Orlando Health, Orlando Health Central, and their Controlled Affiliates. Significant transactions between entities have been eliminated.

Orlando Health has a 50% membership in South Lake Hospital, Inc. (South Lake), a not-for-profit acute care hospital. As Orlando Health does not hold a controlling interest in the accounts of South Lake, those accounts are excluded from the consolidated financial statements. Effective September 28, 2018, Orlando Health, South Lake, South Lake Memorial Hospital, Inc. and Live Well Foundation of South Lake, Inc. (Live Well) entered into a Contribution, Capital Investment and Services Agreement whereby Orlando Health would become the sole member of South Lake upon the closing date, which is contingent upon the establishment of Live Well as a tax-exempt entity. Live Well filed an application for tax-exempt status on November 13, 2018.

Consolidating Balance Sheets as of December 31, 2018 (in 000's)

	Consolidated	Eliminations	lando Health	ontrolled Affiliates
Assets			8	
Current Assets:				
Cash and cash equivalents	\$ 564,060	\$ -	\$ 535,163	\$ 28,897
Assets limited as to use	21,377	-	21,377	-
Accounts receivable, less allowance for doubtful				
accounts	350,920	-	325,077	25,843
Other receivables	82,175	(56,868)	118,769	20,274
Inventory	54,017	-	52,375	1,642
Other current assets	47,760	-	47,305	455
Total current assets	1,120,309	(56,868)	1,100,066	77,111
Assets limited as to use:				
Debt service and reserve funds held by bond trustee	2	-	2	-
Interest rate swap collateral	7,827	-	7,827	-
Malpractice self-insurance	13,548	-	13,548	-
	21,377	-	21,377	-
Less amount required to meet current obligations	(21,377)	-	(21,377)	-
	-	-	-	-
Long-term investments - unrestricted	1,558,754	_	1,558,754	_
Long-term investments - restricted	109,659	_	-	109,659
Investments in related parties	42,940	(61,098)	14,226	89,812
Other assets	208,486	(146,788)	250,134	105,140
Property and equipment, net	1,517,348	-	1,482,108	35,240
Total assets	\$4,557,496	\$ (264,754)	\$ 4,405,288	\$ 416,962
Liabilities and net assets				
Current Liabilities:				
Accounts Payable and accrued expenses	\$ 273,910	\$ -	\$ 243,125	\$ 30,785
Other current liabilities	167,844	(52,625)	160,493	59,976
Current portion of long-term debt	24,323	-	22,552	1,771
Total current liabilities	466,077	(52,625)	426,170	92,532
Long-term debt less current portion	1,277,740	-	1,273,485	4,255
Accrued malpractice claims	110,179	-	110,179	-
Other noncurrent liabilities	110,165	(39,849)	85,709	64,305
Total liabilities	1,964,161	(92,474)	1,895,543	161,092
Net assets:				
Unrestricted				
Orlando Health, Inc. and Controlled Affiliates	2,468,797	(61,098)	2,395,673	134,222
Noncontrolling interest in Controlled Affilates	(668)	-	-	(668)
Total unrestricted	2,468,129	(61,098)	2,395,673	133,554
Temporarily restricted	123,325	(109,688)	112,818	120,195
Permanently restricted	1,881	(1,494)	1,254	2,121
Total net assets	2,593,335	(172,280)	2,509,745	255,870
Total liabilities and net assets	\$4,557,496	\$ (264,754)	 4,405,288	\$ 416,962

Consolidating Balance Sheets as of September 30, 2018 (in 000's)

3	1	,	Orlando Health		ontrolled
	Consolidated	Eliminations	Obligated Group	Α	Affiliates
Assets					
Current Assets:					
Cash and cash equivalents	\$ 563,428	\$ -	\$ 543,102	\$	20,326
Assets limited as to use	34,062	-	34,062		-
Accounts receivable, less allowance for doubtful					
accounts	350,082	-	320,668		29,414
Other receivables	64,415	(46,541)	95,923		15,033
Inventory	55,135	-	52,840		2,295
Other current assets	41,872	-	41,352		520
Total current assets	1,108,994	(46,541)	1,087,947		67,588
Assets limited as to use:					
Debt service and reserve funds held by bond					
trustee	19,227	-	19,227		-
Interest rate swap collateral	4,595	-	4,595		-
Malpractice self-insurance	13,304	-	13,304		
	37,126	-	37,126		-
Less amount required to meet current obligations	(34,062) -	(34,062)		-
	3,064	-	3,064		-
Long-term investments - unrestricted	1,635,560	-	1,635,560		-
Long-term investments - restricted	117,932	-	-		117,932
Investments in related parties	41,867	(61,841)	14,231		89,477
Other assets	228,478	(139,498)	260,794		107,182
Property and equipment, net	1,465,550	-	1,429,879		35,671
Total assets	\$ 4,601,445	\$ (247,880)	\$ 4,431,475	\$	417,850
T. 1997					
Liabilities and net assets					
Current Liabilities:					
Accounts Payable and accrued expenses	\$ 291,121	\$ -	\$ 257,563	\$	33,558
Other current liabilities	174,469	(43,321)	165,039		52,751
Current portion of long-term debt	22,152	-	20,666		1,486
Total current liabilities	487,742	(43,321)	443,268		87,795
Long-term debt less current portion	1,300,671	-	1,295,938		4,733
Accrued malpractice claims	109,728	-	109,728		-
Other noncurrent liabilities	108,439	(38,801)	82,726		64,514
Total liabilities	2,006,580	(82,122)	1,931,660		157,042
Net assets:					
Unrestricted					
Orlando Health, Inc. and Controlled Affiliates	2,469,235	(61,841)	2,384,756		146,320
Noncontrolling interest in Controlled Affilates	(440)		-		(440)
Total unrestricted	2,468,795	(61,841)	2,384,756		145,880
Temporarily restricted	124,625		114,241		113,243
Permanently restricted	1,445		818		1,685
Total net assets	2,594,865		2,499,815		260,808
Total liabilities and net assets	\$ 4,601,445	\$ (247,880)	\$ 4,431,475	\$	417,850
	÷ .,501,113	\$ (=17,000)	,131,173	Ψ	, , , , , ,

Consolidating Statements of Operations for the Quarter Ended December 31, 2018 (in 000's)

			Orlando	
			Health	
			Obligated	Controlled
	Consolidated I	Eliminations	Group	Affiliates
Unrestricted revenues and other support				
Net patient service revenue	753,773	-	666,383	87,390
Other revenue	33,410	(17,891)	32,001	19,300
Net assets released from restrictions	1,593	(794)	1,593	794
Total unrestricted revenues and other support	788,776	(18,685)	699,977	107,484
Expenses				
Salaries and benefits	399,839	-	283,143	116,696
Supplies and other	258,109	(17,342)	244,588	30,863
Professional fees	7,060	(2,086)	7,700	1,446
Depreciation and amortization	35,598	-	33,496	2,102
Interest	12,574	-	12,449	125
Total expenses	713,180	(19,428)	581,376	151,232
Income (loss) from operations	75,596	743	118,601	(43,748)
Nonoperating gains and losses				
Investment loss	(79,821)	-	(74,206)	(5,615)
Loss on interest rate swap agreements	(4,202)	-	(4,202)	
Nonoperating losses, net	(84,023)	-	(78,408)	(5,615)
(Deficit) excess of revenues, other support and gains over expenses and				
losses	(8,427)	743	40,193	(49,363)
Plus noncontrolling interest	191	-	-	191
(Deficit) excess of revenues, other support and gains over expenses and				
losses attributed to Orlando Health, Inc. and Controlled Affiliates	(8,236)	743	40,193	(49,172)

Consolidating Statements of Operations for the Quarter Ended December 31, 2017 (in 000's)

			Orlando	
			Health	
			Obligated	Controlled
	Consolidated	Eliminations	Group	Affiliates
Unrestricted revenues and other support				
Net patient service revenue	\$ 1,016,864	\$ -	\$ 677,960	\$ 338,904
Provision for bad debts	(136,480)	-	(73,754)	(62,726)
Net patient service revenue less provision for bad debts	880,384	-	604,206	276,178
Other revenue	34,346	(16,030)	29,471	20,905
Net assets released from restrictions	1,066	(1,666)	1,034	1,698
Total unrestricted revenues and other support	915,796	(17,696)	634,711	298,781
Expenses				
Salaries and benefits	473,686	-	265,025	208,661
Supplies and other	294,337	(16,113)	221,144	89,306
Professional fees	11,530	(1,880)	8,713	4,697
Depreciation and amortization	45,112	-	30,024	15,088
Interest	15,739	-	10,368	5,371
Total expenses	840,404	(17,993)	535,274	323,123
Income (loss) from operations	75,392	297	99,437	(24,342)
Nonoperating gains and losses				
Investment loss	38,978	-	28,784	10,194
Gain on interest rate swap agreements	1,219	-	1,219	-
Gain on Sale of Assets	-	-	-	-
Nonoperating gains and losses, net	40,197	-	30,003	10,194
Excess (deficiency) of revenues, other support and gains over expenses				
and losses	115,589	297	129,440	(14,148)
Plus noncontrolling interest	286	-	-	286
Excess (deficiency) of revenues, other support and gains over expenses				
and losses attributed to Orlando Health, Inc. and Controlled Affiliates	115,875	297	129,440	(13,862)

Operating and Statistical Information

Sources of Patient Revenues and Utilization of Patient Services

The table below lists the approximate percentage of gross patient charges for hospital services by payor category and patient services utilization statistics for the Obligated Group.

F-7	Quarter ended December 31		
	2018	2017	
Payor Mix			
Medicare (includes HMO's)	34.7%	33.5%	
Medicaid (includes HMO's)	17.3%	20.2%	
Managed Care	34.8%	35.2%	
Commercial	3.9%	3.7%	
Self Pay	7.3%	5.6%	
Other	2.0%	1.8%	
	100.0%	100.0%	
Average Licensed Beds	2,026	2,048	
Average Beds in Service	1,953	1,920	
Average Daily Census			
Adult	1,245	1,144	
Newborn and neonatal	184	204	
Admissions	1,429	1,348	
Adult	25,247	23,335	
Newborn and neonatal	3,781	4,021	
	29,028	27,356	
Observation Cases			
Adult and neonatal	6,596	7,279	
Patient Days			
Adult	114,518	105,224	
Newborn and neonatal	16,893	18,727	
Average Length of Stay (days)	131,411	123,951	
Adult	4.5	4.5	
Newborn and neonatal	4.5	4.7	
Percent Occupancy (beds in service)			
Adult	74.2	70.1	
Newborn and neonatal	66.9	71.1	
Outpatient Visits			
Outpatient Visits	177,341	172,921	
Outpatient Surgery Cases	7,401	7,078	
Total Outpatient Visits	184,742	179,999	
Emergency Dept. Patients Treated	86,353	78,166	
Case Mix Index			
Medicare only	1.83	1.84	
All payors	1.72	1.75	
Source: Records of the Corporation			
*			

Management's Discussion and Analysis

The following discussion and analysis is on a consolidated basis which includes the consolidated operations and financial position of Orlando Health, Inc. and its Controlled Affiliates.

Quarter ended December 31, 2018 Compared to the Same Period of the Prior Year

Deficit of revenues, other support and gains over expenses and losses was \$8.4 million for the quarter ended December 31, 2018. Income from operations was \$75.6 million for the quarter, a \$204 thousand increase from the prior year period. Total unrestricted revenues decreased \$127.0 million from the prior year period, of which \$195.5 million was due to the exclusion of Lakeland Regional Health Systems (LRHS) as a controlled affiliate effective September 30, 2018. LRHS' income from operations was \$4.0 million for the quarter ended December 31, 2018.

Revenue, Utilization, and Payor Mix

Net patient service revenue for the quarter ended December 31, 2018 decreased \$126.6 million or 14.4% compared to the prior year period due to the exclusion of LRHS. Net patient service revenue of the Obligated Group increased \$62.2 million or 10.3% compared to the prior year period. This increase is primarily related to increased patient volumes.

Obligated Group admissions increased 6.1%, emergency patients treated increased 10.5%, and outpatient visits increased 2.6% compared to the prior year period.

Expenses

Total expenses for the quarter ended December 31, 2018 decreased \$127.2 million or 15.1% compared to the prior year period. The exclusion of LRHS resulted in a decrease in expense of \$191.4 million. Total expenses of the Obligated Group increased \$46.1 million or 8.6% compared to the prior year period. The increase in expenses corresponds to the increases in net patient revenue and volume increases in supply intensive service lines.

Changes in Cash, Investments and Accounts Receivable during the Quarter ended December 31, 2018

Unrestricted cash and investments decreased \$76.2 million or 3.5% during the current quarter due to unrealized investment losses for the quarter.

Accounts receivable increased \$838,000 or 0.2% during the current quarter. The Obligated Group's days of revenue in accounts receivable, based on one year of net patient service revenue, were 43.7 days at December 31, 2018, compared with 44.5 days at September 30, 2018.

Capital Expenditures

Construction-in-progress represents numerous construction and renovation projects. Estimated costs to complete these projects as of December 31, 2018, are approximately \$171.9 million which includes \$48.1 million for Freestanding ED-Seminole, \$10.7 million for UFHCC Lake Mary, \$15.0 million for Horizon West bed tower, and \$13.2 million for an on campus Skilled Nursing Facility at Health Central.