

ASSURE HOLDINGS CORP.

CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS
(expressed in United States Dollars, except where noted)

THREE AND NINE MONTHS ENDED SEPTEMBER 30, 2017 AND 2016

(Unaudited)

Notice of disclosure of non-auditor review of unaudited consolidated interim financial statements pursuant to National Instrument 51-102, Part 4, subsection 4.3(3)(a) issued by the Canadian Securities Administrators.

The accompanying unaudited condensed interim consolidated financial statements of Assure Holdings Corp. for the three and nine months ended September 30, 2017 and 2016 have been prepared in accordance with International Accounting Standard 34, Interim Financial Reporting as issued by the International Accounting Standards Board and are the responsibility of the Company's Management. The Company's independent auditors have not performed an audit or a review of these unaudited condensed interim consolidated financial statements.

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ASSURE HOLDINGS CORP.
Condensed Interim Consolidated Statements of Financial Position

	September 30, 2017 (unaudited)	December 31, 2016 (audited)
ASSETS		
Current assets		
Cash	\$ 776,835	\$ 88,883
Accounts receivable, net (Note 3 (a))	12,436,547	4,328,551
Deferred share issue costs	-	123,757
Prepaid expenses	244,109	-
Total current assets	13,457,489	4,541,191
Equity method investments (Note 4)	2,541,063	703,363
Due from related parties (Note 10)	581,019	23,450
Deferred tax asset (Note 12)	-	164,778
Equipment and furniture, net (Note 7)	354,247	265,657
Total assets	\$ 16,933,818	\$ 5,698,439
LIABILITIES AND SHAREHOLDERS' EQUITY		
LIABILITIES		
Current		
Accounts payable and accrued liabilities (Note 6)	\$ 2,179,019	\$ 817,928
Current portion of finance leases (Note 8)	96,195	44,370
Current income taxes payable (Note 12)	1,301,723	504,023
Note payable (Note 5)	-	184,658
Due to related parties (Note 10)	362,136	164,039
Total current liabilities	3,939,073	1,715,018
Finance leases, net of current portion (Note 8)	212,552	131,396
Provision for fair value of broker warrants (Note 11)	948,070	-
Deferred tax liability (Note 12)	346,214	-
Total liabilities	5,445,909	1,846,414
SHAREHOLDERS' EQUITY		
Capital stock (Note 11)	678,630	675,556
Additional paid-in capital (Note 11)	2,507,439	-
Contributed surplus (Note 11)	374,547	324,547
Retained earnings	7,927,293	2,851,922
Total shareholders' equity	11,487,909	3,852,025
Total liabilities and shareholders' equity	\$ 16,933,818	\$ 5,698,439

/s/ Preston Parsons
Board Signature

/s/ Matthew Willer
Board Signature

The accompanying notes are an integral part of the condensed interim consolidated financial statements.

ASSURE HOLDINGS CORP.
Condensed Interim Consolidated Statements of Income

	Nine months ended September 30, 2017 (unaudited)	Nine months ended September 30, 2016 (unaudited)	Three months ended September 30, 2017 (unaudited)	Three months ended September 30, 2016 (unaudited)
Revenue				
Out-of-Network fees	\$ 11,456,850	\$ 2,504,000	\$ 3,706,503	\$ 1,712,000
Contract fees	287,648	116,201	96,765	73,680
Total revenue	11,744,497	2,620,201	3,803,268	1,785,681
Cost of revenues	1,736,354	454,696	573,884	312,219
Gross margin	10,008,145	2,165,505	3,229,384	1,473,461
Operating expenses				
General and administrative	2,388,338	107,848	686,923	70,374
Depreciation	150,026	11,127	47,058	-
Sales and marketing	612,974	19,333	395,738	17,549
Total operating expenses	3,151,338	138,307	1,129,719	87,922
Earnings (loss) from operations	6,856,807	2,027,198	2,099,665	1,385,539
Other income/(expenses)				
Earnings from equity method investments	1,977,717	330,379	521,465	21,684
Provision for broker warrant fair value	(904,240)	-	(904,240)	-
Interest, net	(33,738)	(6,174)	(10,960)	(4,358)
Total other income/(expenses)	1,039,739	324,205	(393,734)	17,327
Income before income taxes	7,896,546	2,351,403	1,705,931	1,402,866
Income taxes	1,209,809	-	399,297	-
Net income	\$ 6,686,737	\$ 2,351,403	\$ 1,306,634	\$ 1,402,866
Basic earnings per common share	\$ 0.22	\$ 0.10	\$ 0.03	\$ 0.06
Fully diluted earnings per common share	\$ 0.20	\$ 0.09	\$ 0.03	\$ 0.05

The accompanying notes are an integral part of the condensed interim consolidated financial statements.

ASSURE HOLDINGS CORP.
Condensed Interim Consolidated Statements of Shareholders' Equity

	Number of shares issued and outstanding	Amount	Additional Paid-in capital	Contributed Surplus	Retained Earnings	Total
Balances, December 31, 2015 (unaudited)	22,961,037	\$ 555,556	\$ -	\$ -	\$ 152,153	\$ 707,709
Shares issued on private placement	1,038,963	120,000	-	-	-	120,000
Share compensation	-	-	-	324,547	-	324,547
Shareholder distributions	-	-	-	-	(1,314,010)	(1,314,010)
Net income	-	-	-	-	4,013,779	4,013,779
Balances, December 31, 2016	24,000,000	675,556	-	324,547	2,851,922	3,852,025
Shareholder distributions	-	-	-	-	(1,611,366)	(1,611,366)
Shares issued on private placement	6,392,060	2,371	2,192,834	-	-	2,195,205
Valuation of warrants issued in private placement	-	-	(130,570)	-	-	(130,570)
Share exchange Montreux Capital Corp	4,136,335	324	323,704	-	-	324,028
Exercise of warrants	226,990	227	121,623	-	-	121,850
Share compensation	-	-	-	50,000	-	50,000
Share issue costs	-	-	(152,000)	-	-	(152,000)
Finder's fee shares	400,000	152	151,848	-	-	152,000
Net income	-	-	-	-	6,686,737	6,686,737
Balances, September 30, 2017 (unaudited)	35,155,385	\$ 678,630	\$ 2,507,439	\$ 374,547	\$ 7,927,293	\$11,487,909

The accompanying notes are an integral part of the condensed interim consolidated financial statements

ASSURE HOLDINGS CORP.
Condensed Interim Consolidated Statements of Cash Flows

	For the nine months ended September 30, 2017 (unaudited)	For the nine months ended September 30, 2016 (unaudited)
Cash flows from operations		
Net income	\$ 6,686,737	\$ 2,351,403
Adjustments to reconcile to net cash provided by (used in) operating activities		
Earnings from equity method investments	(1,977,717)	(330,379)
Share based compensation	50,000	-
Depreciation	150,026	11,127
Provision for broker warrant fair value	904,240	-
Deferred income taxes, net	510,992	-
Change in operating assets and liabilities		
Accounts receivable	(8,107,992)	(2,543,470)
Prepaid expenses	(244,109)	(15,000)
Accounts payable and accrued liabilities	1,361,090	370,294
Due from related party	(557,569)	-
Current income taxes payable	797,700	-
Due to related parties	198,097	71,165
Cash provided by (used in) operating activities	(228,505)	(84,859)
Investing activities		
Purchase of equipment and furniture	(238,617)	(129,334)
Distributions received from equity method investments	140,016	150,000
Cash provided by (used in) investing activities	(98,601)	20,666
Financing activities		
Increase in finance leases	132,981	-
Proceeds from issuance of shares, net	2,527,404	-
Proceeds from exercise of warrants	26,940	-
Deferred share issue costs	123,757	-
Note payable (Note 5)	(184,658)	-
Shareholder distributions, net on contributions	(1,611,366)	111,560
Cash provided by (used in) financing activities	1,015,058	111,560
Increase in cash	687,952	47,367
Cash, beginning of period	88,883	-
Cash, end of period	\$ 776,835	\$ 47,367
Supplemental cash flow information		
Cash paid for interest	\$ 33,738	\$ -
Supplemental non-cash flow information		
Purchase of equipment with finance leases	123,373	-
Notes receivable from related parties	-	(510,000)

The accompanying notes are an integral part of the condensed interim consolidated financial statements.

1. Nature of Business

Assure Holdings, Inc. (the "Company"), was incorporated on November 7, 2016, under the laws of the state of Colorado and, through its wholly-owned subsidiaries Assure Neuromonitoring, LLC and Assure Networks, LLC, its principal business activities include the delivery of technical and professional surgical support services in connection with inter operative neuromonitoring procedures ("IONM"). Together, these two entities provide comprehensive risk mitigation services to make underlying surgeries safer.

Assure Neuromonitoring, LLC, formed on August 25, 2015, is the Company's technical IONM entity. This entity employs a technical staff that is deployed in operating rooms during surgeries. These employees utilize an industry standard, company-owned machine to read EEG and EMG signals during the underlying procedure. When a potential problem is spotted, the Company's technical employee alerts the surgeon to pre-emptively avoid damaging sensitive nerves.

Assure Networks, LLC, formed on November 7, 2016, is the Company's professional entity. This entity holds interests in numerous professional IONM entities that contract with offsite neurologists or readers to perform corresponding realtime evaluation of the same information being analyzed by the onsite technical employee. See Note 4 for further discussion.

Upon the completion of the qualifying transaction with Montreux, the surviving issuer was renamed Assure Holdings Corp. The Company was re-domiciled to Nevada May 16, 2017.

2. Statement of Compliance and Basis of Presentation

(a) Statement of compliance

These condensed interim consolidated financial statements have been prepared in accordance and compliance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB"). The Company has not presented financial statements for previous periods under any other basis of accounting. These condensed interim consolidated financial statements were approved by the Board of Directors on November 29, 2017.

(b) Basis of presentation

The condensed interim consolidated financial statements reflect the assets, liabilities, operations and cash flows of the Company on a continuity of interest basis and are comprised of the consolidated statements of financial position, income, shareholders' equity and cash flow as if the Company had operated during the periods presented.

These condensed interim consolidated financial statements have been prepared on a historical cost basis. In addition, these statements have been prepared using the accrual basis of accounting. These condensed interim consolidated financial statements, including comparatives, have been prepared on the basis of IFRS standards that are published at the time of preparation and that are effective or available for the Company's reporting date.

(c) Basis of consolidation

These condensed interim consolidated financial statements include the accounts of the Company and those of its subsidiaries in which it has a controlling financial interest, being Assure Neuromonitoring, LLC and Assure Networks, LLC. All inter-company transactions and accounts have been eliminated in consolidation.

For entities in which management has determined the Company does not have a controlling financial interest but has varying degrees of influence regarding operating policies of that entity, the Company's investment is accounted for using the equity method of accounting.

(d) Functional currency

The consolidated interim financial statements are presented in United States dollars, which is also the functional currency of each entity within the consolidated group.

(e) Reverse takeover

On July 20, 2016, the Company (or "Assure") entered into an Agreement with Montreux Capital Corp. ("Montreux") (TSXV: MRX.H), a "Capital Pool Company" under the policies of the TSX Venture Exchange (the "Exchange"). Subject to the terms and conditions of the Agreement and the satisfaction of certain conditions precedent, including due diligence and receipt of all necessary regulatory approvals, including Exchange approval, this Agreement fulfilled the requirements for Montreux's Qualifying Transaction. On March 26, 2017, the exchange approved the qualifying transaction and issued an exchange bulletin whereby the Company could commence trading on May 29, 2017 under the name "Assure Holdings Corp.". The exchange further advised that the resulting issuer ticker symbol would be converted to "IOM."

Following completion of the transaction, Montreux acquired all the outstanding shares of Assure Holdings, Inc. in exchange for post-consolidated common shares of Montreux and changed its name to "Assure Holdings Corp." The former shareholders of Assure Holdings, Inc. held approximately 68.5% of the common shares of the resulting Tier 2 Issuer. For reporting purposes, this business combination has been accounted for as a reverse takeover with Assure Holdings, Inc. being identified as the accounting acquirer.

Application of reverse takeover accounting will result in the following:

- (i) The consolidated financial statements of Company are issued under the name of Assure Holdings Corp. but are considered a continuation of the financial statements of Company.
- (ii) As Company is deemed to be the acquirer for accounting purposes, its assets and liabilities are included in the consolidated financial statements of the resulting issuer at their historical carrying values.

- (iii) Control of the net assets and operations of Montreux Capital Corp. will be deemed to be acquired by Company.

For the purpose of this transaction, the fair value of the net assets acquired are as follows:

Consideration	\$ 324,028
Fair Value	
Cash	\$ 173,334
Advances to Assure	184,658
Accounts payable and accrued liabilities	(33,964)
	\$ 324,028

3. Summary of Significant Accounting Policies

(a) Significant accounting estimates and judgments

The preparation of these condensed interim consolidated financial statements requires management to make judgments and estimates that affect the reported amounts of assets and liabilities at the date of the condensed interim consolidated financial statements and reported amounts of expenses during the reporting period. Actual outcomes could differ from these judgments and estimates. These condensed interim consolidated financial statements include judgments and estimates which, by their nature, are uncertain. The impacts of such judgments and estimates are pervasive throughout the consolidated financial statements, and may require accounting adjustments based on future occurrences.

Revisions to accounting estimates are recognized in the period in which the estimate is revised and also in future periods when the revision affects both current and future periods. Significant assumptions, judgments, and estimates that management has made at the end of the reporting period that could result in a material adjustment to the carrying amounts of assets and liabilities in the event that actual results differ from assumptions made, relate to, but are not limited to, the following:

- (i) Out-of-Network fees-Net patient service fee revenue and receivables

Net patient service fee revenue is recognized in the period in which IONM services are rendered, at net realizable amounts from third-party payors, when collection is reasonably assured and can be estimated. A substantial portion of our services are rendered on an out-of-network basis and billed to third-party insurers. Since allowable charges for services rendered out-of-network are not contractually based, the Company establishes an appropriate provision for contractual allowances by evaluating the payor mix, historical settlement and payment data

for a given payor, and current economic conditions to calculate an appropriate net realizable value for revenue and accounts receivables. These estimates are subject to ongoing monitoring and adjustment based on actual experience with final settlements and collections and management revises its revenue estimates as necessary in subsequent periods.

(ii) Contract revenue

The Company recognizes contract revenue from two customers, Centura and Health One, on a contractual basis. Revenue from services rendered is recorded after services are rendered. These contracted cases are billed on net 30-day terms and represent less than 5% of the Company's overall billings.

The Company also considers its collection and concentration risk of its receivables and evaluates the need for a provision for bad debts. Bad debt expense for the nine months ended September 30, 2017 was \$67,385 (September 30, 2016: \$Nil).

(b) Future changes in accounting standards not yet adopted

Certain pronouncements were issued by the IASB or the IFRIC that are mandatory for accounting periods on or after January 1, 2016 or later periods. Many are not applicable or do not have a significant impact to the Company and have been excluded. The following are not expected to be adopted prior to their effective dates, and are being evaluated to determine their impact on the Company.

IFRS 9 – Financial Instruments (“IFRS 9”) was initially issued by the IASB in November 2009 and issued in its completed version in July 2014 and will replace IAS 39 Financial Instruments: Recognition and Measurement (“IAS 39”). IFRS 9 uses a single approach to determine whether a financial asset is measured at amortized cost or fair value, replacing the multiple rules in IAS 39. The approach in IFRS 9 is based on how an entity manages its financial instruments in the context of its business model and the contractual cash flow characteristics of the financial assets. Most of the requirements in IAS 39 for classification and measurement of financial liabilities were carried forward unchanged to IFRS 9, except that an entity choosing to measure a financial liability at fair value will present the portion of any change in its fair value due to changes in the entity’s own credit risk in other comprehensive income, rather than within profit or loss. The new standard also requires a single impairment method to be used, replacing the multiple impairment methods in IAS 39. IFRS 9 is effective for annual periods beginning on or after January 1, 2018. Earlier adoption is permitted.

IFRS 15, - Revenue from Contracts with Customers (“IFRS 15”) is effective for periods beginning on or after January 1, 2018 and is to be applied retrospectively. IFRS 15 clarifies the principles for recognizing revenue from contracts with third-party payors. IFRS 15 will also result in enhanced disclosures about revenue, provide a) Future Changes in Accounting Standards not yet adopted guidance for transactions that were not previously addressed comprehensively (i.e. service revenue and contract modifications) and improve guidance for multiple-element arrangements. Management is in the process of determining the extent of the impact of adoption of IFRS 15.

IFRS 16 – Leases (“IFRS 16”), effective for annual periods beginning on or after January 1, 2019. The most significant change introduced by IFRS 16 is a single lessee accounting model, bringing leases on-balance sheet for lessees. IAS 1 – Presentation of Financial Statements (“IAS 1”) was amended in December 2014 in order to clarify, among other things, that information should not be obscured by aggregating or by providing immaterial information, that materiality consideration apply to all parts of the

financial statements and that even when a standard requires a specific disclosure, materiality considerations do apply.

IAS 16 - Property, Plant and Equipment and *IAS 38 Intangible Assets* were amended by the IASB in May 2014. Amendments clarify that the use of revenue-based methods to calculate the depreciation of an asset is not appropriate because revenue generated by an activity that includes the use of an asset generally reflects factors other than the consumption of the economic benefits embodied in the asset. The IASB also clarified that revenue is generally presumed to be an inappropriate basis for measuring the consumption of the economic benefits embodied in an intangible asset. This presumption, however, can be rebutted in certain limited circumstances. The effective date is for annual periods beginning January 1, 2016.

(c) Cash

All highly-liquid investments with an original maturity of three months or less at the date of acquisition are classified as cash.

(d) Furniture and equipment

Capital assets are stated at cost. Depreciation is calculated based upon the following useful life (in years):

	<u>Useful Life</u>
Medical equipment	2.5
Computer equipment	2
Furniture and fixtures	4

(e) Share-based compensation

The Company accounts for stock options using the fair value method by applying the Black-Scholes model. The estimated fair value of all stock options granted is recorded in the statement of income over their vesting periods except for amounts relating to agents' options on share issuances which are recorded as share issuance costs as outlined below.

(f) Share issuance costs

Costs attributable to the raising of capital are applied against the related share capital. Costs related to shares not yet issued are recorded as deferred share issuance costs. These costs are deferred until the issuance of shares to which the costs relate.

(g) Income taxes

The Company uses the liability method of accounting for income taxes. Deferred income tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statements carrying amounts of existing assets and liabilities and their respective tax bases. Deferred tax assets and liabilities are measured using the enacted or substantively enacted tax rates expected to apply when the asset is realized or the liability is settled. The effect on deferred tax assets or liabilities of a change in tax rates is recognized in income in the period that substantive enactment or enactment occurs.

Deferred income tax liabilities are recognized for all taxable temporary differences, except:

- Where the deferred income tax liability arises from the initial recognition of goodwill or of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit; and
- In respect of taxable temporary differences associated with investments in subsidiaries, and interests in joint ventures, where the timing of the reversal of the temporary differences can be controlled by the parent, or venture and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred income tax assets are recognized for all deductible temporary differences, carry forward of unused tax credits and unused tax losses, to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized, except:

- When results from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and
- In respect of deductible temporary differences associated with investments in subsidiaries, and interests in joint ventures, deferred income tax assets are recognized only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilized.

(h) Share purchase warrants

The share purchase warrants are considered a derivative liability, as the currency denomination of the exercise price is different from the functional currency of the Company. As a result, the fair value of the share purchase warrants is calculated on the issuance date using the Black-Scholes Option Pricing model. Any change in the fair value of the warrant subsequent to the initial recognition is recorded in profit or loss.

4. Equity Method Investment

Under the equity method, the investment is initially recorded at cost and the carrying value is adjusted thereafter to include the Company's pro rata share of earnings or loss of the investee. The amount of the adjustment is included in the determination of net earnings (loss) and the investment account is also increased or decreased to reflect the Company's share of capital transactions. Profit distributions received or receivable from an investee reduce the carrying value of the investment.

	December 31, 2016				September 30, 2017	
	(audited)	Share of Earnings	Distributions	(unaudited)		
Parker Professional Reading, LLC	\$ 29,385	\$ 392,581	\$ (37,197)	\$ 384,769		
Red State Reading, LLC	76,411	88,348	(13,677)	151,082		
Cover One Reading, LLC	(4,670)	214,264	(13,255)	196,339		
Cover Two Reading, LLC	29,338	42,497	-	71,835		
Cover Three Reading, LLC	123,310	211,476	(8,564)	326,222		
Boulder Professional Reading, LLC	49,231	57,671	(17,897)	89,005		
Denver Professional Reading, LLC	18,311	229,486	-	247,797		
Englewood Professional Reading, LLC	15,900	191,206	-	207,106		
Littleton Professional Reading, LLC	366,146	492,188	(49,426)	808,908		
Lone Tree Professional Reading, LLC	-	58,001	-	58,001		
	\$ 703,362	\$ 1,977,717	\$ (140,016)	\$ 2,541,063		

5. Note Payable

During October 2016, the Company received an unsecured, advance of \$184,658 USD (\$250,000 CAD) from Montreux Capital Corp., which was repaid on the completion of a business combination transaction described in Note 2.

6. Accounts Payable and Accrued Liabilities

The following table presents a summary of items comprising accounts payable and accrued liabilities as at September 30, 2017 and December 31, 2016:

	September 30, 2017		December 31, 2016	
	(unaudited)			
Trade payables	\$ 2,070,671	\$ 459,413		
Accrued salaries and benefits	13,589	59,988		
Accrued billing fees	94,758	298,527		
Total accounts payable and accrued liabilities	\$ 2,179,019	\$ 817,928		

7. Equipment and Furniture

Equipment and furniture, net consisted of the following as of September 30, 2017 and December 31, 2016:

	Medical equipment	Computer equipment	Furniture and fixtures	Total
Net book value, December 31, 2015 (unaudited)	\$ -	\$ -	\$ -	\$ -
Additions	314,002	10,187	7,961	332,150
Depreciation	(62,800)	(2,848)	(845)	(66,493)
Net book value, December 31, 2016 (audited)	251,202	7,339	7,116	265,657
Additions	201,981	3,147	33,488	238,616
Depreciation	(144,304)	(3,659)	(2,063)	(150,026)
Net book value, September 30, 2017 (unaudited)	\$ 308,879	\$ 6,827	\$ 38,541	\$ 354,247

Depreciation expense for the three and nine months ended September 30, 2017 was \$47,058 and \$150,026, respectively. Depreciation expense for the three and nine months ended September 30, 2016 was \$nil and \$11,127, respectively.

Medical equipment with a cost of \$413,822 was held under finance leases as of September 30, 2017. (\$208,387 as of December 31, 2016). Finance leases had accumulated depreciation of \$107,430 for the nine months ended September 30, 2017 (\$41,677 for the year ended December 31, 2016).

8. Finance Lease Obligations

The Company holds various finance leases for medical equipment which contain bargain purchase of options at the end of the lease terms with interest rates of 12% per annum. The remaining minimum finance lease obligations, with terms in excess of one-year subsequent to September 30, 2017, are as follows:

	September 30, 2017 (unaudited)	December 31, 2016
2017	\$ 36,699	\$ 63,311
2018	122,363	63,311
2019	122,363	63,311
2020	89,591	25,263
2021	15,100	-
Total minimum payments	386,116	215,196
Less: Amounts representing interest (12%)	(77,369)	(39,430)
Total finance lease obligations	\$ 308,747	\$ 175,766

9. Remuneration of Key Management Personnel

Key management includes members of the board, the Founder, Executive Chairman and Chief Executive Officer, the President and Corporate Secretary, and the Chief Financial Officer. The aggregate value of transactions and outstanding balances relating to key management personnel and entities over which they have control or significant influence, primarily consisting of cash payments and share compensation amounts, were as follows for the nine months ended September 30, 2017 and 2016:

	September 30, 2017 (unaudited)	September 30, 2016 (unaudited)	December 31, 2016 (audited)
Founder, Executive Chairman and Chief Executive Officer	\$ 641,212	\$ 30,000	\$ 1,730,457
President and Corporate Secretary	252,148	30,000	226,751
Chief Financial Officer	29,957	-	15,000
Independent Directors	12,500	-	-
	<u>\$ 923,317</u>	<u>\$ 60,000</u>	<u>\$ 1,972,208</u>

10. Related Party Transactions

	<u>September 30, 2017</u> (unaudited)	<u>December 31, 2016</u>
Due from Parker Professional Reading, LLC (a)	\$ 22,098	\$ -
Due from Denver Professional Reading, LLC (a)	48,978	-
Due from Englewood Professional Reading, LLC (a)	99,192	-
Due from Cover Three Reading (a)	-	23,450
Due from management (b)	402,747	-
Other	8,004	-
Due from related parties	<u>\$ 581,019</u>	<u>\$ 23,450</u>
Due to Parker Professional Reading, LLC (a)	\$ -	\$ 96,285
Due to Red State Reading, LLC (a)	127,814	40,000
Due to Littleton Professional Reading, LLC (a)	192,369	27,754
Due to Cover Three Reading (a)	32,180	-
Due to Boulder Professional Reading, LLC (a)	9,773	-
Due to related parties	<u>\$ 362,136</u>	<u>\$ 164,039</u>

- (a) Amount due from or to a “Provider Network Entity” or “PNE” is interest-free and subject to repayment within one year.

Compensation to family members of the Company’s Founder and Executive Chairman for business development services and patient advocate services rendered during the three and nine months ended September 30, 2017 totaled \$53,277 and \$101,277, respectively. There was no such compensation

during the same period in 2016. As of September 30, 2017, \$1,584 (December 31, 2016: \$10,637) is included in accounts payable and accrued liabilities.

The Company has a month-to-month lease agreement with one of the shareholders. Related party rent expense for the three and nine months ended September 30, 2017 was \$9,540 and \$18,976, respectively, and \$Nil for the three and nine months ended September 30, 2016.

- (b) Amount due from management is related to personal expenses paid during the transition from a private to public Company to be repaid on a short term basis.

11. Share Capital

- (a) Authorized: 100,000,000 common shares
- (b) Issued and outstanding – common shares

	Number of shares issued and outstanding	Amount	Additional Paid-in capital
Balances, December 31, 2015 (unaudited)	22,961,037	\$ 555,556	\$ -
Shares issued on private placement	1,038,963	120,000	-
Balances, December 31, 2016	24,000,000	675,556	-
Shares issued on private placement	6,392,060	2,371	2,192,834
Valuation of warrants issued in private placement	-	-	(130,570)
Share exchange Montreux Capital Corp	4,136,335	324	323,704
Exercise of warrants	226,990	227	121,623
Share issue costs	-	-	(152,000)
Finder's fee shares	400,000	152	151,848
Balances, September 30, 2017 (unaudited)	35,155,385	\$ 678,630	\$ 2,507,439

- (i) On August 25, 2015, Assure Neuromonitoring, LLC (“Assure”) was formed as a limited liability company upon filing the Articles of Organization with the Colorado Secretary of State for total issued and outstanding units of 22,961,037 Class A Units.
- (ii) During August 2016, Assure closed a non-brokered private placement of 1,038,963 Class A Units at \$0.1155 per Unit for gross proceeds of \$120,000. On November 7, 2016, and upon filing Articles of Incorporation with the Colorado Secretary of State, 24,000,000 Class A Units of Assure were exchanged for 24,000,000 common shares of Assure Holdings, Inc.
- (iii) On March 2, 2017, the Company closed a brokered private placement and issued an aggregate of 6,392,060 subscription receipts (each a “Subscription Receipt” and collectively, the “Subscription Receipts”) at a price of \$0.50 CAD (the “Offering Price”) per Subscription Receipt for gross proceeds of \$3,196,030 CAD, or approximately \$2,386,092 USD (the “Offering”). Each Subscription Receipt will entitle the holder thereof to receive one post-consolidated share of Montreux (following a three-for-one consolidation) upon closing of

Montreux’s acquisition of all of the outstanding shares of the Company. The Agent received a cash commission equal to 8% of the gross proceeds of the Offering, and 459,600 warrants of the Company equal to approximately 8% of the number of Subscription Receipts issued under the Offering (the “Broker Warrants”). The Broker Warrants will be exercisable at the Offering Price for a period of 24 months from the date of issuance thereof.

- (iv) During June 2017, 173,110 broker warrants issued by Montreux Capital Corp. were exercised at a price of \$0.05 CAD per share.
- (v) During the nine months ended September 30, 2017, 53,880 broker warrants issued by Assure Capital Corp. were exercised at a price of \$0.50 CAD per share.
- (vi) 400,000 shares were issued to an intermediary as a finder’s fee in connection with the reverse takeover transaction between the Company and Montreux Capital Corp.

(c) Stock options

On August 25, 2015, Assure Neuromonitoring, LLC’s Board of Directors approved the 2015 Stock Option Plan which provides for the award of stock option awards for up to an aggregate of 3,000,000 shares of common stock with an exercise price of \$.037 USD, a 10-year expiration, and immediate vesting. On November 7, 2016, in conjunction with formation of the C Corporation of Assure Holdings, Inc., the stock options were cancelled and reissued with Assure Holdings, Inc. The terms were kept consistent and the reissuance resulted in compensation expense of \$324,547 being recognized at December 31, 2016. The shares of common stock underlying any awards that are forfeited, canceled, reacquired by Assure prior to vesting, satisfied without any issuance of stock, expire or are otherwise terminated (other than by exercise) under the 2015 Plan will be added back to the shares of common stock available for issuance under the 2015 Plan.

The weighted average exercise price of options outstanding and of options exercisable as of September 30, 2017, is as follows:

	<u>2017</u>		<u>December 31,</u>	
	<u>Weighted</u>		<u>2016</u>	
	<u>Average</u>		<u>Weighted Average</u>	
	<u>Number</u>	<u>Exercise Price</u>	<u>Number</u>	<u>Exercise Price</u>
Outstanding - Beginning of period	3,000,000	0.05	-	-
Granted	200,000	0.37	3,000,000	0.05
Outstanding - End of period	3,200,000	0.07	3,000,000	0.05
Exercisable - End of period	3,050,000	0.05	3,000,000	0.05

As of September 30, 2017, the Company had the following stock options outstanding:

<u>Number of Options</u>		<u>Exercise Price</u>	<u>Expiry Date</u>	<u>Number of Options</u>		<u>Weighted Average</u>
<u>Outstanding</u>				<u>Exercisable</u>	<u>Remaining Life</u>	
3,000,000	\$	0.05	November 7, 2026	3,000,000		9.11
200,000	\$	0.37	May 25, 2027	50,000		9.65
3,200,000	\$	0.07		3,050,000		9.12 years

(d) Share purchase warrants

As at September 30, 2017, 405,720 share purchase warrants, each entitling the holder to purchase one common share at an exercise price of C\$0.50 per share until May 24, 2019, were outstanding. The share purchase warrants were issued as part of the private placement discussed above. The following is a summary of share purchase warrant activity for the nine months ended September 30, 2017:

	Number	Exercise Price	Expiry Date
Balance at December 31, 2016	-	-	
Issued	459,600	\$ 0.388	May 2019
Exercised	(53,880)	\$ 0.388	
Balance at September 30, 2017	405,720	\$ 0.388	

The share purchase warrants are considered a derivative liability, as the currency denomination of the exercise price is different from the functional currency of the Company. As a result, the fair value of the share purchase warrants is calculated on the issuance date using the Black-Scholes Option Pricing model. Any change in the fair value of the warrant subsequent to the initial recognition is recorded in profit or loss. The fair value of the share purchase warrant liability as at September 30, 2017 was \$948,070. Changes in the Company's share purchase warrant liability for the nine months ended September 30, 2017 is as follows:

Balance at December 31, 2016	-
Issuance of warrants	130,570
Exercised warrants	(86,740)
Loss on revaluation	904,240
Balance at September 30, 2017	948,070

The fair value of the share purchase warrants granted for the nine months ended September 30 2017 was estimated at the issuance date using the Black-Scholes Option Pricing Model. The assumptions used for the Black-Scholes Option Pricing model to value the warrant liability were as follows:

	At September 30, 2017	At issuance
Risk free rate of return	1.90%	1.90%
Expected life	1.65 years	2 years
Expected volatility	92%	143%
Expected dividend per share	nil	nil

(e) Earnings per share

The following table sets forth the computation of basic and fully diluted loss per common share for the nine months ended September 30, 2017 and 2016:

	September 30, 2017 (unaudited)	September 30, 2016 (unaudited)
Income attributable to common shareholders		
Basic	\$ 6,686,737	\$ 2,351,403
Weighted average common share outstanding	30,413,426	24,000,000
Basic earnings per common share	\$ 0.22	\$ 0.10
Income attributable to common shareholders		
Basic	\$ 6,686,737	\$ 2,351,403
Weighted average comon shares outstanding	30,413,426	24,000,000
Dilutive effect of stock options and warrants	3,602,720	3,000,000
Weighted average comon shares outstanding assuming dilution	34,016,146	27,000,000
Fully diluted earnings per common share	\$ 0.20	\$ 0.09

12. Income Taxes

(a) Income tax expense and Deferred Tax Assets for the nine-month period ended September 30, 2017:

	September 30, 2017 (unaudited)	September 30, 2016 (unaudited)
Income tax expense		
Federal	\$ 1,209,809	\$ -
	<u>\$ 1,209,809</u>	<u>\$ -</u>
Deferred Tax Assets:		
	September 30, 2017 (unaudited)	December 31, 2016 (audited)
Federal	\$ -	\$ 151,732
State	-	13,046
	<u>\$ -</u>	<u>\$ 164,778</u>
Deferred Tax Liabilities:		
Federal	\$ 346,214	\$ -
	<u>\$ 346,214</u>	<u>\$ -</u>

(b) Recognized deferred tax assets and liabilities:

The Company accounts for income taxes in accordance with IFRS under IAS 12, Income Taxes. Under IAS 12, a deferred tax asset or liability is recognized to the extent that realizing them is probable. The Company has had an effective tax rate of below 11% since its incorporation due to first year expenses and the component of cash it has collected. This number can be expected to increase over time.

13. Capital Management

The Company's objective in managing capital is to safeguard its ability to continue as a going concern and to sustain future development and expansion of the business. The objective is achieved by retaining adequate equity to provide for the possibility that cash flows from assets will not be sufficient to meet future cash flow requirements. In order to maintain or adjust its capital structure, the Company may issue new shares or obtain financing as needed.

14. Financial Instruments

The Company's principal financial instruments consist of cash, trade and other receivables, trade and other payables, and finance leases. The carrying amounts of the Company's cash, receivables, and payables, as reflected in the consolidated financial statements approximate fair value due to the short-term maturity of these items. The other long-term instruments approximate their carrying amounts as assessed by management.

The Company's financial instruments are exposed to certain financial risks, including concentration risk, liquidity risk, and market risk.

(a) Concentration risk

Concentration risk is the risk of financial loss to the Company if the counterparty to a financial instrument fails to meet its contractual obligations and arises principally from the Company's cash and trade receivables. The carrying amount of the financial assets represents the maximum credit exposure.

The Company limits its exposure to concentration risk on cash by placing these financial instruments with high-credit, quality financial institutions and only investing in liquid, investment grade securities.

The Company has a number of individual third-party payors and no individual third-party insurers represents a concentration risk. Net patient service fee revenue is recognized in the period in which IONM services are rendered, at net realizable amounts from third-party payors, when collection is reasonably assured and can be estimated. A substantial portion of our services are rendered on an out-of-network basis and billed to third-party insurers. Since allowable charges for services rendered out-of-network are not contractually based, the Company establishes an appropriate provision for contractual allowances by evaluating the payor mix, historical settlement and payment data for a given payor, and current economic conditions to calculate an appropriate net realizable value for revenue and accounts receivables. These estimates are subject to ongoing monitoring and adjustment based on actual experience

with final settlements and collections and management revises its revenue estimates as necessary in subsequent periods.

(b) Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they are due and arises from the Company's management of working capital. The Company ensures that there is sufficient liquidity to meet its short-term business requirements, taking into account its anticipated cash flows from operations and its holdings of cash. The Company believes that there are currently no concerns of its ability to meet its liabilities as they become due for the foreseeable future. The relative maturity in respect of contractual and legal obligations is set out below:

September 30, 2017 (unaudited)					
	<u>Total</u>	<u>Less than 1 year</u>	<u>1 - 3 years</u>	<u>4 - 5 years</u>	<u>Over 5 years</u>
Trade and other payables	\$ 2,179,019	\$ 2,179,019	\$ -	\$ -	\$ -
Capital leases	308,707	96,195	212,512	-	-
	\$ 2,487,726	\$ 2,275,214	\$ 212,512	\$ -	\$ -
December 31, 2016					
	<u>Total</u>	<u>Less than 1 year</u>	<u>1 - 3 years</u>	<u>4 - 5 years</u>	<u>Over 5 years</u>
Trade and other payables	\$ 817,928	\$ 817,928	\$ -	\$ -	\$ -
Capital leases	215,196	63,311	151,885	-	-
Short-term loan	184,658	184,658	-	-	-
	\$ 1,217,782	\$ 1,065,897	\$ 151,885	\$ -	\$ -

(c) Market risk

Market risk is the risk that changes in the market prices, such as interest rates, will affect the Company's income or the value of the financial instruments held. The Company's policy is to invest cash at floating rates of interest, in order to maintain liquidity, while achieving a satisfactory return for the Company. Fluctuations in the interest rates impact the value of cash but such fluctuations will have no significant impact to the Company's financial instruments.

15. Segmented Information

The Company operates in two segments: professional fees and technical fees. The Company's services are sold nationally directly through the Company. Management has chosen to organize the Company around these segments. Accounting policies for these segments are the same as those described in Note 3. The Company evaluates segment performance based on segment income or loss before income taxes. A summary of the business segment information for the nine months ended September 30, 2017 and 2016 is as follows:

	Nine months ended September 30, 2017 (unaudited)		
	Professional	Technical	Total
Revenues			
Out-of-Network fees	\$ 1,194,783	\$ 10,262,067	\$ 11,456,850
Contract fees	-	287,648	287,648
Cost of revenues	68,946	1,667,408	1,736,354
Gross profit	1,125,837	8,882,307	10,008,144
General and administrative	-	2,388,338	2,388,338
Depreciation expense	-	150,026	150,026
Sales and marketing	-	612,974	612,974
Income (loss) from operations	1,125,837	5,730,969	6,856,806
Interest	-	(33,738)	(33,738)
Income (loss) before share of equity income of PNEs	1,125,837	5,697,232	6,823,068
Share of equity income in PNEs	1,013,918	963,798	1,977,717
Income before other	2,139,755	6,661,030	8,800,785
Loss on warrant liability	-	(904,240)	(904,240)
Income (loss) before income taxes	\$ 2,139,755	\$ 5,756,790	\$ 7,896,545
Other data:			
Income tax expense	\$ 126,166	\$ 1,083,643	\$ 1,209,809
Capital expenditures	\$ -	\$ -	\$ -
Total assets	\$ 4,285,672	\$ 12,648,146	\$ 16,933,818
Total liabilities	\$ 90,123	\$ 5,355,786	\$ 5,445,909

	Nine months ended September 30, 2016 (unaudited)		
	Professional	Technical	Total
Revenues			
Out-of-Network fees	\$ 120,000	\$ 2,384,000	\$ 2,504,000
Contract fees	-	116,201	116,201
Cost of revenues	189,440	265,256	454,696
Gross profit	(69,440)	2,234,945	2,165,505
General and administrative	-	107,848	107,848
Depreciation expense	-	11,127	11,127
Sales and marketing	-	19,333	19,333
Income (loss) from operations	(69,440)	2,096,638	2,027,198
Interest	-	(6,174)	(6,174)
Income (loss) before share of equity income of PNEs	(69,440)	2,090,464	2,021,024
Share of equity income in PNEs	330,379	-	330,379
Income (loss) before income taxes	\$ 260,939	\$ 2,090,464	\$ 2,351,403
Other data:			
Income tax expense	\$ -	\$ -	\$ -
Capital expenditures	\$ -	\$ -	\$ -
Total assets	\$ 378,087	\$ 3,379,116	\$ 3,757,203
Total liabilities	\$ -	\$ 586,532	\$ 586,532

16. Commitments and Contingencies

The Company is a party to a variety of agreements in the ordinary course of business under which it may be obligated to indemnify third parties with respect to certain matters. These obligations include, but are not limited to contracts entered into with physicians where the Company agrees, under certain circumstances, to indemnify a third party, against losses arising from matters including but not limited to medical malpractice and other liability. The impact of any such future claims, if made, on future financial results is not subject to reasonable estimation because considerable uncertainty exists as to final outcome of these potential claims.

The Company has entered into an agreement with two executives that defines a bonus share threshold. Should the Company meet or exceed a 2017 fiscal year EBITDA threshold of \$7,500,000 CAD, the Company will issue 6,000,000 Common shares of the surviving issuer at the trailing 30-day average closing price (ACP). The Company has entered into an agreement with Sequoia Partners Inc. for various capital market advisory services. Based on the current financial statements as of September 30, 2017, it is likely that the bonus shares will be issued in 2018.

The Company entered into a 6 month contract with the Liolios group for capital market advisory services. Consideration of \$6,000 USD per month per month for 6 months in cash and 60,000 stock options with an exercise price of \$3.75 CAD were granted. After 6 months, the obligation becomes a month to month obligation at \$8,000 USD per month