Atlantic General Hospital Corporation

Audited Consolidated Financial Statements (Restated)

Years Ended June 30, 2015 and 2014

DIXON HUGHES GOODMAN LLP

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Independent Auditors' Report

Board of Trustees
Atlantic General Hospital Corporation
Berlin, Maryland

We have audited the accompanying consolidated financial statements of Atlantic General Hospital Corporation (the Corporation), which comprise the consolidated balance sheets as of June 30, 2015 and 2014, and the related consolidated statements of operations, changes in net assets, and cash flows for the years then ended and the related notes to the consolidated financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these consolidated financial statements 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 consolidated financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

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

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the consolidated financial statements 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 entity's 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 consolidated financial statements.

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 consolidated financial statements referred to above present fairly, in all material respects, the financial position of Atlantic General Hospital Corporation as of June 30, 2015 and 2014, and the results of its operations and cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

DIXON HUGHES GOODMAN LLP

Report on Supplementary Information

Our audits were conducted for the purpose of forming an opinion on the consolidated financial statements as a whole. The 2015 consolidating information on pages 30-32 is presented for purposes of additional analysis of the consolidated financial statements rather than to present the financial position, results of operations, and cash flows of the individual companies, and is not a required part of the financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The 2015 information has been subjected to the auditing procedures applied in the audit of the 2015 consolidated financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the 2015 information is fairly stated in all material respects in relation to the 2015 financial statements as a whole.

Emphasis of a matter

As discussed in Note 11 to the consolidated financial statements, the 2015 and 2014 consolidated financial statements have been restated to correct a misstatement. Our opinion has not been modified with respect to that matter.

Dixon Hughes Goodman LLP

Rockville, Maryland
October 28, 2015, except for Note 11 as to which the date is January 25, 2016

Atlantic General Hospital Corporation
Consolidated Balance Sheets (Restated)
June 30, 2015 and 2014

	2015	2014
ASSETS		
Current assets:		
Cash and cash equivalents	$ 13,382,318	$ 15,415,417
Investments	7,188,539	2,065,709
Patient accounts receivable, less uncollectible accounts of $4,497,207 and $4,486,680 for 2015 and 2014, respectively	9,856,296	9,199,195
Supply inventory	2,347,826	2,415,384
Prepaid expenses and other current assets	2,182,200	2,209,853
Total current assets	34,957,179	31,305,558
Land, buildings and equipment	48,387,648	47,337,098
Other assets:		
Assets whose use is limited		
Cash and cash equivalents restricted by donor	33,284	215,634
Cash and cash equivalents internally designated for a future endowment	63,028	56,915
Investments internally designated for a future endowment	3,344,970	3,506,655
Swap contracts	28,780	98,730
Long-term investments	7,696	7,696
Deferred financing costs, less accumulated amortization of $301,183 and $269,726 for 2015 and 2014, respectively	355,138	369,382
Other noncurrent assets	4,094,555	3,760,250
Total other assets	7,927,451	8,015,262
Total assets	$ 91,272,278	$ 86,657,918

LIABILITIES AND NET ASSETS	**2015**	**2014**
Current liabilities:		
Accounts payable and accrued expenses	**$ 9,202,132**	$ 6,099,600
Salaries, wages, and related items	**4,902,839**	4,469,380
Interest payable	**48,020**	51,792
Advances from third party payers	**765,725**	694,563
Current portion of long-term debt	**2,046,565**	2,116,602
Total current liabilities	**16,965,281**	13,431,937
Noncurrent liabilities:		
Long-term debt, less portion classified as current liability	**22,491,455**	24,331,006
Other liabilities	**5,778,541**	5,152,197
Total liabilities	**45,235,277**	42,915,140
Net assets:		
Unrestricted		
General	**42,537,089**	39,674,944
Board-designated	**3,407,998**	3,563,570
Temporarily restricted	**91,914**	504,264
Total net assets	**46,037,001**	43,742,778
Total liabilities and net assets	**$ 91,272,278**	$ 86,657,918

Atlantic General Hospital Corporation
Consolidated Statements of Operations (Restated)
Years Ended June 30, 2015 and 2014

	2015	2014
Operating revenue:		
Net patient service revenue, net of contractual allowances and discounts	**$ 108,911,468**	$ 102,560,105
Provision for bad debts	**(2,794,123)**	(4,926,326)
Net patient service revenue, net of provision for bad debts	**106,117,345**	97,633,779
Other operating revenue	**2,887,758**	2,304,846
Total operating revenue	**109,005,103**	99,938,625
Operating expenses:		
Salaries	**46,650,351**	43,623,967
Employee benefits and other related expenses	**9,981,057**	10,745,537
Professional fees and contracted services	**13,437,708**	13,871,670
Supplies and other expense	**22,987,575**	19,226,993
Utilities	**1,360,317**	1,348,159
Maintenance and repairs	**4,633,034**	3,802,070
Insurance	**1,808,916**	1,563,039
Interest	**850,254**	800,106
Depreciation	**6,427,059**	6,469,880
Amortization	**34,332**	26,979
Total operating expenses	**108,170,603**	101,478,400
Income (loss) from operations	**834,500**	(1,539,775)
Other income:		
Investment income	**744,525**	537,178
Net unrealized gains (losses) on trading portfolio	**(358,043)**	300,809
Other	**1,309,954**	1,773,632
Total other income	**1,696,436**	2,611,619
Revenue and gains in excess of expenses	**$ 2,530,936**	$ 1,071,844

The accompanying notes are an integral part of these consolidated financial statements.

Atlantic General Hospital Corporation
Consolidated Statements of Change in Net Assets (Restated)
Years Ended June 30, 2015 and 2014

	Year Ended June 30, 2015		
	Unrestricted	**Temporarily Restricted**	**Total**
Nets assets - beginning of year	$ 43,238,514	$ 504,264	$ 43,742,778
Revenue and gains in excess of expenses	2,530,936	-	2,530,936
Restricted contributions	-	124,867	124,867
Net assets released from restrictions used for operations	-	(361,580)	(361,580)
Net assets released from restrictions used for capital acquisitions	175,637	(175,637)	-
Change in net assets	2,706,573	(412,350)	2,294,223
Net assets - end of year	$ 45,945,087	$ 91,914	$ 46,037,001

	Year Ended June 30, 2014		
	Unrestricted	**Temporarily Restricted**	**Total**
Net assets - beginning of year - original	$ 41,615,824	$ 314,508	$ 41,930,332
Prior period adjustment	(310,204)	-	(310,204)
Net assets - beginning of year - restated	41,305,620	314,508	41,620,128
Revenue and gains in excess of expenses	1,071,844	-	1,071,844
Restricted contributions	-	451,708	451,708
Other	(53,364)	-	(53,364)
Net assets released from restrictions used for operations	-	(97,538)	(97,538)
Net assets released from restrictions used for capital acquisitions	914,414	(164,414)	750,000
Change in net assets	1,932,894	189,756	2,122,650
Net assets - end of year - restated	$ 43,238,514	$ 504,264	$ 44,052,982

Atlantic General Hospital Corporation
Consolidated Statements of Cash Flows (Restated)
Years Ended June 30, 2015 and 2014

	2015	2014
Cash flows from operating activities and other gains		
Change in net assets	$ 2,294,223	$ 2,122,650
Adjustments to reconcile change in net assets to net cash and cash equivalents provided by operating activities and other gains:		
Depreciation and amortization expense	6,461,391	6,496,859
Provision for bad debts	2,794,123	4,926,326
Recognition of change in fair value of swap contract	69,950	53,363
Realized gain on sale of investments	(381,690)	(255,856)
Unrealized losses (gains) on trading portfolio	358,043	(300,809)
Gain on sale of equipment	(649,143)	(31,065)
Contribution of capital assets	-	(900,000)
Changes in operating assets and liabilities:		
Decrease (increase) in:		
Patient accounts receivable, net	(3,451,224)	(5,367,341)
Supply inventory	67,558	(452,117)
Prepaid expenses and other current assets	27,653	(111,559)
Increase (decrease) in:		
Accounts payable and accrued expenses	1,104,631	(61,181)
Salaries, wages and related items	433,459	47,095
Interest payable	(3,772)	(5,688)
Third party advances	71,162	(12,700)
Other liabilities	292,039	15,300
Net cash and cash equivalents provided by operating activities and other gains	9,488,403	6,163,277
Cash flows from investing activities		
Net purchase of trading investments	(4,937,498)	(91,117)
Proceeds from sale of equipment	649,143	31,065
Net purchase of land, building, and equipment	(5,479,708)	(8,411,871)
Net cash and cash equivalents used in investing activities	(9,768,063)	(8,471,923)

	2015	2014
Cash flows from financing activities		
Payments on long-term debt	**$ (2,780,815)**	$ (2,037,492)
Proceeds from long-term debt	**871,227**	3,716,557
Payments for financing costs	**(20,088)**	(104,014)
Net cash and cash equivalents provided by (used in) financing activities	**(1,929,676)**	1,575,051
Net change in cash and cash equivalents	**(2,209,336)**	(733,595)
Cash and cash equivalents at beginning of year	**15,687,966**	16,421,561
Cash and cash equivalents at end of year	**$ 13,478,630**	$ 15,687,966
Supplemental cash flow disclosure		
Interest paid	**$ 854,026**	$ 806,597
Supplemental schedule of noncash transactions		
Contributed capital assets	**$ -**	$ 900,000

Notes to Consolidated Financial Statements

1. Organization and Nature of Activities

Atlantic General Hospital Corporation (the Corporation) is a non-stock, non-profit Maryland Corporation organized on April 4, 1989, primarily for the purpose of constructing, owning and operating Atlantic General Hospital (the Hospital) in Worcester County, Maryland. On May 21, 1993, the Hospital commenced operations as a full-service acute care inpatient and outpatient health care facility. Admitting physicians are primarily practitioners in the local area. Prior to May 21, 1993, the Corporation's primary activity was the planning and development of the Hospital. During 2006, the Corporation formed Atlantic ImmediCare, LLC (the LLC), for the purpose of providing urgent care services to area residents and visitors. For tax purposes, the Corporation considers Atlantic ImmediCare, LLC to be a "disregarded entity". On June 30, 2015, the Corporation elected to dissolve the LLC. The operations of the LLC will be combined with the Hospital's.

2. Summary of Significant Accounting Policies

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 assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Basis of Presentation

The Corporation prepares its consolidated financial statements using the accrual basis of accounting. The consolidated financial statements of the Corporation include the accounts of the Hospital and the LLC. All significant intercompany transactions have been eliminated.

Board-Designated Unrestricted Net Assets

Board-designated unrestricted net assets represent assets whose use by the Hospital has been designated by the Board of Trustees for a particular purpose. The Board of Trustees may remove or modify the designations at any time. The board-designated assets were a result of the Hospital being named beneficiary in a portion of an estate pursuant to a will in 2001. Board-designated unrestricted net assets as of June 30, 2015 and 2014 are reported as cash and cash equivalents and investments internally designated for a future endowment in the accompanying consolidated balance sheets and are comprised of the following:

	2015	2014
Cash and cash equivalents	$ 63,028	$ 56,915
Investments	3,344,970	3,506,655
	$ 3,407,998	$ 3,563,570

The Hospital's Board of Trustees has determined that any investment income on the future endowment will be internally designated by using a three year rolling average market value method, of which 3% annually can be used to fund physician practice development.

Temporarily Restricted Net Assets

Temporarily restricted net assets are those whose use by the Hospital has been limited by donors or grantors to a specific time period or purpose. Temporarily restricted net assets as of June 30 are restricted for community and education programs and operations.

Donor-Restricted Gifts

Unconditional promises to give cash and other assets to the Hospital are reported at fair value at the date the promise is received. Conditional promises to give and indications of intentions to give are reported at fair value on the earlier of the date the condition is satisfied or the gift is received. The gifts are reported as either temporarily or permanently restricted support if they are received with donor stipulations that limit the use of the donated assets. When a donor restriction expires, that is, when a stipulated time restriction ends or purpose restriction is accomplished, temporarily restricted net assets are reclassified as unrestricted net assets and reported in the consolidated statements of operations as net assets released from restrictions. Donor-restricted contributions whose restrictions are met within the same year as received are reported as unrestricted revenue and support in the accompanying consolidated financial statements.

Risk Factors

The Hospital's ability to maintain and/or increase future revenues could be adversely affected by: (1) the growth of managed care organizations promoting alternative methods for health care delivery and payment of services such as discounted fee-for-service networks and capitated fee arrangements (the rate setting process in the State of Maryland prohibits hospitals from entering into discounted fee arrangements, however, managed care contracts may provide for exclusive service arrangements); (2) proposed and/or future changes in the laws, rules, regulations, and policies relating to the definition, activities, and/or taxation of not-for-profit tax-exempt entities; (3) the outcome of the federal budget debate, and the enactment into law of all or any part of the current budget resolutions under consideration by Congress related to Medicare and Medicaid reimbursement methodology and/or further reductions in payments to hospitals and other health care providers; (4) the ultimate impact of the federal Patient Protection and Affordable Care Act and the Health Care and Education Affordability Reconciliation Act of 2010 (5) the future of Maryland's certificate of need program, where future deregulation could result in the entrance of new competitors, or future additional regulation may eliminate the Hospital's ability to expand or add new services; and (6) the future of the Maryland Health Services Cost Review Commission's authority to regulate rates, where future changes could result in reductions to revenues since payers would be free to negotiate discounts not currently allowed.

The Joint Commission, a non-governmental privately owned entity, provides accreditation status to hospitals and other health care organizations in the United States of America. Such accreditation is based upon a number of requirements including undergoing periodic surveys conducted by Joint Commission personnel. Certain managed care payers require hospitals to have appropriate Joint Commission accreditation in order to participate in those programs. In addition, the Center for Medicare and Medicaid Services of the U.S. Department of Health and Human Services (CMS), the agency with oversight of the Medicare and Medicaid programs, provides "deemed status" for facilities having Joint Commission accreditation. In other words, by being Joint Commission accredited, facilities are "deemed" to be in compliance with the Medicare and Medicaid conditions of participation. Termination as a Medicare provider or exclusion from any or all of these programs/payers would have a materially negative impact on the future financial position, operating results and cash flows of the Corporation. The Hospital has been accredited by the Joint Commission through September 14, 2015. In September 2015, the Joint Commission completed their survey and the Hospital expects to receive accreditation through September 2018.

The Medicare and Medicaid reimbursement programs represent a substantial portion of the Corporation's revenues. The Corporation's operations are subject to numerous laws and regulations of federal, state and local governments. These laws and regulations include, but are not necessarily limited to, matters such as licensure, accreditation, government health care program participation requirements, reimbursement for patient services and Medicare and Medicaid fraud and abuse.

Cash and Cash Equivalents

The Corporation invests excess cash in financial instruments, which are converted into cash as needed to meet the Corporation's obligations. Cash equivalents are highly liquid financial instruments with original maturities of less than three months or containing provisions for early redemption without penalty, and are recorded at cost, which approximates fair market value. The Corporation has cash holding in commercial banks that routinely exceed the Federal Deposit Insurance Corporation maximum insurance limit of $250,000.

The composition of cash and cash equivalents at June 30 is as follows:

	2015	2014
Cash and cash equivalents, classified as a current asset	$ 13,382,318	$ 15,415,417
Amounts restricted by donor	33,284	215,634
Amounts internally designated for a future endowment	63,028	56,915
Total cash and cash equivalents (as reported in the accompanying consolidated statements of cash flows)	$ 13,478,630	$ 15,687,966

Investments

Investments are measured at fair value in the consolidated balance sheets based on quoted market prices. Investment income or loss (including realized gains and losses on investments, interest and dividends) is included in other income, unless the income or loss is restricted by donor or law. Other investments represent charitable gift annuities recorded at the present value of the expected gift and investment in a captive insurance company.

The composition of investments at June 30 is as follows:

	2015	2014
Investments:		
Common stock	$ 3,212,253	$ 2,020,568
Mutual funds	5,897,563	1,903,546
Fixed maturity	1,403,693	1,628,250
	10,513,509	5,552,364
Other	27,696	27,696
	10,541,205	5,580,060
Less investments internally designated for a future endowment	3,344,970	3,506,655
Less long-term investments	7,696	7,696
Undesignated investments	$ 7,188,539	$ 2,065,709

Investment return for the years ended June 30 consists of:

	2015	2014
Interest and dividends	$ 362,835	$ 281,322
Realized gains	381,690	255,856
	$ 744,525	$ 537,178

During 2008, the Corporation joined Maryland e-Care, LLC, a joint venture formed by six Maryland hospitals to provide remote monitoring technology with clinical decision support and physician/nursing services for their use in the intensive care units and other clinical areas within their respective hospitals. Currently, the Corporation maintains a 5.57% interest in this joint venture.

Fair Value Measurements

Current accounting standards define fair value as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, and establish a three-level hierarchy for fair value measurements based upon the transparency of inputs to the valuation of an asset or liability as of the measurement date, as follows:

> Level 1: Quoted prices in active markets for identical assets or liabilities such as debt and equity securities, mutual funds, and money market accounts that are traded in an active market, and other cash equivalents. Level one investments include common stocks, equity mutual funds and money market funds that are traded in an active market.
>
> Level 2: Observable inputs other than level 1 prices, such as quoted prices for similar assets or liabilities; quoted prices in markets that are not active; or other inputs that are observable or can be corroborated by observable market data for substantially the full term of the assets or liabilities. The Corporation's level two investments include corporate bonds, U.S. government obligations, and asset and mortgage backed securities. The Corporation utilizes a third party pricing service to determine the fair value of each of these investment securities. Because quoted prices in active markets for identical assets are not available, these prices are determined using observable market information such as quotes from less active markets and/or quoted prices of securities with similar characteristics.
>
> Level 3: Unobservable inputs that are supported by little or no market activity and that are significant to the fair value of the assets or liabilities. Level 3 assets and liabilities include financial instruments whose value is determined using pricing models, discounted cash flow methodologies, or similar techniques, as well as instruments for which the determination of fair value requires significant management judgment or estimation. The Corporation's level three investments can include limited liability partnerships and limited liability companies. The fair value for these investments are determined by applying the Corporation's ownership percentage to the net asset value of the investment fund. Underlying investments of the funds can include hedge funds, real estate funds, mortgage backed securities, asset backed securities, and global equity fund of funds.

The following discussion describes the valuation methodologies used for financial assets measured at fair value. The techniques utilized in estimating the fair values are affected by the assumptions used, including discount rates, and estimates of the amount and timing of future cash flows. Care should be exercised in deriving conclusions about the Corporation's business, its value, or financial position based on the fair value information of financial assets presented below.

Fair value estimates are made at a specific point in time, based on available market information and judgments about the financial asset, including estimates of the timing, amount of expected future cash flows, and the credit standing of the issuer. In some cases, the fair value estimates cannot be substantiated by comparison to independent markets. In addition, the disclosed fair value may not be realized in the immediate settlement of the financial asset.

Fair values for the Corporation's fixed maturity securities (US government agency bonds/notes and municipal bonds) are primarily valued based on the income approach. The fair value is based on Level 2 inputs such as data points for benchmark constant maturity curves and spreads. The prices are provided to the Corporation by its investment managers and its custodian bank. Fair values of corporate bonds are primarily valued based on the market approach. Level 2 inputs observable include benchmark yields, reported trades, broker quotes, and redemption options.

Fair values of common stock and mutual funds have been determined by the Corporation from observable market quotations, when available. Private placement securities and other equity securities where a public quotation is not available are valued by using broker quotes.

The fair value of the Corporation's interest rate swap is based on the proprietary model of a third party valuation specialist. The fair value takes into consideration the prevailing interest rate environment and the specific terms and conditions of the swap, and considers the credit risk of the Corporation and the counterparty. The method used to determine the fair value calculates the estimated future payments required by the swap and discounts these payments using an appropriate discount rate. The value represents the estimated exit price that the Corporation would pay to terminate the agreement.

The following table presents the Corporation's fair value hierarchy for assets and liabilities measured at fair value on a recurring basis as of June 30, 2015:

	Level 1	Level 2	Total Fair Value
Fixed Income			
Corporate bonds	$ -	$ 175,810	$ 175,810
Mutual Funds			
High Yield Municipal Bond	108,489		108,489
Inflation-Protected Bond	172,917		172,917
Intermediate-term bond	319,566		319,566
Short-term bond	626,911		626,911
Equities			
Mutual Funds			
Commodities Broad Basket	72,207	-	72,207
Diversified Emerging Mkts	550,909	-	550,909
Equity Energy	169,838	-	169,838
Foreign Large Blend	1,153,864	-	1,153,864
Foreign Large Growth	21,523	-	21,523
Foreign Small/Mid Growth	121,006	-	121,006
Foreign Small/Mid Blend	58,061	-	58,061
Large Blend	12,209	-	12,209
Large Growth	1,482,704	-	1,482,704
Large Value	492,887	-	492,887
Mid-Cap Blend	318,575	-	318,575
Mid-Cap Growth	240,942	-	240,942
Mid-Cap Value	139,176	-	139,176
Multialternative	307,622	-	307,622
Real Estate	259,431	-	259,431
Small Blend	179,826	-	179,826
Small Growth	208,925	-	208,925
Small Value	107,858	-	107,858
Common Stocks			
Basic Materials	202,525	-	202,525
Consumer Goods	218,506	-	218,506
Financial	1,356,079	-	1,356,079
Foreign	38,827	-	38,827
Healthcare	553,800	-	553,800
Industrial Goods	105,149	-	105,149
OTC Markets	56,912	-	56,912
Services	265,271	-	265,271
Technology	374,482	-	374,482
Utilities	40,702	-	40,702
Interest rate swap	-	28,780	28,780
Total Assets	$ 10,337,699	$ 204,590	$10,542,289

The following table presents the Corporation's fair value hierarchy for assets and liabilities measured at fair value on a recurring basis as of June 30, 2014:

	Level 1	Level 2	Total Fair Value
Fixed Income			
Corporate bonds	$ -	$ 233,254	$ 233,254
US government agency bonds/notes	-	122,047	122,047
Mutual funds			
Intermediate-term bond	-	806,268	806,268
Short-term bond	-	231,122	231,122
World bond	-	235,559	235,559
Equities			
Mutual funds			
Commodities broad basket	97,363	-	97,363
Diversified emerging markets	231,926	-	231,926
Foreign large blend	275,950	-	275,950
Foreign large growth	105,203	-	105,203
Foreign small/mid growth	87,750	-	87,750
Large growth	273,517	-	273,517
Large value	38,463	-	38,463
Mid-cap growth	295,810	-	295,810
Mid-cap value	25,346	-	25,346
Small cap	19,616	-	19,616
Small growth	82,167	-	82,167
Special	270,029	-	270,029
Real estate	100,406	-	100,406
Common Stock			
Basic materials	196,521	-	196,521
Consumer goods	145,056	-	145,056
Financial	898,348	-	898,348
Healthcare	152,889	-	152,889
Industrial goods	98,710	-	98,710
OTC Markets	93,306	-	93,306
Services	225,119	-	225,119
Technology	203,585	-	203,585
Utilities	7,034	-	7,034
Interest rate swap	-	98,730	98,730
Total Assets	$ 3,924,114	$ 1,726,980	$ 5,651,094

There were no significant transfers between fair value hierarchy levels for the years ended June 30, 2015 and 2014.

Supply Inventory

Supply inventory is stated at the lower of cost or market, with cost determined principally by the first-in, first-out method.

Land, Buildings, and Equipment

Land, buildings, and equipment are carried at cost, including net interest on related borrowings capitalized during periods of construction. Donated items are recorded at fair value at the date of the donation. Capital leases are carried at the lower of the present value of their net minimum lease payments or the fair value of the leased properties at the inception of the lease less accumulated amortization. Expenditures that materially increase values, change capacities, or extend useful lives are capitalized. The carrying amounts of significant assets sold, retired, or otherwise disposed of and the related allowances for depreciation are eliminated from the accounts.

Depreciation, which includes amortization of equipment under capital leases, is recorded on the straight-line basis using the half-year convention over the estimated useful lives (or lease term if shorter) of 10 to 40 years for buildings and improvements and 5 to 10 years for equipment. Any acquisitions from July 1, 1999 and forward that are in excess of $100,000 are depreciated on the straight-line basis without using the half-year convention.

Gifts of long-lived assets such as land, buildings, or equipment are reported as unrestricted support, and are excluded from revenue and gains in excess of expenses and losses. Gifts of long-lived assets with explicit restrictions that specify how the assets are to be used and gifts of cash or other assets that must be used to acquire long-lived assets are reported as restricted support. Absent explicit donor stipulations about how long those long-lived assets must be maintained, expirations of donor restrictions are reported when the donated or acquired long-lived assets are placed in service.

Deferred Financing Costs

Deferred financing costs related to the Corporation's 2001, 2002, and 2010 Series Revenue Bonds and the 2008 commercial mortgage loan are being amortized over the remaining period that such bonds are outstanding. Amortization of deferred financing costs of $31,457 and $26,979 was charged to operations for 2015 and 2014, respectively.

Net Patient Service Revenue and Patient Accounts Receivable

Net patient service revenue is reported at estimated net realizable amounts from patients, third party payers, and others for services rendered.

The following table presents the detail of net patient service revenue:

	2015	2014
Gross charges for patient service	$ 144,928,084	$ 128,078,448
Deductions from gross charges		
Charity care	2,952,568	3,775,175
Contractual and other allowances	33,064,048	21,743,168
Net patient service revenue	108,911,468	102,560,105
Less: provision for bad debts	2,794,123	4,926,326
	$ 106,117,345	$ 97,633,779

Patient accounts receivable include hospital and physician charges for accounts due from Medicare, Maryland Medical Assistance (Medicaid), CareFirst, commercial and managed care insurers, and self-paying patients. Deducted from patient accounts receivable are estimates of allowances for the excess of charges over the payments on patient accounts to be received from third party payers and uncollectible amounts related to self-paying patients. These estimates are calculated by management based on historical collection experience and analysis of financial class and age of groups of accounts receivable.

Charity Care

The Hospital provides care to patients who meet certain criteria under its financial assistance policy without charge or at amounts less than its established rates. Such patients are identified based on financial information obtained from the patient (or their guarantor) and subsequent analysis, and use of the Federal poverty limits as guidelines. Since the Hospital does not pursue collection of amounts determined to qualify as charity care, they are not reported as a component of net patient service revenue or patient accounts receivable.

Under current accounting standards, the Corporation is required to report the cost of providing charity care. The cost of charity care provided by the Corporation totaled $2,214,426 and $2,659,777 for the years ended June 30, 2015 and 2014, respectively. Rates charged by the Hospital for regulated services are determined based on an assessment of direct and indirect cost calculated pursuant to the methodology established by the Maryland Health Services Cost Review Commission (the Commission). For any charity services rendered by the Corporation, the cost of charity care is calculated by applying the estimated total cost-to-charge ratio for the Hospital services to the total amount of charges for services provided to patients benefitting from the charity care policies of the Hospital.

A Maryland hospital either receives payments from or makes payments to the Commission with respect to an Uncompensated Care Fund ("UCC") established for rate-regulated hospitals in Maryland. The UCC is intended to provide Maryland hospitals with funds to support the provision of uncompensated care at those hospitals. The Hospital received net payments from the UCC of $168,462 in 2015 and made payments into the UCC of $545,250 in 2014.

Revenue and Gains in Excess of Expenses

The consolidated statements of operations include revenue and gains in excess of expenses. Changes in unrestricted net assets, which are excluded from revenue and gains in excess of expenses, consistent with industry practice, include contributions of (and assets released from donor restrictions related to) long-lived assets and other items that are required by accounting principles generally accepted in the United States of America to be reported separately.

Maryland Health Services Cost Review Commission

Certain of the Hospital’s charges are subject to review and approval by the Commission. The Hospital has filed the required reports with the Commission and believes it is in compliance with the Commission’s requirements. The rate of reimbursement for principally all inpatient services and certain other services to patients under the Medicare and Medicaid programs prior to January 1, 2014 was based on a 36-year-old agreement between CMS and the Commission. This agreement was based upon a waiver from Medicare prospective payment system reimbursement principles granted to the State of Maryland under Section 1814(b) of the Social Security Act. In January 2014, CMS approved a new waiver to modernize Maryland’s unique all-payer rate-setting system for hospital services. The new waiver consists of a five-year performance period. Maryland hospitals will commit to achieving significant quality improvements including reductions in 30-day readmissions and hospital acquired conditions. Maryland will also limit the annual Medicare per capita hospital cost growth to a rate lower than the national annual per capita growth rate per year for 2015 to 2018. Under this model, Medicare is estimated to save at least $330 million over the next five years. Under the waiver, Maryland will shift virtually all of its hospital revenue over the five year performance period into global payment models. The Hospital elected to participate in this new global budget revenue program.

The Commission's rate-setting methodology for service centers that provide both inpatient and outpatient services or only outpatient services consists of establishing an acceptable unit rate for these centers within the applicable facility. The actual average unit charge for each service center is compared to the approved rate on a monthly basis. The rate variances, plus penalties where applicable, are applied to decrease (in the case of overcharges) or increase (in the case of undercharges) future approved rates on an annual basis. The timing of the Commission's rate adjustments for the Hospital could result in an increase or reduction due to the variances and penalties described above in a year subsequent to the year in which such items occur. The Hospital’s policy is to accrue revenue based on actual rates charged for services to patients in the year in which the services are performed and are billable.

Other Operating Revenue

The Corporation met compliance requirements to receive incentives to upgrade and implement certified electronic health record systems and become meaningful users under the provisions of the American Recovery and Reinvestment Act of 2009. The Corporation recognized $877,583 and $1,454,460 of meaningful use incentives for fiscal years ended June 30, 2015 and 2014, respectively, and reported this amount as other operating revenue in the accompanying consolidated statements of operations. The meaningful use incentive amounts received are subject to audit and future settlement by CMS.

Advertising and Marketing Costs

The Hospital expenses advertising and marketing costs as they are incurred. Advertising and marketing expenses were approximately $1,356,000 and $1,152,000 for the fiscal years ended June 30, 2015 and 2014, respectively, and are reported as supplies and other expense in the accompanying consolidated statements of operations. No advertising or marketing costs have been capitalized in the accompanying consolidated balance sheets.

Income Taxes

The Corporation is exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code as a public charity. Federal tax law requires that the Corporation be operated in a manner consistent with its initial exemption application in order to maintain its exempt status. Management has analyzed the operations of the Corporation and concluded that it remains in compliance with the requirements for exemption.

The state in which the Corporation operates also provides general exemption from state income taxation for organizations that are exempt from federal income taxation. However, the Corporation is subject to both federal and state income taxation at corporate tax rates on its unrelated business income. Exemption from other state taxes, such as real and personal property taxes, is separately determined.

The Corporation had no unrecognized tax benefits or such amounts were immaterial during the periods presented. Tax periods for which no tax return is filed remain open for examination indefinitely.

Recent Accounting Pronouncements

In May 2014, the Financial Accounting Standards Board (FASB) issued ASU 2014-9, “Revenue from Contracts with Customers”, which provides a principles–based standard for recognizing revenue through a five-step process. This standard is effective with annual reporting periods beginning after December 15, 2018 for nonpublic organizations (however, FASB has recently proposed an additional implementation delay). In April 2015, the FASB issued ASU 2015-3, “Simplifying the Presentation of Debt Issuance Costs”, which requires debt issuance costs to be presented in the balance sheet as a direct deduction from the carrying amount of the debt associated. This standard is effective with annual reporting periods beginning after December 15, 2016. Management is currently evaluating the effects the adoption of these standards will have on the Corporation’s financial statements and disclosures. Accordingly, the impact upon adoption of such standards is unknown.

Subsequent Events

In preparing the originally issued financial statements, the Corporation had subsequent events evaluated by management through October 28, 2015, the date which the originally issued consolidated financial statements were available to be issued. For the reissued financial statements, the Corporation had subsequent events evaluated by management through January 25, 2016, the date which the reissued financial statements were available to be issued.

3. Land, Buildings, and Equipment

Land, buildings, and equipment are comprised of the following as of June 30:

	2015	2014
Land, buildings, and improvements	$ 43,382,136	$ 42,806,971
Fixed equipment	18,392,739	17,986,544
Movable equipment	32,943,660	29,656,946
Capital lease equipment	1,420,097	1,420,098
	96,138,632	91,870,559
Less accumulated depreciation	51,509,729	45,414,541
	44,628,903	46,456,018
Construction in process	3,758,745	881,080
	$ 48,387,648	$ 47,337,098

Accumulated amortization on leased equipment totaling $1,328,613 and $1,119,397 is included in the balance of accumulated depreciation as of June 30, 2015 and 2014, respectively. Amortization expense associated with equipment under capital lease was $209,216 and $295,621 for the years ended June 30, 2015 and 2014, and is included in the balance of depreciation expense in the accompanying statements of operations. Depreciation expense was $6,427,059 and $6,469,880 for the years ended June 30, 2015 and 2014, respectively. Approximately $1,998,000 and $0 of additions to land, buildings and equipment were included in accounts payable as of June 30, 2015 and 2014, respectively.

4. Non-Current Liabilities

Long-term debt as of June 30 is comprised of the following:

	2015	2014
$9,978,700 Berlin, Maryland Hospital Refunding Revenue Bonds (Atlantic General Hospital Facility), Series 2001; interest is determined by taking the weighted BMA index plus 1.65% per annum; principal and interest payments are due monthly commencing December 20, 2001 through December 20, 2026.	$ 6,450,410	$ 6,823,402
$5,000,000 Berlin, Maryland Hospital Revenue Bond (Atlantic General Hospital Facility), Series 2002; interest is currently the weighted BMA index plus 1.65% per annum, with an option to change quarterly to 65% of the prime rate; payable in monthly principal and interest installments of $11,111 commencing October 1, 2008; matures September 18, 2027.	1,633,333	1,766,667
$472,500 loan payable from Bank of Ocean City, secured by deposit accounts and property, with interest of 4.83%; payable in monthly principal and interest installments of $3,835, due January 2016.	22,688	66,454
$1,750,000 loan payable from Bank of Ocean City, secured by real property, with interest of 3.99%; payable in monthly principal and		

interest installments of $10,599 commencing May 11, 2014; due April 11, 2034.	1,698,382	1,757,097
$5,172,000 loan payable to M&T Bank with an interest rate of 30 day LIBOR + 1.85%; payable in monthly principal installments of $46,226 maturing on July 1, 2025. The Corporation entered into an interest rate swap that effectively fixes the interest rate at 4.02%. The interest rate swap expires April 11, 2023.	3,722,044	3,929,785
$1,950,000 loan payable from Bank of Ocean City, secured by real property, interest of 3.99%; payable in monthly principal and interest installments of $11,810 commencing June 23, 2014; due May 23, 2034.	1,179,777	1,944,680
$2,200,000 Series A Bond payable to M&T Bank with a fixed interest rate of 5.19%, which was based on the 10 year point on the S43 MUNI Swaps Curve + 2.44% until June 30, 2020. Beginning July 1, 2020 to and including its maturity or prepayment in full, the loan will bear interest at a rate equal to the Weighted SIFMA Calculation + 1.65%. Principal and interest payments are due monthly commencing August 1, 2010 through July 1, 2025.	1,478,889	1,625,556
$2,600,000 Series B Bond payable to M&T Bank with a fixed interest rate of 5.08% through June 30, 2020 and a variable rate equal to the weighted SIFMA Calculation + 1.65%. Principal and interest payments are due monthly commencing January 1, 2011 through July 1, 2025.	1,808,046	1,987,356
$7,400,000 Series C Bond payable to M&T Bank with a variable interest rate equal to the Weighted SIFMA Calculation through December 31, 2012 and a fixed rate calculated as the 7-year point on the S43 Muni Swaps Curve + 2.44% from January 1, 2013 through June 30, 2020; thereafter, a variable rate equal to the SIFMA rate. Principal and interest payments are due monthly commencing August 1, 2011 through July 1, 2025. This loan converted to a fixed rate of 3.48% on January 1, 2013.	5,172,361	5,727,074
$633,753 loans payable for financing of Allscripts Perks Inpatient Clinical System with fixed interest rate of 2.00% secured by the associated equipment. Principal and interest payments are due monthly beginning October 1, 2011 through July 1, 2019	368,570	450,212
$208,522 loan payable for financing of Allscripts Sunrise Mobile MD Software and Sunrise EPSi Software with a fixed interest rate of 3.99% secured by the associated equipment. Principal and interest payments are due annually beginning December 31, 2015 through December 31, 2023.	208,522	-

$680,000 loan payable from Bank of Ocean City, secured by real property, with interest of 3.99%; payable in monthly principal and interest installments of $4,118 commencing July 30, 2015; due June 30, 2035.	680,000	-
Capital leases payable, with interest ranging from 4.00% to 8.10%, secured by selected equipment.	114,998	369,325
	24,538,020	26,447,608
Less current portion	2,046,565	2,116,602
	$ 22,491,455	$ 24,331,006

Maturities of long-term debt, including capital leases, for years ending June 30 are as follows:

	2016	2017	2018	2019	2020	After 2020
Future minimum lease payments	$ 119,714	$ -	$ -	$ -	$ -	$ -
Less interest	4,716	-	-	-	-	-
	114,998	-	-	-	-	-
Notes/loans payable	521,217	492,431	503,860	447,010	410,252	5,524,187
Bonds payable	1,410,350	1,435,143	1,461,488	1,489,481	1,519,225	9,208,378
	$ 2,046,565	$ 1,927,574	$ 1,965,348	$ 1,936,491	$ 1,929,477	$14,732,565

2001 Series Refunding Revenue Bond

On December 20, 2001, pursuant to a loan and financing agreement (the Financing Agreement) between the Corporation, the Mayor and Council of Berlin, Maryland (the Issuer), and M&T Bank (formerly Wilmington Trust Company (the Lender)), the Town of Berlin issued a $9,978,700 Hospital Refunding Revenue Bond (Atlantic General Hospital Facility), 2001 Series (the 2001 Bond) dated December 1, 2001, to refund the then-existing 1992 Series Revenue Bonds (the Prior Bonds), provide for the payment of accrued and unpaid interest and premium on the Prior Bonds, and provide for the payment of a portion of the costs of issuance of the 2001 Bond. The Financing Agreement requires monthly payments by the Corporation sufficient to meet the principal and interest requirements of the 2001 Bond through its maturity on December 20, 2026. There is no trustee for the 2001 Bond; the Corporation makes all payments of principal and interest on the 2001 Bond directly to the Lender.

In accordance with the terms of the Financing Agreement, the Corporation has entered into various covenants imposing restrictions on the transfer or disposition of property and incurrence of additional indebtedness, restrictions on the acquisition of real property and equipment beyond specified limits, the achievement of certain pre-established financial indicators, monthly reporting of financial information, and the granting of a security interest in all property and unrestricted revenues of the Corporation.

The Corporation's obligations are evidenced by the Financing Agreement, a deed of trust, and other documents executed and delivered for the purpose of securing the loan. The Corporation has assigned a continuing security interest in its receipts, equipment collateral, personal property, any judgments or awards, any insurance settlements, all rents, and all right and title and interest in property leases and subleases. Upon the occurrence of an event of default under the Financing Agreement, the interest on the outstanding principal balance will be increased 2% per annum in excess of the tax-exempt rate or the taxable rate, as applicable, until such time that the default is cured.

The 2001 Bond is subject to redemption prior to the scheduled December 1, 2026 maturity in different ways:

> (1) Mandatory redemption in whole but not in part, at the sole option of the Lender, at a redemption price equal to the unpaid principal amount together with unpaid interest through redemption. Redemption without premium or penalty is available on the following dates: December 1, 2011; December 1, 2016; or December 1, 2021. The lender must give 180 days' notice for mandatory redemption and they can only do so in the years 2012, 2017 and 2022. On July 30, 2009, the Lender waived the December 31, 2011 put option.
>
> (2) Special mandatory redemption given certain circumstances, in whole or in part as the case may be, at redemption price equal to the principal amount together with all unpaid interest through redemption plus applicable penalties.

2002 Series Revenue Bond

On September 18, 2002, pursuant to a loan and financing agreement (Second Financing) between the Corporation, the Issuer, and the Lender, the Town of Berlin issued a qualified tax-exempt $5,000,000 Berlin, Maryland Corporation Revenue Bond (Atlantic General Hospital Facility), 2002 Series (the 2002 Bond) dated September 1, 2002. Its proceeds were used to finance a portion of the cost of the acquisition, construction and equipping of an expansion of the existing hospital facility for additional emergency, surgical, and outpatient service capacity. The Second Financing requires monthly payments by the Corporation directly to the Lender sufficient to meet the principal and interest requirements of the 2002 Bond through its maturity on September 18, 2027. Initially, interest was paid at 65% of the prime rate; however, from January 1, 2003 until such time that the Corporation enters into a swap arrangement, the Corporation has the option to direct a change in the interest rate between the initial rate and the weighted BMA calculation plus 165 basis points on any quarterly conversion date.

The Bond is subject to redemption prior to the September 18, 2027 maturity in different ways:

> (1) Mandatory redemption in whole but not in part, at the sole option of the Lender, at a redemption price equal to the unpaid principal amount together with unpaid interest through redemption. Redemption without premium or penalty is available on the following dates: September 1, 2012; September 1, 2017; or September 1, 2022. On July 30, 2009, the Lender waived the September 1, 2012 put option.
>
> (2) Special mandatory redemption given certain circumstances, in whole or in part as the case may be, at redemption price equal to the principal amount together with all unpaid interest through redemption plus applicable penalties.

The 2002 Bond is collateralized by the pledged receipts, property, and revenues of the Hospital. The 2002 Bond also imposes certain restrictive covenants on the Corporation, for which noncompliance could cause accelerated demand for payment.

In July 2009, the Corporation received written notification from the Lender agreeing to waive the put options for the 2001 Series Refunding Revenue Bond and 2002 Series Revenue Bond, subject to a formal amendment of the bond documents.

2008 Commercial Mortgage Loan

During 2008, the Corporation obtained a $5.172 million commercial mortgage from a commercial bank for the purposes of paying pre-existing debt and completing construction on a medical office building. The loan is collateralized by a mortgage lien against the Hospital property as well as certain units in the medical office building. During 2013, the outstanding balance of $4,154,850 was refinanced over a 20-year term, maturing April 11, 2023. At that time the Corporation entered into a 10-year interest rate swap agreement effectively fixing the interest rate at 4.02%.

2008 Series Swap Agreement

In connection with the issuance of the 2008 term loan and commercial loan, the Corporation entered into an ISDA Master Agreement with the Lender to reduce the Corporation's exposure to future variable cash flows caused by fluctuations in the interest rate (the 2008 Swap Agreement). Under the terms of the 2008 Swap Agreement, the Corporation paid a fixed rate of 5.30% and 5.15% on the outstanding principal balance of the 2008 Commercial Mortgage Loan and the 2008 Term loan, respectively, during the period April 2008 to March 2013. With the refinancing of the 2008 term loan during 2013, the Corporation entered into an interest rate swap agreement with the Lender expiring April 2023. Under this Swap Agreement, the fixed rate is 1.77% and the variable rate is the 30-day LIBOR rate.

The fair value of the Swap Agreement as of June 30, 2015 and 2014 (as determined in consultation with investment hedging consultants, based on the present value of cash flow differences over the life of the Swap Agreement between the interest rate calculated on the Swap Agreement at inception and rates available on similar swap agreements as of June 30 is $28,780 and $98,730, respectively. Payments made to the counterparty to the Swap Agreement were $62,498 and $65,606 for the years ended June 30, 2015 and 2014, respectively. The Corporation is exposed to credit loss in the event of nonperformance by the counterparty on the Swap Agreement, but does not anticipate nonperformance by the counterparty.

2010 Series Revenue Bonds

Pursuant to a Commitment Letter dated June 21, 2010, M&T Bank approved financing in the aggregate principal amount not to exceed $12,200,000 for the Corporation by the issuance of three series of bonds (Series A, Series B and Series C), collectively, the 2010 Series Revenue Bonds issued by the Mayor and Council of Berlin (the Issuer). On June 29, 2010, pursuant to a loan and financing agreement (the "2010 Loan and Financing Agreement") between the Corporation, the Issuer, and M&T Bank (the Lender), the Issuer issued the Hospital Revenue Bonds (Atlantic General Hospital Facility) 2010 Series A in the amount of $2,200,000. The Series B Bond and Series C Bond were issued on December 13, 2010 in the amounts of $2,600,000 and $7,400,000, respectively. Proceeds of each Series of the Bonds have been used to finance a portion of cost of the acquisition, installation and improvement of various improvements, equipment and furnishings at the main hospital campus, equipment at the billing office, and equipment at the Atlantic Health Center.

The financing requires monthly payments by the Corporation directly to the Lender sufficient to meet the principal and interest requirements of the 2010 Bonds through its maturity on July 1, 2025. Repayment began on August 1, 2010 for Series A Bond and February 1, 2011 for Series B Bond and August 1, 2011 for the Series C Bond.

The Series A and B Bonds bear interest from the date of its issuance to and including June 30, 2020 at a fixed rate which is equal to the rate of 10-year point on the S43 MUNI Swaps Curve plus 244 basis points. For the Series A Bond and B Bond, the interest rate is 5.19% and 5.08%, respectively. Beginning July 1, 2020 to and including its maturity or repayment in full, the Bonds shall bear interest at a rate which is equal to the Weighted SIFMA Calculation plus 165 basis points. The Series C Bond incurred interest from the date of its issuance to and including December 31, 2012 at a variable rate which was equal to the Weighted SIFMA Calculation plus 165 basis points. From and after January 1, 2013 to and including June 30, 2020, the Series C Bond bears interest at the fixed rate of 7-year point on the S43 MUNI Swaps Curve plus 244 basis points, which was 3.48%. From and after July 1, 2020 to and including its maturity or repayment in full, the Series C Bond shall bear interest at a variable rate which is equal to the Weighted SIFMA Calculation plus 165 basis points. The 2010 Loan and Financing Agreement precludes any additional swaps or other interest rate hedging arrangement with respect to any Series of the Bonds.

The Bonds are subject to redemption prior to the July 1, 2025 maturity in different ways:

(1) Optional redemption in whole or in part, at the direction of the Corporation and if approved by the Issuer, with partial redemptions applied to unpaid interest, premiums, and then principal installments in the inverse order of the installment payment dates:

Redemption Period	Redemption Price (on principal)
July 1, 2015 – June 30, 2016	104%
July 1, 2016 – June 30, 2017	103%
July 1, 2017 – June 30, 2018	102%
July 1, 2018 – June 30, 2019	101%
July 1, 2019 – June 30, 2020 and thereafter	100%

(2) Mandatory redemption prior to maturity from Receipts Requiring Mandatory Redemption.

(3) Mandatory redemption prior to maturity at the option of the Holder.

(4) Mandatory redemption prior to maturity upon the occurrence of a Determination of Taxability.

The 2010 Bonds are collateralized by the pledged receipts, property, and the revenues of the Hospital. The 2010 Bonds also impose certain restrictive covenants on the Corporation, for which noncompliance could cause accelerated demand for payment.

The Bonds are also subject to a put option which with at least 270 days prior written notice to the Borrower, whereby the Lender at its sole option may put any one or more of the Bonds to the Borrower as of July 1, 2020, and be paid the unpaid principal balance of such Bond or Bonds selected for such put option, plus interest accrued thereon to such put date.

2015 Commercial Mortgage Loan

During 2015, the Corporation obtained a $680,000 commercial mortgage from a commercial bank for the purposes of purchasing a condominium unit in the medical office building. The loan is collateralized by a mortgage lien against the condominium. Principal and interest payments of $4,118 are made monthly and the loan matures on June 30, 2035.

5. Professional Liability Insurance Coverage

The Corporation is presently exposed to asserted and unasserted potential legal claims encountered in the ordinary course of business. In the opinion of management, the resolution of such matters will not have a material adverse impact on the Corporation's June 30, 2015 financial position or the results of operations for the year then ended.

Prior to 2005, the Corporation had claims-made professional liability insurance through a commercial insurance carrier covering claims arising from the performance of professional services and brought against the Corporation while the policy was in force. Insurable limits under this policy were $1 million per claim and $3 million annual aggregate shared limit basis. In addition, the Corporation maintained an umbrella policy of $15,000,000 per occurrence and aggregate.

During 2005, the Hospital, in conjunction with eight other Maryland hospitals, (collectively, the "Shareholders") formed Freestate Healthcare Insurance Company, Ltd. (the "Captive"), a Cayman Islands company, to provide claims-made professional and general liability coverage for the risks of the Shareholders, their controlled affiliates, and their respective employees. Each of the Shareholders is a Maryland nonprofit corporation, exempt from federal income taxation under Section 501(a) of the Internal Revenue Code of 1986, as amended (the "Code" or "IRC"), as an organization described in Section 501(c)(3) of the Code. The Shareholders are not affiliated with one another through common ownership or control. As of June 30, 2015, the Captive had five Shareholders.

The Captive provides primary coverage to the Shareholders and their affiliates with limits of liability of $1,000,000 for each and every claim (the "Retained Layer"), and provides an excess policy with various limits of liability which is fully reinsured through commercial carriers. The Corporation has $10,000,000 of additional reinsurance in the aggregate through such reinsurance arrangements. The estimated unpaid loss liability reserved by the captive for the Hospital was $3,973,237 and $3,719,033 at June 30, 2015 and 2014, respectively. In accordance with current accounting standards, the June 30, 2015 and 2014 unpaid loss liability is recorded as a noncurrent liability, and the related insurance recovery was reported as a noncurrent asset, in the accompanying consolidated balance sheets. An estimated liability for incurred but not reported professional liability claims has also been recorded in the amount of approximately $1,805,000 and $1,433,000 as a noncurrent liability as of June 30,2015 and 2014, respectively.

Premiums are calculated by an actuary under a retrospectively rated policy and are based primarily on the experience of the Shareholders. The total premium is allocated to each of the Shareholder’s based on their experience. Premiums for the Corporation’s professional and general liability insurance of approximately $954,000 and $1,020,000 were charged to operations during fiscal years 2015 and 2014. Retrospective premium assessments and credits are calculated based on the aggregate experience of all named insureds under the policy. Each named insured’s assessment or credit is based on the percentage of their actual exposure to the actual exposure of all named insureds. In management's opinion, the assets of the Captive are sufficient to meet its obligations as of June 30, 2015. If the financial condition of the Captive were to materially deteriorate in the future, and the Captive was unable to pay its claim obligations, the responsibility to pay those claims would return to the member hospitals.

6. Commitments

Employment Agreements

The Corporation has entered into various employee agreements with certain physicians whereby the Corporation has agreed to pay reasonable expenses of the physicians’ practices in addition to compensation for services rendered. These agreements are generally for a period of two years.

Lease Agreements

The Corporation has entered into various lease agreements for equipment and facilities. Most lease arrangements contain a renewal option. Total rent expense for the years ended June 30, 2015 and 2014 was approximately $1,165,000 and $1,272,000 respectively. Future minimum payments on noncancelable office leases, with initial or remaining terms of one year or more, for years ending June 30 are as follows:

2016	$ 1,060,660
2017	906,469
2018	731,308
2019	583,364
2020	544,435
Thereafter	555,750
	$ 4,381,986

Retirement Plans

The Corporation sponsors a 403(b) retirement covering substantially all employees of the Corporation. Participants may elect to contribute a percentage of their pretax annual compensation, as defined by the Plan, not to exceed the maximum allowable contributions under the Internal Revenue Code (IRC). The Corporation matches 50% of the first 5% of participants' elective deferrals and participants become 100% vested in employer contributions after three years of continuous service. Plan expenses were approximately $580,000 and $592,000 for the years ended June 30, 2015 and 2014, respectively.

Effective January 31, 2003, the Corporation entered into an agreement to sponsor a Section 457 deferred compensation plan. All contributions to the Section 457 plan are from participating employees; however, all assets of the Section 457 plan are the sole property of the Corporation and are fully subject to claims by the Corporation's general creditors.

Self-Insured Plans

Effective May 1, 2002, the Hospital joined the Maryland Hospital Association (MHA) Workers' Compensation Self-Insurance Group to self-insure for worker's compensation benefits. The annual premium for worker's compensation is calculated based on the Hospital's payroll estimate and MHA rates per payroll classification. The MHA rates are determined based on past experience. Amounts charged to operations for workers' compensation expense were $335,347 and $359,622 for the years ended June 30, 2015 and 2014, respectively.

In lieu of paying unemployment tax premiums to the State of Maryland, the Hospital secured a letter of credit with M&T Bank, effective May 21, 2004. As of June 30, 2015 the letter of credit was in the amount of $389,417. Additionally, the Hospital paid actual Maryland unemployment claims in the amount of $73,621 and $19,560 for the years ended June 30, 2015 and 2014, respectively.

The Hospital maintains an agreement with a third party to administer a self-insured health plan that benefits Hospital associates and their dependents. On behalf of participating associates, the Hospital pays the cost of health claims and an administration fee for each subscriber associate. The participating associates share in the cost by remitting a pre-established premium through payroll deductions. Additionally, the Hospital obtains stop loss insurance to cover possible claims in excess of expected claims. The stop loss insurance agreements are annual agreements, subject to annual renewals. The Hospital submits a claim for reimbursement of stop loss insurance when claims exceed a pre-established ceiling. The Hospital's net health benefit expense for the fiscal years ended June 30, 2015 and 2014, net of premiums received from associates during the fiscal years, ($959,827 and $1,032,993, respectively), were $5,593,968 and $6,506,060, respectively.

The Corporation maintains an agreement with a third party to coordinate the administration of dental health benefits to Hospital employees and their dependents. This is an annual agreement, subject to annual renewals. On behalf of participating employees, the Hospital pays the cost of claims and a fee for each subscriber employee, and the participating employees remit a portion of the Hospital's cost through a pre-established schedule of payroll deductions.

Allscripts Perks Inpatient Clinical System

In September 2011, the Corporation entered into a seven-year agreement for an electronic medical records system and support services for approximately $8.8 million. As of June 30, 2015, approximately $6 million has been paid. In December, 2014, the Corporation entered into a nine-year agreement for additional system and support services for approximately $5.8 million. The 2014 agreement also extended the support and remote hosting services of the 2011 agreement (to begin upon expiration of the 2011 agreement) for an additional time period to continue conterminous with the 2014 agreement for approximately $6.2 million. As of June 30, 2015, approximately $1 million has been paid.

7. Functional Expenses

The Corporation provides general health care services to residents within its geographic area. Expenses related to providing these services are as follows for the years ended June 30:

	2015	2014
Health care services	$ 85,066,199	$ 77,309,618
General and administrative	23,104,404	24,168,782
	$ 108,170,603	$ 101,478,400

8. Business and Credit Concentrations

The Corporation grants credit to patients, many of whom are local residents. The Corporation generally does not require collateral or other security in extending credit; however, it routinely obtains assignment of (or is otherwise entitled to receive) patients' benefits receivable under their health insurance programs, plans or policies.

At June 30, the Corporation had gross accounts receivable from third party payers and others as follows:

	2015	2014
Medicare	$ 6,029,313	$ 5,291,020
Medicaid	768,961	520,511
Commercial insurance and HMOs	4,095,042	3,535,090
CareFirst	2,829,127	1,968,721
Self-pay and others	5,796,216	7,064,858
	$ 19,518,659	$ 18,380,200

Gross patient charges, by payer class, consisted of the following for the years ended June 30:

	2015	2014
Medicare	51%	51%
Medicaid	12%	3%
Commercial insurance and HMOs	13%	22%
CareFirst	18%	17%
Self-pay and others	6%	7%
	100%	100%

9. Related Party Transactions

The Hospital periodically advances funds to certain members of the Hospital's medical staff or associated ventures. These advances are held as interest bearing promissory notes. Under the established terms of these notes, the advances may be (and periodically have been) forgiven based on the achievement of certain service levels.

10. Grant Awards

In January 2002, the Hospital received notice indicating it was a recipient of a conditional award of up to $750,000 through the Perdue Kresge Challenge for the Community, an endowment challenge grant program for nonprofit organizations serving the Lower Eastern Shore of Maryland. This grant was contingent upon the Hospital's ability to raise, at a minimum, slightly more than two-thirds of the $750,000 match ($502,500) in qualified gifts in the Hospital's named agency-restricted endowment fund (the Fund). During 2005, the Hospital met the full challenge and Purdue Kresge matched the $750,000. By Board designation, all of the income distributed from the Perdue Kresge Challenge endowment will be used to fund physician practice development in the community.

On January 15, 2002, an endowment fund (the Fund) was established in the Hospital's name in order for the Hospital to participate in the Perdue Kresge Challenge for the Community. The Fund is held by and accounted for in the financial statements of the Community Foundation of the Eastern Shore. An unrelated third party actively manages the investments, which are invested currently in various bonds, mutual funds, and equities. All realized gains and losses are reinvested in the Fund. The Fund has no minimum value requirement. All gifts to the Fund will be invested in perpetuity. The Hospital, as sole beneficiary to any interest earned on the Fund, will receive income distributions earned on the assets of the Fund with no external restrictions regarding use; however, the Board of Trustees has designated all investment income from this endowment fund for funding physician practice development in the community. Income distributions will be made on an annual basis. Fund activity is presented below for the years ended June 30:

	2015	2014
Beginning fund balance	$ 2,080,821	$ 1,821,146
Interest and dividends	71,031	83,031
Net realized and unrealized gains (losses)	(79,435)	280,384
Administrative and management fees	(21,249)	(20,672)
Annual income distributions	(89,516)	(83,068)
Ending fund balance	$ 1,961,652	$ 2,080,821

11. Prior period adjustment

In 2011, the Corporation entered into a seven-year agreement with a vendor whereby the vendor provided an electronic medical recordkeeping system and related support services under a remote hosting arrangement. The fee for this agreement covered licensing, hosting, training, and equipment. The equipment portion of the remote hosting arrangement was reported as a capital lease in the Corporation's consolidated financial statements. Subsequent to issuance of the 2015 consolidated financial statements, it was determined that the equipment associated with the remote hosting arrangement entered into during 2011 equipment should not have been recognized as a capital lease. As a result, the accounting for the remote hosting transaction has been corrected in the accompanying consolidated financial statements, resulting in the following changes:

Consolidated Balance Sheets:	**As Originally Reported**	**As Adjusted**
June 30, 2015:		
Net assets – End of year	$ 46,166,222	$ 46,037,001
Land, building and equipment	$ 49,455,133	$ 48,387,648
Current portion of long-term debt	$ 2,330,119	$ 2,046,565
Long-term debt, less portion classified as current liability	$ 23,146,165	$ 22,491,455
June 30, 2014:		
Net assets – Beginning of year	$ 41,930,332	$ 41,620,128
Net assets – End of year	$ 43,957,283	$ 43,742,778
Land, buildings and equipment	$ 48,760,412	$ 47,337,098
Current portion of long-term debt	$ 2,387,297	$ 2,116,602
Long-term debt, less portion classified as current liability	$ 25,269,120	$ 24,331,006

Consolidated Statements of Operations:	**As Originally Reported**	**As Adjusted**
June 30, 2015:		
Professional fees and contracted services	$ 13,145,016	$ 13,437,708
Interest	$ 872,402	$ 850,254
Depreciation	$ 6,782,887	$ 6,427,059
Total operating expenses	$ 108,255,887	$ 108,170,603
Income from operations	$ 749,216	$ 834,500
Revenue and gains in excess of expenses	$ 2,445,652	$ 2,530,936
June 30, 2014:		
Professional fees and contracted services	$ 13,584,071	$ 13,871,670
Interest	$ 827,576	$ 800,106
Depreciation	$ 6,825,708	$ 6,469,880
Total operating expenses	$ 101,574,099	$ 101,478,400
Loss from operations	$ (1,635,474)	$ (1,539,775)
Revenue and gains in excess of expenses	$ 976,145	$ 1,071,844

Supplementary Information

Atlantic General Hospital Corporation
Consolidating Balance Sheet (Restated)
June 30, 2015

	AGH	Immedicare	Eliminations	AGH
ASSETS				
Current assets				
Cash and cash equivalents	$ 13,239,180	$ 143,138	$ -	$ 13,382,318
Investments	7,188,539	-	-	7,188,539
Due from affiliates	5,641,678	-	(5,641,678)	-
Patient accounts receivable, less uncollectible accounts of $4,497,207	9,809,563	46,733	-	9,856,296
Supply inventory	2,340,871	6,955	-	2,347,826
Prepaid expenses and other current assets	2,181,989	211	-	2,182,200
Total current assets	40,401,820	197,037	(5,641,678)	34,957,179
Land, buildings and equipment	48,370,915	16,733	-	48,387,648
Other assets				
Assets whose use is limited:				
Cash and cash equivalents restricted by donor	33,284	-	-	33,284
Cash and cash equivalents internally designated for a future endowment	63,028	-	-	63,028
Investments internally designated for a future endowment	3,344,970	-	-	3,344,970
Swap contracts	28,780	-	-	28,780
Long-term investments	7,696	-	-	7,696
Deferred financing costs, less accumulated amortization of $301,183	355,138	-	-	355,138
Other noncurrent assets	4,094,555	-	-	4,094,555
Total other assets	7,927,451	-	-	7,927,451
Total assets	$ 96,700,186	$ 213,770	$ (5,641,678)	$ 91,272,278

Atlantic General Hospital Corporation
Consolidating Balance Sheet (Restated)
June 30, 2015

(Continued)

	AGH	Immedicare	Eliminations	AGH
LIABILITIES AND NET ASSETS				
Current liabilities				
Accounts payable and accrued expenses	$ 9,202,132	$ -	$ -	$ 9,202,132
Salaries, wages, and related items	4,902,839	-	-	4,902,839
Due to affiliate	-	5,641,678	(5,641,678)	-
Interest payable	48,020	-	-	48,020
Advances from third party payers	765,725	-	-	765,725
Current portion of long-term debt	2,046,565	-	-	2,046,565
Total current liabilities	16,965,281	5,641,678	(5,641,678)	16,965,281
Long-term debt, less portion classified as current liability	22,491,455	-	-	22,491,455
Other liabilities	5,778,541	-	-	5,778,541
Total liabilities	45,235,277	5,641,678	(5,641,678)	45,235,277
Net assets				
Unrestricted				
General	47,964,997	(5,427,908)	-	42,537,089
Board-designated	3,407,998	-	-	3,407,998
Temporarily restricted	91,914	-	-	91,914
Total net assets	51,464,909	(5,427,908)	-	46,037,001
Total liabilities and net assets	$ 96,700,186	$ 213,770	$ (5,641,678)	$ 91,272,278

Atlantic General Hospital Corporation
Consolidating Statement of Operations (Restated)
June 30, 2015

	AGH	Immedicare	Eliminations	AGH
Operating revenues				
Net patient service revenue, net of contractual allowances and discounts	$ 108,518,716	$ 392,752	$ -	$ 108,911,468
Provision for bad debts	(2,671,996)	(122,127)	-	(2,794,123)
Net patient service revenue, net of provision for bad debts	105,846,720	270,625	-	106,117,345
Other operating revenue	3,529,039	-	(641,281)	2,887,758
Total operating revenue	109,375,759	270,625	(641,281)	109,005,103
Operating expenses				
Salaries	46,650,351	-	-	46,650,351
Employee benefits and other related expenses	9,981,057	-	-	9,981,057
Professional fees and contracted services	13,325,272	801,450	(689,014)	13,437,708
Supplies and other expense	22,823,377	116,465	47,733	22,987,575
Utilities	1,344,382	15,935	-	1,360,317
Maintenance and repairs	4,632,993	41	-	4,633,034
Insurance	1,802,720	6,196	-	1,808,916
Interest	850,254	-	-	850,254
Depreciation	6,420,667	6,392	-	6,427,059
Amortization	34,332	-	-	34,332
Total operating expenses	107,865,405	946,479	(641,281)	108,170,603
Income (loss) from operations	1,510,354	(675,854)	-	834,500
Other income				
Investment income	744,525	-	-	744,525
Net unrealized losses on trading portfolio	(358,043)	-	-	(358,043)
Other	1,309,954	-	-	1,309,954
Total other income	1,696,436	-	-	1,696,436
Revenue and gains in excess of expenses	$ 3,206,790	$ (675,854)	$ -	$ 2,530,936