

At IAS Part 72 of the Supreme Court of the
 State of New York, held in and for the County of Kings
~~of Nassau~~, at the Courthouse thereof, located at
~~100 Supreme Court Drive, Mineola, New York,~~ 360 Adams St
 Brooklyn, NY 11201 on the 17th day of November, 2025.

PRESENT: Hon. Aaron D Maslow
 Justice of the Supreme Court

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 MAIMONIDES MEDICAL CENTER,
 suing derivatively by its Directors,
 AARON TWERSKI; PETER REBENWURZEL;
 GEORGE WEINBERGER; CHAIM FISHER;
 YEHOASHUA LEIB FRUCHTHANDLER;
 MARTY WAISBROD; DAVID SPIRA

Index No. 540340/2025

PI P

Plaintiff,

– against –

ORDER TO SHOW
 CAUSE

MAIMONIDES MEDICAL CENTER; and
 KENNETH D. GIBBS, President & Chief
 Executive Officer; LAURIE E. WEINSTEIN,
 ESQ., Executive Vice President
 & Chief Legal Officer; and EUGENE KELLIN
 Chair of the Board of Trustees,
 in their official capacities only,

Defendants.

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Upon the Verified Complaint filed herein; the Affirmation of Martin Bienstock, Esq.,
 dated November 16, 2025; the Memorandum of Law; **upon the scheduled vote of the Board of
 Directors scheduled for 1:00 p.m. November 17, 2025;** and upon all prior papers and
 proceedings, and good cause having been shown,

LET the Defendants or their counsel appear before this Court at IAS Part 96, Room 524,
Supreme Court, Kings County, 360 Adams Street, Brooklyn, New York, on the 8th day of
2026
January, 2025, at 9:30 a.m., or as soon thereafter as counsel may be heard, to show
cause why an Order should not be entered:

1. Preliminarily enjoining Defendants from noticing, calling, convening, conducting, participating in, or taking any steps toward any vote, approval, authorization, or ratification relating to a proposed corporate action for the sale, affiliation, transfer of assets or similar action between Maimonides Medical Center and/or the sole corporate member and New York Health and Hospitals Corporation,
2. Enjoining Defendants from taking steps, pending further order of this Court, to implement, formalize, or give effect to any such proposed action;
3. Declaring that the proposed Board action is unlawful, uninformed, conflicted, in breach of fiduciary duties, and ultra vires;
4. Granting such other and further relief as this Court deems just, proper, and equitable.

TRO

GRANTED

C.E.C.
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~~Pending the hearing of this Order to Show Cause, it is:~~

~~ORDERED that Defendants, their officers, agents, representatives, employees, and all persons acting at their direction or in concert with them, are hereby temporarily restrained and enjoined from:~~

~~1. noticing, calling, convening, holding or conducting any meeting or vote of the Board of Trustees, or of Maimonides Health Resources, Inc., or any similar related entity, relating to the sale, affiliation, transfer of assets or similar action between Maimonides Medical Center and/or the sole corporate member and New York Health and Hospitals Corporation;~~

~~2. taking any steps to authorize, approve, execute, or implement any such proposed action;~~
~~3. circulating or issuing any written consents, resolutions, or other authorizations relating hereto;~~
~~4. taking any steps that would commit, or purport to commit, Maimonides Medical Center or Maimonides Health Resources, Inc. or any similar related entity, to the subject proposed action.~~

JSC

~~This Temporary Restraining Order shall remain in effect pending the hearing and determination of this motion.~~

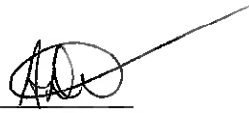
And it is further ORDERED that:

and all papers upon which it is based

Let Service of this Order to Show Cause, together with the Complaint^V, shall be deemed good and sufficient if made by ~~email~~ to the Defendants on or before Dec 1st, 2025; ~~and that~~ personal service

~~answering papers, if any, shall be served on or before _____, 2025, and reply papers, if any, shall be served on or before _____, 2025.~~

ENTER:


 Hon Aaron D Maslow
 JSC

HON. AARON D. MASLOW
 JUSTICE OF THE SUPREME COURT

SUPREME COURT OF THE STATE OF NEW YORK
 APPELLATE DIVISION: SECOND JUDICIAL DEPT.

Maimonides Medical Center, suing derivatively by its Directors v
 Maimonides Medical Center, et al.
 Supreme Court Ind. No. 540340/2025

AD Docket. No. 2025-13937

Before: Hon. Cheryl E. Chambers

Application by the defendants pursuant to CPLR 5704(a) to vacate the interim relief that was granted in the foregoing order to show cause, which was executed by the Supreme Court, Kings County (Aaron D. Maslow, J.) on November 17, 2025.

ORDERED that the application is GRANTED and the interim relief is denied.

ENTER:



Dated: Brooklyn, New York
 November 19, 2025

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Hon. Cheryl E. Chambers
 Associate Justice
 Appellate Division, 2nd Department
 (For the Court)