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Attorneys for Petitioner

Salem County Hospital Corp. dba Salem Medical Center

IN THE MATTER OF THE APPROVAL OF
A TRANSACTION WHEREBY INSPIRA
HEALTH NETWORK, INC. WILL BECOME
THE SOLE CORPORATE MEMBER OF
SALEM COUNTY HOSPITAL CORP., dba
SALEM MEDICAL CENTER PURSUANT
TO N.J.S.A. 26:2H-7.10, *et seq.*

SUPERIOR COURT OF NEW JERSEY
CHANCERY DIVISION: SALEM
COUNTY

DOCKET NO. *S-C-14-22*

CIVIL ACTION

**FINAL ORDER APPROVING
PROPOSED TRANSACTION**

THIS MATTER having been opened to the Court by Verified Complaint and an application for Order To Show Cause by Buchanan Ingersoll & Rooney PC, attorneys for Plaintiff, Salem County Hospital Corp. dba Salem Medical Center ("SMC" or "Petitioner"), seeking judicial approval pursuant to the Community Health Care Assets Protection Act, N.J.S.A. § 26:2H-7.10, *et seq.*, of a proposed transaction whereby Inspira Health Network, Inc. ("Inspira"), will become the sole corporate member of SMC (the "Proposed Transaction"), and the Court having issued an Order To Show Cause dated ~~October~~ *10/19/2022* and having considered the Verified Complaint, the Brief in Support of Verified Complaint, the Report of the Attorney General dated October 4 2022 (the "AG Report") including, by reference, the September 13, 2022 letter of the Commissioner of the New Jersey Department of Health recommending approval of the Proposed Transaction with conditions and notice having been duly given to all persons and entities required by N.J.S.A. 26:2H-7.11(l) and the Court having held a hearing on ~~August 10,~~ *Nov 2,* 2022, the return date of the Order To Show Cause, and having considered the

submissions of all interested parties, and having made the following findings in support of this application: **Reasons placed on record on even date.**

1. The Attorney General, upon consultation with the Commissioner of the Department of Health, recommends the approval of this application and the Proposed Transaction, subject to certain conditions enumerated in the October 4, 2022 AG Report;
2. The Proposed Transaction is in the public interest;
3. The Proposed Transaction will not result in the deterioration of the quality, availability or accessibility of health care services in the affected communities; and,
4. The Proposed Transaction complies with all common law and statutory requirements, including those imposed by the Community Health Care Assets Protection Act, N.J.S.A. § 26:2H-7.10 et seq., for the transfer of not-for-profit charitable assets;

and, for other good cause having been shown,

IT IS on this the 2nd day of Nov, 2022,

ORDERED that, the Proposed Transaction, as approved by the Attorney General upon consultation with the Commissioner of the Department of Health, wherein Inspira become the sole corporate member of SMC is **APPROVED** subject to the following Conditions set forth by the Attorney General,:

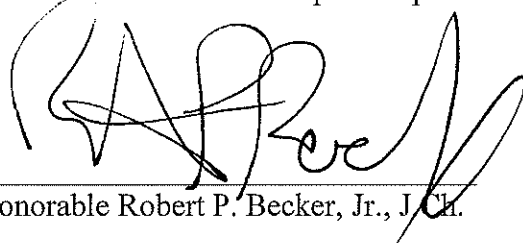
1. The adoption by the governing bodies of Salem County Hospital Corporation, d/b/a Salem Medical Center, Inspira Health Network, Inc., and the Salem Medical Center Foundation, Inc., of the amendments to their respective Certificates of Incorporation and Bylaws, substantially in the form submitted with the CHAPA application, effectuating the changes resulting from the Proposed Transaction, provided that there be thirty (30) days prior written notice to and approval by the Attorney General of any material changes to the proposed forms of governing documents that were submitted in the CHAPA application process;
2. Salem County Hospital Corporation, d/b/a Salem Medical Center, Inspira Health Network, Inc., and the Salem Medical Center Foundation, Inc., along with any subsidiaries or affiliates of the foregoing, shall submit to the Attorney General for review

and approval thirty (30) days prior to the adoption of any amended or restated Certificates of Incorporation and/or Bylaws related to and not previously submitted with the CHAPA application; and

3. Written confirmation from the Salem Health & Wellness Foundation Board of Trustees that it has approved the settlement of its outstanding loan to Salem County Hospital Corporation, d/b/a Salem Medical Center and the loan has been discharged.

FURTHER ORDERED that a copy of this Order shall be served upon all parties within

7 days hereof.

A handwritten signature in black ink, appearing to read "R. P. Becker, Jr.", written over a horizontal line.

The Honorable Robert P. Becker, Jr., J. Ch.