

**DEFENDANTS’ LIST OF DISCOVERY ISSUES WITH MPT’S RESPONSES TO  
DEFENDANTS’ FIRST REQUEST FOR PRODUCTION OF DOCUMENTS**

**“Discovery Parameters”**

You have attempted to limit your discovery obligations to the arbitrary date of March 1, 2021 to March 30, 2023, which you call the “Discovery Parameters.” This is unacceptable. All requests include documents up to the present date, with an obligation to supplement as additional discoverable documents are generated. As to the beginning date, many of our requests seek documents dating back to January 1, 2016. This is because many of the transactions that my clients wrote about in their reports that are at issue date back to that time. Please confirm that your search will include a search for documents for the entire period identified in the request.

**Definition of Affiliate**

You have limited the definition of “affiliate” to “a person or entity who controls, is controlled by, or is under common control with another person.” We purposefully defined the term affiliate to include any company in which the named entity has an ownership interest equal to or greater than ten percent.” We did so, because MPT has a practice of claiming it does not “control” an entity even when it has a 49 percent interest in that entity. To truly understand how MPT operates through its network of entities, it is critical that we understand the entities in which it has a substantial interest. Ten percent is a reasonable threshold. Please confirm that where a request includes the word “affiliate,” you will apply our definition of the term.

**Definition of MPT**

Our definition of MPT includes “all of the entities that MPT includes in the definition in its public filings, including its consolidated subsidiaries, which includes MPT Operating Partnership, L.P.” You have objected to the extent that it requires MPT to produce information not within its control, and then attempted to limit the definition to “Medical Properties Trust, Inc.” MPT clearly has control over the entities it includes in the definition of MPT in its public filings. Please confirm you will search for and produce responsive documents in the possession of all these entities.

**Definitions of Prospect and Steward**

You have attempted to limit the definitions of Steward and Prospect to “Steward Health Care System LLC” and “Prospect Medical Holdings, Inc.” This is unacceptable. Steward and Prospect are giant operators that operate hospitals internationally multiple subsidiaries and joint ventures. MPT has—directly and through entities in which it holds a substantial interest—entered multiple real estate sales, leases, loans, joint ventures, and other deals with these entities. Defendants’ thesis—which you claim is false—is that MPT is effectively round tripping money to Steward, Prospect, and other tenants through uncommercial deals accomplished through transactions with these various entities. Please confirm that you will search for and produce documents that include all of Steward’s and Prospect’s subsidiaries and affiliates (as we define the term affiliates in the requests).

You also do not disclose the details of the Discovery Parameters that you are using to collect and review responsive documents. Please describe those details.

### **Responses “Subject to” Objections**

Please confirm that when you respond “subject to” an objection and commit to produce documents you are not withholding documents based on objection.

### **Request 1**

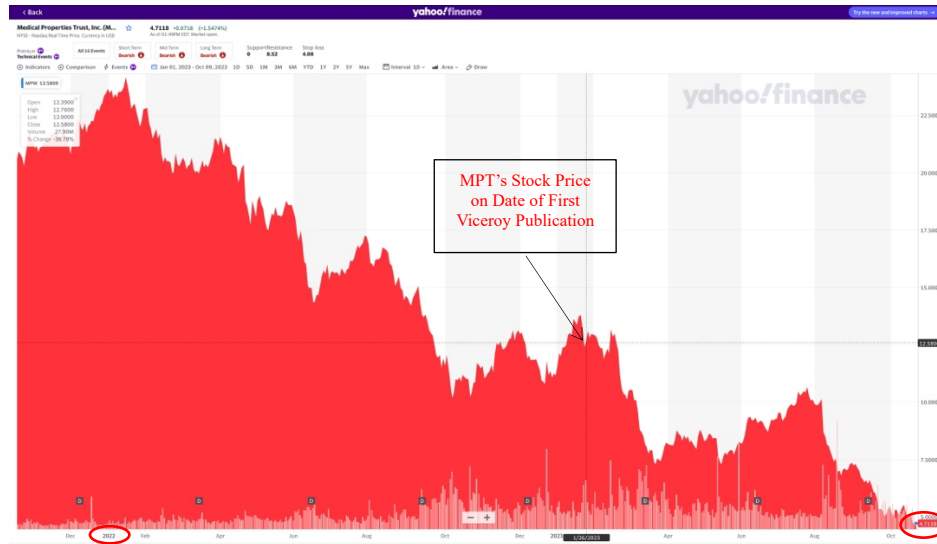
This request asks you to disclose the documents identified in your Rule 26(a)(1) disclosures. You respond that you will produce such documents “at the time [MPT] believes it is obligated to produce documents pursuant to Rule 26(a)(1).” That time is now. Please confirm you will produce all documents you identified in your 26(a)(1) disclosures now.

### **Request 2**

This request asks you to produce all your communications related to Defendants. Your response appears to be a commitment to a qualified production of these documents. Please confirm that you are not intending to withhold any communications or other documents related to Viceroy, Perring, Lau, and Bernarde.

### **Request 3**

This request asks for all MPT’s communications related to reports or statements issued by anyone regarding the decline of MPT’s stock price. You have limited your search for responsive documents to January 1, 2023 to March 30, 2023. But, as shown below, MPT’s stock has been in a freefall since January of 2022, where it has plunged from a high of over \$24 per share to under \$5 a share:



The communications from January 1, 2022 to present are relevant to refuting one of the central premises of your complaint—i.e., that Defendants caused the drop in your stock price. Clearly there were significant forces causing the plummet of MPT’s stock from January 2022 to January 26, 2023, when Viceroy published its first report, that had nothing to do with Viceroy, and MPT must have communicated about them. And the collapse continues to present day. We are entitled to all communications about the drop in your share price. Please confirm your search for documents responsive to this request will include the entire time period from January 1, 2022 to present.

### **Request 5**

This request seeks communications and documents related to the financial distress of your tenants, including concerns about their ability to pay rent, loan, or other financial obligations to MPT. You have agreed to produce the financial statements of several tenants. This is unacceptable. In addition to the financial statements, we are entitled to your communications—both internal and external—about the financial distress of your tenants. This goes to the very heart of your claims and our defenses. Please confirm you will produce the requested documents.

### **Request 8**

This request seeks the financial statements of your taxable REIT subsidiaries. You have refused to produce documents, but are willing to meet and confer on this request. Please be prepared to do so in our upcoming conference.

### **Request 9**

This request seeks communications and documents related to MPT's actual or contemplated financial assistance to its tenants to assist them in meeting their financial obligations to MPT. These types of transactions are the type of roundtripping transactions that my clients have accused you of. You have agreed to produce documents for five tenants, which we appreciate. We reserve our right to request documents related to other tenants, and will follow up with you on which tenants those may be.

### **Request 10**

This request seeks documents related to promissory notes, loans, investments, and other financial support that MPT provided to its tenants. You have agreed to produce some documents related to the roundtripping transactions my clients identified in their reports. Please identify which transactions those are, so that we can ensure that we are on the same page on this issue. We note that there are several specific transactions that we request documents regarding, which we will address in more detail below.

### **Requests 11 and 12**

These requests seek communications with your bondholders from January 1, 2016 to present, and internal communications about such communications. This is obviously relevant, because you claim in your complaint that Viceroy has "generated unprecedented negativity" and "uncertainty among MPT's bondholders," alleging that one bondholder requested three meetings after Viceroy's reports. You have limited the date range to your production here from January 27, 2023 to March 30, 2023. This is unacceptable. As already discussed above, MPT's stock slide began in January 2022 and continues to this day. We expect the full date range of communications will show that your bondholders' ire has been driven by MPT's poor business decisions in bailing out its financially distressed tenants, not by what Defendants said in their reports and some tweets. As a compromise, we are willing to limit the date range to these requests to January 1, 2022 to present, reserving our right to expand the range if items produced show that earlier dates are likely to yield discoverable information. Please confirm you will agree to this compromise.

### **Request 13**

This request seeks all communications and documents discussing the decline in MPT's stock, including factors that you believe have caused or contributed to that decline. The request is reasonably limited to the date range of January 1, 2022 to present, which covers the entire period of the existing MPT stock plummet. You have attempted to limit the date range to January 1,

2023 to March 30, 2023. For the reasons already discussed, this is unacceptable. Please confirm your production will include the entire date range requested.

### **Requests 14 to 16, 21, 52**

These requests seek documents related to contemplated or actual impairments to MPT's earnings (including the \$283 million impairment charge and \$171 million reduction in carrying charge MPT recorded in 2022), quarterly or annual losses (including the loss reported for Q2 2023), and adjustments to MPT's per share net income or per share normalized funds from operation (including the downward adjustment made in Q2 2023). You have refused to produce documents related to these requests. These requests seek relevant information as to the cause of MPT's financial distress, which, in turn, has caused the plummet of its stock price. We contend that MPT's financial demise has been caused exclusively by the insolvency of MPT's tenants and MPT's failed attempts to bail them out through uncommercial transactions. We have reasonably limited the date range from January 1, 2022 to present. Please confirm you will produce documents responsive to these requests.

### **Requests 17 to 18**

These requests seek documents related to MPT's communications with ratings agencies from 2016 to present. You have attempted to limit this request to communications with rating agencies about Defendants. This is unacceptable. You accuse Defendants of "generating unprecedented negativity from credit rating agencies," including "S&P Global Ratings downgrad[ing] [of] MPT's issuer credit rating from BB+ to BB, a change that increased MPT's cost of borrowing money and may drive away investors." We contend this is false, and that the negativity was driven by the insolvency of MPT's tenants and MPT's poor business decisions. Therefore, we are entitled to all communications with the ratings agencies. Please confirm you produce all such documents.

### **Requests 22 to 23**

These requests seek documents and communications related to publications about MPT from January 1, 2020 to present. You have agreed to produce responsive documents related to articles about MPT's transactions with certain tenants. This is not a complete response. Please confirm that you are going to produce communications related to any and all publications that commented on the financial condition of MPT or its tenants, and the rise or decline in value of MPT's stock.

### **Request 24**

This request seeks documents and communications related to downgrades of MPT by investment analysts, including several downgrades that occurred in August 2023. The scope of the request is January 1, 2022 to present. You have attempted to limit the time frame to January 1, 2023 to March 30, 2023, which effectively means you will produce no documents responsive to this request. This is unacceptable. For reasons already discussed the entire date range requested is relevant. Please confirm you will produce documents responsive to this request as drafted.

### **Request 25**

This request seeks documents related to MPT loan of \$150,000,000 to Steward in the second quarter of 2022. You have refused to produce documents in response to this request. This is one of the uncommercial roundtripping transactions that Viceroy claims MPT engaged in. It further goes to the fact that the financial demise of MPT and its stock is not due to statements made by Defendants, but by the suspect financial bailouts that MPT indiscriminately extended to its distressed tenants. Please confirm you will produce documents responsive to this request.

### **Requests 26, 28-31, 33-34, 36, 38, 43, 45, 47, 47-49**

These requests seek communications and documents related to certain transactions with Steward and other entities that my clients have called uncommercial roundtripping transactions designed to provide financial support for MPT's failing tenants. You have agreed to produce the "deal files" for these transactions. But the requests ask for more than the deal files—they ask for internal and external email and other communications related to the transactions, many of which would not make it into a "deal file." Please confirm you will produce the requested communications surrounding these transactions.

### **Request 27**

This request seeks documents related to a transaction where MPT sold 10.3 million shares of stock to an affiliate of Steward's controlling member and certain members of Steward's management. You have refused to produce documents in response to this request. This is one of the uncommercial roundtripping transactions that Viceroy claims MPT engaged in. It further goes to the fact that the financial demise of MPT and its stock is not due to statements made by Defendants, but by the suspect financial transactions between MPT and its tenants or controlling members. Please confirm you will produce documents responsive to this request.

### **Request 35 and 37**

This request seeks communications related to the joint venture MPT entered into with Ralph de la Torre and members of his management team. You committed to producing some, but not all, of the categories of documents requested. In addition to the deal file for the transaction, and documents and communications related to the formation of the venture and the \$205 million acquisition loan, please confirm you will produce documents and communications related to: (1) the venture's purchase of Steward's rights and assets, (2) the appraisal or other valuation of said rights and assets, (3) negotiations related to the formation of the entity, and (4) the contemplation of the formation of the entity, including its purpose, expected financial gains, and expected or contemplated acquisitions.

### **Request 41**

This request seeks communications and documents related to MPT considering, contemplating, negotiating, or otherwise discussing any acquisitions or other investments in hospitals in Malta. You have refused to produce any documents responsive to this request. This is unacceptable—MPT’s involvement in Steward’s operations of hospitals in Malta goes to the heart of one of your core claims of defamation in this case. Please confirm you will produce documents responsive to this request.

### **Request 44**

This request asks for documents related to MPT’s decision to amend its 2020 Form 10-K for the sole purpose of including Steward’s consolidated financial statements. You have refused to produce any documents. The filing revealed that \$200 million of the loan MPT made to the MPT/Ralph de la Torre venture was funneled to Steward for only \$27 million in paper assets, and Steward booked a large cash gain. This goes to the heart of Defendants’ truthful reporting of MPT’s roundtripping to Steward, and we are entitled to these communications. Please confirm you will produce them.

### **Request 50 to 51**

These requests seek documents related to MPT’s decision or agreement to participate in Steward’s asset-backed credit facility and fund approximately \$140 million of the loan to Steward, and its subsequent decision to sell a portion of that interest. You have refused produce any documents. The documents are clearly relevant to Defendants’ claims of roundtripping (because MPT’s participation in Steward’s facility is roundtripping), and Steward’s and MPT’s financial distress. Please confirm you will produce documents responsive to these requests.

### **Requests 53 to 56**

These requests seek communications and documents related to a series of transactions that MPT entered with Prospect to address prospect’s financial insolvency, including its inability to pay hundreds of millions of dollars in rent payments to MPT. You refused to produce any documents responsive to these requests. But these transactions are the very uncommercial roundtripping transactions that Defendants accused MPT of, which accusations you claim are defamatory. Documents related to Prospect’s financial demise and MPT’s efforts to provide financial support to Prospect to rescue it are clearly relevant. Please confirm you will produce documents responsive to these requests.

### **Requests 57 to 62**

These requests seek MPT’s documents and communications with or concerning key entities and persons involved in the massive fraud concerning Steward’s Malta hospital operations that MPT claims it had no involvement or interest in. We intend to prove that MPT was in fact involved in the Malta fraud and did, directly or indirectly, have an interest in the Malta hospitals at issue.

This issue goes to the heart of your defamation claim and our defenses. Please confirm you will produce documents responsive to this request.

**Request 63**

Please confirm that your production in response to Request 63 will include a search of Ralph de la Torre's email domain, name, and variations of his name (including RDLT).

**Request 64**

Please confirm that your production in response to Request 64 will include organizational charts in your possession, custody, or control for all entities included in the definition of MPT, Steward, and Prospect.

**Request 65**

This request seeks documents and communications related to MPT's tenants, including Steward and Prospect, paying dividends, distributions, or equity disbursements shortly before, contemporaneously with, or any time after MPT purchased properties from or made loans to the tenants. The evidence strongly suggests that a substantial portion of the money that MPT gave to its tenants for their hospital operations were not used for operations, but were instead funneled to the owners to the detriment of the hospitals. This goes to the uncommercial nature of the transactions, and the fact that MPT's demise is based solely on MPT's poor business decisions and the greed of its ownership.