

UNITED STATES DISTRICT COURT FOR THE NORTHERN DISTRICT OF ILLINOIS

NOTICE OF PENDING CLASS ACTION SETTLEMENT AND FAIRNESS HEARING

***Laidig v. GreatBanc Trust Company*, Case No. 22-CV-01296 (N.D. Ill.)**

This is a notice of a proposed partial class action settlement.

If you participated in or received benefits from the Vi-Jon Employee Stock Ownership Plan (n/k/a Emprise Group, Inc. Employee Stock Ownership Plan), a class action lawsuit may affect your rights.

A Federal Court authorized this Notice.

You are not being sued. This is not a solicitation from a lawyer.

- A federal lawsuit alleges that GreatBanc Trust Company (“GreatBanc”), as a fiduciary to the Vi-Jon Employee Stock Ownership Plan n/k/a Emprise Group, Inc. Employee Stock Ownership Plan (“Plan”), caused the Plan to engage in a transaction prohibited by the Employee Retirement Income Security Act (“ERISA”). This case was filed on March 10, 2022 against GreatBanc, Berkshire Fund VI, L.P. (“Berkshire”), John G. Brunner, and the John G. Brunner Revocable Trust dated 06-09-1992 (collectively, “Defendants”).
- A partial Settlement has been reached that encompasses all claims in this case against John G. Brunner, the John G. Brunner Revocable Trust dated 06-09-1992, and 12 other Affiliated Family Trusts related to the Brunner family (collectively, the “Brunner Defendants”). The Brunner Defendants deny all claims, and nothing in the Settlement is an admission or concession on their part of any fault or liability whatsoever.
- The Court has not certified a class with regards to the rest of the Defendants and has not decided whether the Defendants did anything wrong. This partial Settlement does not affect the claims in this lawsuit against the non-settling Defendants.
- For the purposes of this Settlement only, the Settlement Class is defined as: All participants and beneficiaries of the Vi-Jon Employee Stock Ownership Plan (n/k/a Emprise Group, Inc. Employee Stock Ownership Plan) at any time since its inception with a vested Plan balance on or prior to October 29, 2024, excluding Defendants, the directors of Vi-Jon or of any entity in which a Defendant has a controlling interest, and legal representatives, successors, and assigns of any such excluded person.
- The Settlement will provide, among other things, for a \$1.0 million Gross Settlement Fund that will be allocated to eligible Settlement Class Members after any Court-approved deductions.
- The terms and conditions of the Settlement are set forth in the Settlement Agreement dated January 27, 2025. Capitalized terms used in this Notice but not defined in this Notice have the meanings assigned to them in the Settlement Agreement. The Settlement Agreement is available at www.ViJonESOPSettlement.com. You should visit that website if you would like more information about the Settlement or the lawsuit. You may also call 800-291-5085 for additional information.
- Your rights and the choices available to you—and the applicable deadlines to act—are explained in this Notice.
- The Court still has to decide whether to approve the Settlement. Payments under the Settlement will be made only if the Court finally approves the Settlement, and that final approval is upheld in the event of any appeal.
- A Fairness Hearing will take place on August 12, 2025, at 10:15 a.m., before the Honorable Judge LaShonda A. Hunt, United States District Court for the Northern District of Illinois, 219 South Dearborn Street, Chicago, IL 60604, in Courtroom 1425, to determine whether to grant final approval of the Settlement and approve the requested Attorneys’ Fees and Costs, Administrative Expenses, and Class Representative Service Awards. If the Fairness Hearing is rescheduled, or if it is held by video conference or telephone, a notice will be posted on the Settlement Website at www.ViJonESOPSettlement.com.
- Any objections to the Settlement, or to the requested Attorneys’ Fees and Costs, Administrative Expenses, or Class Representative Service Awards, must be served in writing on Class Counsel and counsel for the Brunner Defendants, as identified on page 5 of this Settlement Notice.

YOUR LEGAL RIGHTS AND OPTIONS UNDER THE SETTLEMENT

Our records indicate you are an Active ESOP Participant Class Member.

If so, you do not need to do anything to receive your share of the Settlement.

An Active ESOP Participant is a Class Member with an active account in the Plan as of May 13, 2025.

A Non-Active ESOP Participant is a Class Member *without* an active account in the Plan as of May 13, 2025.

Our records indicate that you are an Active ESOP Participant Class Member. You do not need to do anything to receive your share of the Net Settlement Amount. Your distribution will be automatically deposited into your Plan account.

If, however, you are a Non-Active ESOP Participant Class Member who no longer has a Plan account then you may submit a Rollover Form postmarked on or before July 22, 2025 to receive a share of the Net Settlement Amount via rollover. If you are a Non-Active ESOP Participant Class Member and you do not mail the Non-Active ESOP Participant Rollover Form by the above deadline, you will receive your share of the Net Settlement Amount via check. If you believe you are a Non-Active ESOP Participant Class Member, a rollover form may be obtained by calling the Settlement Administrator at 800-291-5085 or by accessing www.ViJonESOPSettlement.com.

You can object to the Settlement (no later than July 22, 2025).

If you wish to object to any part of the Settlement, or to the requested Attorneys' Fees and Costs, Administrative Expenses, or Class Representative Service Award, you must submit your objection and any supporting documents to Class Counsel and counsel for the Brunner Defendants (as identified on page 5 below) by July 22, 2025.

You can attend a hearing on August 12, 2025 to discuss the fairness of the Settlement.

You may also attend the Fairness Hearing on August 12, 2025. If you wish to attend and speak at the hearing, you must provide Class Counsel and counsel for the Brunner Defendants with notice of your intent to appear by July 22, 2025. Please note that you will not be permitted to make an objection to the Settlement if you do not comply with the requirements for making objections.

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BASIC INFORMATION

1. Why did I get this Notice?

You are receiving this Notice because the Plan's records show that you participated in the Vi-Jon Employee Stock Ownership Plan (n/k/a Emprise Group, Inc. Employee Stock Ownership Plan) any time since its inception and had a vested Plan balance on or prior to October 29, 2024, and therefore are a member of the Settlement Class. This class action lawsuit is known as *Laidig v. GreatBanc Trust Company*, Case No. 22-CV-01296 (N.D. Ill.). The Honorable Judge LaShonda A. Hunt of the United States District Court for the Northern District of Illinois presides over this case and has preliminarily certified a class for the purposes of this Settlement. This Notice provides information about the lawsuit, how it may affect you, and your legal rights and options.

2. What is this lawsuit about?

This lawsuit is about whether GreatBanc violated ERISA by causing the Plan to engage in a transaction prohibited by ERISA, namely the sale of Vi-Jon for an allegedly excessive price to the Plan. Plaintiffs allege that the price and resulting debt adversely affect the value of Plan participants' retirement benefits. Plaintiffs also filed suit against Berkshire and the Brunner Defendants as transferees of the proceeds of the sale. You can read Plaintiff's First Amended Complaint at www.ViJonESOPSettlement.com.

Defendants deny that they violated any law or duty owed to the Plan or its participants. Specifically, Defendants deny that the sale price for Vi-Jon was excessive and claim the sale was made for adequate consideration. The Defendants' respective Answers to the Amended Complaint are available at www.ViJonESOPSettlement.com.

3. What is a class action and who is involved?

In a class action relating to a retirement plan such as this, one or more people called “Class Representatives” (in this case, Paul Laidig, Peter Lewis, and Derek Kemp, all vested participants in the Plan) sue on behalf of the plan and other people who have similar claims. These people are collectively called a “Class” or “Class Members.” The person who sued—and all Class Members like them—are called the “Plaintiffs.” The persons and entities they sued are called the Defendants. One court resolves the issues in the lawsuit for all of the Class Members and the Plan.

THIS SETTLEMENT

4. Why is there a settlement?

The Court has not reached a final decision on the Class Representatives’ claims. Instead, the Class Representatives and the Brunner Defendants have agreed to the Settlement. The Settlement is the product of extensive negotiations between the Class Representatives, the Brunner Defendants, and their counsel. The parties to the Settlement have taken into account the uncertainty, risks, and costs of litigation and have concluded that it is desirable to settle on the terms and conditions set forth in the Settlement. The Class Representatives and Class Counsel believe that the Settlement is best for the Settlement Class. Nothing in the Settlement is an admission or concession by the Brunner Defendants of any fault or liability whatsoever. They have entered into the Settlement to avoid the uncertainty, expense, and burden of additional litigation.

5. What does the Settlement provide?

Under the Settlement, the Brunner Defendants will cause \$1,000,000 to be paid into a Qualified Settlement Fund to resolve the claims of the Settlement Class against them. The Net Settlement Amount (after deduction of any Court-approved Attorneys’ Fees and Costs, Administrative Expenses, and Class Representative Service Awards) will be allocated to Settlement Class Members according to a Plan of Allocation to be approved by the Court (as explained further below). Allocations to Active ESOP Participant Class Members who are entitled to a distribution under the Plan of Allocation will be made into their existing accounts in the Plan. Non-Active ESOP Participant Class Members who are entitled to a distribution may receive their distribution as a check or, if they choose, as a rollover to a qualified retirement account. All Settlement Class Members and anyone claiming through them will fully release the Brunner Defendants and other related entities from Plaintiffs’ Released Claims, as defined in the Settlement Agreement. The Released Claims include any claims against any of the Released Parties with respect to the Plan that were asserted in the lawsuit against the Brunner Defendants or could have been asserted against them. In addition, Plaintiffs’ Released Claims also include certain other claims as set forth in the Settlement Agreement. The Non-Settling Defendants are not Released Parties under the Settlement and this case will continue against them. This is *only a summary* of terms of the Settlement, not a binding description of the award or releases. The full language of the Settlement Agreement is available at www.ViJonESOPSettlement.com.

6. How much money will I receive from the Settlement?

The amount, if any, that will be allocated to you will be based upon records maintained by the Plan’s recordkeeper. Calculations regarding individual distributions will be performed by the Settlement Administrator, whose determinations will be final and binding, pursuant to the Court-approved Plan of Allocation. To receive a distribution from the Net Settlement Amount, you must either be (1) an Active ESOP Participant Class Member, (2) a Non-Active ESOP Participant Class Member, or (3) a Beneficiary or Alternate Payee of a person identified in (1) or (2). Definitions for (1) and (2) are provided on page 2. There are approximately 1,200 Settlement Class Members. The Net Settlement Amount will be divided *pro rata* among Settlement Class Members by dividing each individual’s number of vested shares of Company stock by the total number of vested shares of Company stock allocated to the ESOP accounts of all Settlement Class Members on or prior to October 29, 2024, and multiplying that Entitlement Percentage by the Net Proceeds of the Settlement. If the dollar amount of the settlement payment to a Non-Active ESOP Participant Class Member is calculated by the Settlement Administrator to be less than \$10.00, then that Non-Active ESOP Participant Class Member’s *pro rata* share shall be zero for all purposes, and their share shall be reallocated among the other Class Members. Class Members whose pro-rata shares are zero will still be bound by their release of claims. A more complete description regarding the details of the Plan of Allocation can be found in Article V of the Settlement Agreement, which is available at www.ViJonESOPSettlement.com.

7. How can I receive my distribution from the Settlement?

According to our records, you are an **Active ESOP Participant Class Member**. Therefore, you do not need to do anything to receive your share of the Net Settlement Amount. If this is not correct, you should contact the Settlement Administrator to obtain a Non-Active ESOP Participant Rollover Form if you wish to elect a rollover to a tax-qualified retirement account. The Rollover Form will explain the steps necessary to receive your distribution via rollover. If you are a Non-Active ESOP Participant Class Member but do not submit a timely, valid Rollover Form, you will receive your distribution via check. If you are currently an Active ESOP Participant, but no longer have a Plan Account at the time of distribution, you will receive a check.

YOUR RIGHTS AND OPTIONS

8. Can I get out of the Settlement?

In the event the Court enters a final order approving the Settlement and certifying the Settlement Class, you will be automatically included if you are a Class Member. This Settlement will resolve the legal claims in the lawsuit for all Class Members against the Brunner Defendants. You do not have the option to exclude yourself from the Settlement if the Court approves it. However, because this Settlement is only with the Brunner Defendants, this partial Settlement has no effect on your rights with regard to the Non-Settling Defendants.

9. How do I tell the Court if I don't approve of the Settlement?

If you wish to object to approval of the Settlement, you may submit your objection, in writing, to the Court and counsel for the Plaintiffs and Brunner Defendants parties at the addresses below:

Court	Class Counsel	Defendants' Counsel
Clerk of the Court United States District Court Northern District of Illinois 219 South Dearborn Street Chicago, IL 60604	Paul J. Lukas Nichols Kaster, PLLP 4700 IDS Center 80 S 8th Street Minneapolis, MN 55402 612-256-3200 lukas@nka.com	Richard J. Pearl Faegre Drinker Biddle & Reath LLP 320 S. Canal St., Ste. 3300 Chicago, IL 60606 312-569-1000 rick.pearl@faegredrinker.com

In order for an objection to be considered by the Court, it must be postmarked by July 22, 2025. The objection must be in writing and should include the case name *Laidig v. GreatBanc Trust Company*, Case No. 22-CV-01296 (N.D. Ill.), and also include: (a) your name; (b) your address; (c) a statement that you are a member of the Class; (d) the specific grounds for the objection (including all arguments, citations, and evidence supporting the objection); (e) all documents or writings that you desire the Court to consider (including all copies of any documents relied upon in the objection); (f) your signature; and (g) a statement indicating whether you intend to appear at the Fairness Hearing.

10. When and where will the court decide whether to approve the Settlement?

The Court will hold a Fairness Hearing on August 12, 2025, at 10:15 a.m., before the Honorable Judge LaShonda A. Hunt, United States District Court for the Northern District of Illinois, Everett McKinley Dirksen United States Courthouse, 219 South Dearborn Street, Chicago, IL 60604, in Courtroom 1425, to determine whether to grant final approval of the Settlement and approve the requested Attorneys' Fees and Costs, Administrative Expenses, and Class Representative Service Awards. If the Fairness Hearing is rescheduled, or if it is held by video conference or telephone, a notice will be posted on the Settlement Website at www.ViJonESOPSettlement.com.

11. Do I have to attend the Fairness Hearing?

No, but you are welcome to come at your own expense. You may also make an appearance through an attorney. If you send an objection, you do not have to come to the Court to talk about it. As long as you mail your written objection on time, the Court will consider it.

12. May I speak at the Fairness Hearing?

Yes. If you wish to attend and speak at the hearing, you must serve Class Counsel and counsel for the Brunner Defendants (as identified above on page 5) with a notice of intent to appear by July 22, 2025. You must also comply with the requirements for making an objection (described above on page 5) if you wish to object to the Settlement.

13. What happens if I do nothing at all?

If you are an Active ESOP Participant Class Member as described on page 2 and do nothing, you will receive your pro rata share of the Net Settlement Amount directly into your Plan account if the Settlement is finally approved. If you are a Non-Active ESOP Participant Class Member as described on page 2 and do nothing, you will receive your pro rata share of the Net Settlement Amount via check if the Settlement is finally approved.

THE LAWYERS REPRESENTING YOU

14. Do I have a lawyer in this case?

The Court has appointed the law firms of Nichols Kaster, PLLP, and Bailey & Glasser, LLP as Class Counsel for the purposes of this Settlement, which means that they represent all of the Class Members in connection with this Settlement. They are experienced in handling class action lawsuits. More information about these law firms, their practices, and their lawyers' experience is available at www.nka.com and www.baileyglasser.com.

15. Should I get my own lawyer?

You do not need to hire your own lawyer because Class Counsel is working on your behalf. You can hire your own lawyer to appear in court for you, if you so desire, but you will have to pay that lawyer.

16. How will the lawyers be paid?

Class Counsel will ask the Court to award attorney's fees and expenses for their work in the case. The amount of any fees requested will not exceed one-third of the Settlement Fund. Class Counsel also will seek to recover their litigation costs and administrative expenses associated with the Settlement. Any deductions awarded by the Court will be paid from the Settlement Fund. Class Counsel also will ask the Court to approve payments, not to exceed \$5,000, for each Class Representative as compensation for their service to the Class. Any Class Representative Service Award approved by the Court will be paid from the Settlement Fund. A formal application for Attorneys' Fees and Costs, Administrative Expenses, and Class Representative Service Awards will be filed with the Court on or before July 8, 2025, and will be posted on the settlement website.

GETTING MORE INFORMATION

17. Are more details available?

For more information, visit the website www.ViJonESOPSettlement.com, where you can find the First Amended Complaint, the Defendants' Answers to the First Amended Complaint, the Court's Order denying Defendants' motion to dismiss, and the filings related to this Settlement. You may also contact Class Counsel by calling 612-256-3200, or writing to Class Counsel as follows:

NICHOLS KASTER, PLLP
Attn: Paul Lukas
4700 IDS Center, 80 S Eighth Street
Minneapolis, MN 55402

BAILEY & GLASSER, LLP
Attn: Gregory Y. Porter
1055 Thomas Jefferson Street NW, Ste. 540
Washington, D.C. 20007