If you bought XYZ Corporation stock in 1999, you could get a payment from a class action settlement.

A federal court authorized this notice. This is not a solicitation from a lawyer.

- The settlement will provide $6.99 million to pay claims from investors who bought shares of XYZ Corporation stock during 1999.
- The settlement resolves a lawsuit over whether XYZ misled investors about its future earnings.
- Your legal rights are affected whether you act, or don't act. Read this notice carefully.

YOUR LEGAL RIGHTS AND OPTIONS IN THIS SETTLEMENT:	
SUBMIT A CLAIM FORM	The only way to get a payment.
EXCLUDE YOURSELF	Get no payment. This is the only option that allows you to ever be part of any other lawsuit against XYZ, about the legal claims in this case.
OBJECT	Write to the Court about why you don't like the settlement.
GO TO A HEARING	Ask to speak in Court about the fairness of the settlement.
DO NOTHING	Get no payment. Give up rights.

- These rights and options—**and the deadlines to exercise them**—are explained in this notice.
- The Court in charge of this case still has to decide whether to approve the settlement. Payments will be made if the Court approves the settlement and after appeals are resolved. Please be patient.

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BASIC INFORMATION

1. Why did I get this notice package?

You or someone in your family may have purchased shares of XYZ Corporation stock during 1999.

The Court sent you this notice because you have a right to know about a proposed settlement of a class action lawsuit, and about all of your options, before the Court decides whether to approve the settlement. If the Court approves it and after objections and appeals are resolved, an administrator appointed by the Court will make the payments that the settlement allows. You will be informed of the progress of the settlement.

This package explains the lawsuit, the settlement, your legal rights, what benefits are available, who is eligible for them, and how to get them.

The Court in charge of the case is the United States District Court for the District of State, and the case is known as *North et al v. XYZ Corporation and Anne Adams,* Case No. CV-00-5678. The people who sued are called Plaintiffs, and the company and the person they sued, XYZ and Anne Adams, are called the Defendants.

2. What is this lawsuit about?

The lawsuit claimed that XYZ and its Chief Executive Officer, Anne Adams, misled investors by intentionally overstating the profits that the company expected to earn in the future. The lawsuit also claimed that XYZ issued press releases and financial statements that had false and misleading information about XYZ's income and earnings per share for 1999, and that XYZ executives sold their personally held shares of XYZ stock at inflated prices during that time. XYZ and Ms. Adams deny they did anything wrong.

3. Why is this a class action?

In a class action, one or more people called Class Representatives (in this case Mary North), sue on behalf of people who have similar claims. All these people are a Class or Class Members. One court resolves the issues for all Class Members, except for those who exclude themselves from the Class. U.S. District Judge Jane Jones is in charge of this class action.

4. Why is there a settlement?

The Court did not decide in favor of Plaintiffs or Defendants. Instead, both sides agreed to a settlement. That way, they avoid the cost of a trial, and the people affected will get compensation. The Class Representative and the attorneys think the settlement is best for all Class Members.

WHO IS IN THE SETTLEMENT

To see if you will get money from this settlement, you first have to decide if you are a Class Member.

5. How do I know if I am part of the settlement?

Judge Jones decided that everyone who fits this description is a Class Member: *All people who purchased shares of XYZ Corporation stock during 1999*.

6. Are there exceptions to being included?

You are not a Class Member if you are an officer or director of XYZ, or were one during 1999. Also, immediate family members of XYZ officers and directors are not in the Class.

If one of your mutual funds owns shares of XYZ stock, that alone does not make you a Class Member. You are a Class Member only if you purchased shares of XYZ stock individually. Contact your broker to see if you have or held XYZ stock.

If you sold XYZ stock during 1999, that alone does not make you a Class Member. You are a Class Member only if you bought shares in 1999.

7. I'm still not sure if I am included.

If you are still not sure whether you are included, you can ask for free help. You can call 1-800-000-0000 or visit XYZsettlement com for more information. Or you can fill out and return the claim form described on page 5, in question 10, to see if you qualify.

THE SETTLEMENT BENEFITS—WHAT YOU GET

8. What does the settlement provide?

XYZ has agreed to create a $6.99 million fund to be divided among all Class Members who send in a valid claim form.

9. How much will my payment be?

Your share of the fund will depend on the number of valid claim forms that Class Members send in, how many shares of XYZ stock you bought, and when you bought and sold them. Here's how it works:

There were about 40,000,000 shares of XYZ stock bought during 1999. For each day of that year, the settlement specifies that the stock price was "Artificially Inflated" by a certain amount. These amounts per share are listed on pages 11 and 12 of the "Understanding Your Payment" section of this Notice.

By following the instructions on page 10 of this Notice, you can calculate what is called your Net Recognized Loss. It's unlikely that you will get a payment for all of your Net Recognized Loss. After all Class Members have sent in their claim forms, the payment you get will reflect your Net Recognized Loss in relation to everyone's Net Recognized Loss. See the instructions on page 10 for more information on your Net Recognized Loss.

So those who bought more shares and have a larger Net Recognized Loss will get more money, and those who bought fewer shares and have a smaller Net Recognized Loss will get less. All of the $6.99 million available will be distributed.

If every eligible Class Member sends in a valid claim form, the average payment will be 17 ½ cents ($6,990,000 ÷ 40,000,000 shares) for each share bought in 1999. The number of claimants who send in claims varies widely from case to case. If less than 100% of the Class sends in a claim form, you could get more money.

HOW YOU GET A PAYMENT—SUBMITTING A CLAIM FORM

10. How can I get a payment?

To qualify for payment, you must send in a claim form. A claim form is attached to this Notice. You may also get a claim form on the Internet at XYZsettlement com. Read the instructions carefully, fill out the form, include all the documents the form asks for, sign it, and mail it postmarked no later than **Month 00, 0000**.

11. When would I get my payment?

The Court will hold a hearing on Month 00, 0000, to decide whether to approve the settlement. If Judge Jones approves the settlement after that, there may be appeals. It's always uncertain whether these appeals can be resolved, and resolving them can take time, perhaps more than a year. Everyone who sends in a claim form will be informed of the progress of the settlement. Please be patient.

12. What am I giving up to get a payment or stay in the Class?

Unless you exclude yourself, you are staying in the class, and that means that you can't sue, continue to sue, or be part of any other lawsuit against XYZ about the legal issues in *this* case. It also means that all of the Court's orders will apply to you and legally bind you. If you sign the claim form, you will agree to a "Release of Claims," attached to the claim form, which describes exactly the legal claims that you give up if you get settlement benefits.

EXCLUDING YOURSELF FROM THE SETTLEMENT

If you don't want a payment from this settlement, but you want to keep the right to sue or continue to sue XYZ, on your own, about the legal issues in this case, then you must take steps to get out. This is called excluding yourself—or is sometimes referred to as opting out of the settlement Class.

13. How do I get out of the settlement?

To exclude yourself from the settlement, you must send a letter by mail saying that you want to be excluded from *North v. XYZ*. Be sure to include your name, address, telephone number, and your signature. You must mail your exclusion request postmarked no later than **Month 00, 0000** to:

XYZ Exclusions
P.O. Box 0000
City, ST 00000-0000

You can't exclude yourself on the phone or by e-mail. If you ask to be excluded, you will not get any settlement payment, and you cannot object to the settlement. You will not be legally bound by anything that happens in this lawsuit. You may be able to sue (or continue to sue) XYZ in the future.

14. If I don't exclude myself, can I sue XYZ for the same thing later?

No. Unless you exclude yourself, you give up any right to sue XYZ for the claims that this settlement resolves. If you have a pending lawsuit speak to your lawyer in that case immediately. You must exclude yourself from *this* Class to continue your own lawsuit. Remember, the exclusion deadline is **Month 00, 0000**.

15. If I exclude myself, can I get money from this settlement?

No. If you exclude yourself, do not send in a claim form to ask for any money. But, you may sue, continue to sue, or be part of a different lawsuit against XYZ.

THE LAWYERS REPRESENTING YOU

16. Do I have a lawyer in this case?

The Court asked the law firm of Lawfirm LLP in City, ST, to represent you and other Class Members. These lawyers are called Class Counsel. You will not be charged for these lawyers. If you want to be represented by your own lawyer, you may hire one at your own expense.

17. How will the lawyers be paid?

Class Counsel will ask the Court for attorneys' fees and expenses up to $3,010,000, and a payment of $10,000 to the Class Representative, Mary North. The Court may award less than these amounts. XYZ will separately pay the fees and expenses that the Court awards. These amounts will not come out of the funds for payments to Class Members. XYZ has agreed not to oppose these fees and expenses. XYZ will also separately pay the costs to administer the settlement.

OBJECTING TO THE SETTLEMENT

You can tell the Court that you don't agree with the settlement or some part of it.

18. How do I tell the Court that I don't like the settlement?

If you're a Class Member, you can object to the settlement if you don't like any part of it. You can give reasons why you think the Court should not approve it. The Court will consider your views. To object, you must send a letter saying that you object to *North v. XYZ*. Be sure to include your name, address, telephone number, your signature, and the reasons you object to the settlement. Mail the objection to these three different places postmarked no later than **Month 00, 0000**:

COURT	CLASS COUNSEL	DEFENSE COUNSEL
Clerk of the Court United States District Court for the District of State 100 Court Street City, ST 00000-0000	Herman Green Lawfirm LLP 100 Main Street Suite 100 City, ST 00000-0000	John Simmons Defensefirm LLP 200 Broad Street Suite 200 City ST, 00000-0000

19. What's the difference between objecting and excluding?

Objecting is simply telling the Court that you don't like something about the settlement. You can object only if you stay in the Class. Excluding yourself is telling the Court that you don't want to be part of the Class. If you exclude yourself, you have no basis to object because the case no longer affects you.

THE COURT'S FAIRNESS HEARING

The Court will hold a hearing to decide whether to approve the settlement. You may attend and you may ask to speak, but you don't have to.

20. When and where will the Court decide whether to approve the settlement?

The Court will hold a Fairness Hearing at 9:00 AM on Tuesday, Month 00, 0000, at the United States District Court for the District of State, 100 Court Street, City, State, in Courtroom One. At this hearing the Court will consider whether the settlement is fair, reasonable, and adequate. If there are objections, the Court will consider them. Judge Jones will listen to people who have asked to speak at the hearing. The Court may also decide how much to pay to Class Counsel. After the hearing, the Court will decide whether to approve the settlement. We do not know how long these decisions will take.

21. Do I have to come to the hearing?

No. Class Counsel will answer questions Judge Jones may have. But, you are welcome to come at your own expense. If you send an objection, you don't have to come to Court to talk about it. As long as you mailed your written objection on time, the Court will consider it. You may also pay your own lawyer to attend, but it's not necessary.

22. May I speak at the hearing?

You may ask the Court for permission to speak at the Fairness Hearing. To do so, you must send a letter saying that it is your "Notice of Intention to Appear in *North v. XYZ*." Be sure to include your name, address, telephone number, and your signature. Your Notice of Intention to Appear must be postmarked no later than **Month 00, 0000,** and be sent to the Clerk of the Court, Class Counsel, and Defense Counsel, at the three addresses on page 7, in question 18. You cannot speak at the hearing if you excluded yourself.

IF YOU DO NOTHING

23. What happens if I do nothing at all?

If you do nothing, you'll get no money from this settlement. But, unless you exclude yourself, you won't be able to start a lawsuit, continue with a lawsuit, or be part of any other lawsuit against XYZ about the legal issues in this case, ever again.

GETTING MORE INFORMATION

24. Are there more details about the settlement?

This notice summarizes the proposed settlement. More details are in a Settlement Agreement. You can get a copy of the Settlement Agreement by writing to Herman Green, Lawfirm LLP, 100 Main Street, Suite 100, City, ST 00000-0000, or by visiting www XYZsettlement com.

25. How do I get more information?

You can call 1-800-000-0000 toll free; write to XYZ Settlement, P.O. Box 0000, City ST 00000-0000; or visit the website at www XYZsettlement com, where you will find answers to common questions about the settlement, a claim form, plus other information to help you determine whether you are a Class Member and whether you are eligible for a payment.

DATE: MONTH 00, 0000.

UNDERSTANDING YOUR PAYMENT

STEP 1: Go to the table on the next page, find the date you bought your XYZ shares, and see what the artificial inflation rate per share ("Artificial Inflation") was on that date.

STEP 2: Multiply the number of shares you bought by the Artificial Inflation for that date. This result is your Recognized Loss. Skip to STEP 6 if you did not sell this stock during the class period. If you sold any of your XYZ stock during 1999, continue with STEP 3.

> STEP 3: Go to the table on the next page, find the date you sold your shares of XYZ stock that you had purchased in 1999, and see the Artificial Inflation for that date.
>
> STEP 4: Multiply the number of shares you sold by the Artificial Inflation for that date.
>
> STEP 5: Subtract the amount calculated in STEP 4 from the amount calculated in STEP 2. This is your Net Recognized Loss. If your Net Recognized Loss is less than zero, you do not have a claim in this settlement.

STEP 6: Your Net Recognized Loss is a percentage of the total Net Recognized Losses from all Class Members claims. This percentage is the same percentage of the settlement fund that you will get. This amount can be estimated only after the claims administrator receives all the claim forms. If less than 100% of the Class sends in a claim form, you could get more money.

STEP 7: The claims administrator will calculate your payment from the settlement fund.

EXAMPLE—PAYMENT CALCULATION	
Suppose John Smith bought 500 shares of XYZ stock on March 31, 1999, and sold 400 shares of XYZ stock on August 27, 1999:	
STEP 1:	On 3/31/99 the Artificial Inflation = $8.03
STEP 2:	500 shares bought x $8.03 = $4,015 Recognized Loss
STEP 3:	On 8/27/99 the Artificial Inflation = $5.89
STEP 4:	400 shares sold x $5.89 = $2,356 to deduct from John Smith's Recognized Loss
STEP 5:	$4,015 - $2,356 = $1,659, John Smith's Net Recognized Loss
STEP 6:	Suppose in this example that there is a total Net Recognized Loss of $20 million claimed by all Class Members who send in claim forms: $1,659 ÷ $20,000,000 = John Smith's Net Recognized Loss per share is .0000829 of the total.
STEP 7:	.0000829 x $6,990,000 = John Smith's payment would be $579.47

Date	Artificial Inflation Rate Per Share
01/02/1999	$3.01
01/05/1999	$2.67
01/06/1999	$2.67
01/07/1999	$2.62
01/08/1999	$2.50
01/09/1999	$2.41
01/12/1999	$2.44
01/13/1999	$2.52
01/14/1999	$2.52
01/15/1999	$2.48
01/16/1999	$2.45
01/20/1999	$4.11
01/21/1999	$4.07
01/22/1999	$4.15
01/23/1999	$4.07
01/26/1999	$3.94
01/27/1999	$3.88
01/28/1999	$4.18
01/29/1999	$4.15
01/30/1999	$4.09
02/02/1999	$3.99
02/03/1999	$3.96
02/04/1999	$4.09
02/05/1999	$4.35
02/06/1999	$4.88
02/09/1999	$4.94
02/10/1999	$5.00
02/11/1999	$5.02
02/12/1999	$4.96
02/13/1999	$5.19
02/17/1999	$5.60
02/18/1999	$5.53
02/19/1999	$5.47
02/20/1999	$5.30
02/23/1999	$5.45
02/24/1999	$5.43
02/25/1999	$5.49
02/26/1999	$5.87
02/27/1999	$5.87
03/02/1999	$5.53
03/03/1999	$5.60
03/04/1999	$5.53
03/05/1999	$5.43
03/06/1999	$5.41
03/09/1999	$5.76
03/10/1999	$5.64
03/11/1999	$5.49

Date	Artificial Inflation Rate Per Share
03/12/1999	$5.74
03/13/1999	$5.74
03/16/1999	$5.72
03/17/1999	$5.72
03/18/1999	$5.93
03/19/1999	$5.94
03/20/1999	$5.83
03/23/1999	$5.93
03/24/1999	$6.13
03/25/1999	$6.47
03/26/1999	$6.95
03/27/1999	$7.12
03/30/1999	$7.57
03/31/1999	$8.03
04/01/1999	$7.95
04/02/1999	$8.37
04/03/1999	$7.95
04/06/1999	$8.10
04/07/1999	$8.08
04/08/1999	$8.08
04/09/1999	$8.18
04/13/1999	$8.14
04/14/1999	$8.16
04/15/1999	$8.25
04/16/1999	$8.25
04/17/1999	$8.31
04/20/1999	$8.14
04/21/1999	$8.22
04/22/1999	$8.07
04/23/1999	$8.07
04/24/1999	$7.97
04/27/1999	$7.46
04/28/1999	$7.35
04/29/1999	$7.12
04/30/1999	$7.50
05/01/1999	$7.80
05/04/1999	$7.95
05/05/1999	$7.88
05/06/1999	$7.72
05/07/1999	$7.57
05/08/1999	$7.46
05/11/1999	$7.50
05/12/1999	$7.46
05/13/1999	$7.46
05/14/1999	$7.36
05/15/1999	$7.40
05/18/1999	$7.42

Date	Artificial Inflation Rate Per Share
05/19/1999	$7.19
05/20/1999	$7.08
05/21/1999	$7.36
05/22/1999	$7.35
05/26/1999	$7.36
05/27/1999	$7.36
05/28/1999	$7.33
05/29/1999	$7.38
06/01/1999	$7.40
06/02/1999	$7.42
06/03/1999	$7.54
06/04/1999	$7.69
06/05/1999	$7.84
06/08/1999	$8.29
06/09/1999	$8.42
06/10/1999	$8.67
06/11/1999	$8.90
06/12/1999	$9.03
06/15/1999	$8.73
06/16/1999	$8.67
06/17/1999	$8.50
06/18/1999	$8.41
06/19/1999	$8.75
06/22/1999	$8.90
06/23/1999	$9.11
06/24/1999	$9.64
06/25/1999	$9.60
06/26/1999	$9.77
06/29/1999	$9.56
06/30/1999	$8.86
07/01/1999	$9.14
07/02/1999	$9.20
07/06/1999	$9.05
07/07/1999	$9.01
07/08/1999	$8.97
07/09/1999	$8.92
07/13/1999	$8.84
07/14/1999	$8.90
07/15/1999	$8.88
07/16/1999	$8.86
07/17/1999	$8.86
07/20/1999	$9.69
07/21/1999	$8.48
07/22/1999	$8.25
07/23/1999	$7.65
07/24/1999	$7.76
07/27/1999	$7.76

Date	Artificial Inflation Rate Per Share
07/29/1999	$7.42
07/30/1999	$7.50
07/31/1999	$7.27
08/03/1999	$7.06
08/04/1999	$7.16
08/05/1999	$7.46
08/06/1999	$7.78
08/07/1999	$7.93
08/10/1999	$7.86
08/11/1999	$7.55
08/12/1999	$7.57
08/13/1999	$7.55
08/14/1999	$7.50
08/17/1999	$7.50
08/18/1999	$8.03
08/19/1999	$8.08
08/20/1999	$7.99
08/21/1999	$7.82
08/24/1999	$7.57
08/25/1999	$7.08
08/26/1999	$6.27
08/27/1999	$5.89
08/28/1999	$5.66
08/31/1999	$5.13
09/01/1999	$5.36
09/02/1999	$6.19
09/03/1999	$5.83
09/04/1999	$5.77
09/08/1999	$6.21
09/09/1999	$6.02
09/10/1999	$5.59
09/11/1999	$5.47
09/14/1999	$5.74
09/15/1999	$6.04
09/16/1999	$5.91
09/17/1999	$5.93

Date	Artificial Inflation Rate Per Share
09/18/1999	$6.44
09/21/1999	$6.36
09/22/1999	$6.78
09/23/1999	$6.76
09/24/1999	$6.53
09/25/1999	$5.89
09/28/1999	$5.72
09/29/1999	$5.43
09/30/1999	$5.15
10/01/1999	$3.99
10/05/1999	$4.20
10/06/1999	$4.18
10/07/1999	$3.90
10/08/1999	$3.75
10/09/1999	$3.64
10/12/1999	$4.05
10/13/1999	$3.98
10/14/1999	$3.86
10/15/1999	$3.86
10/16/1999	$3.79
10/19/1999	$3.84
10/20/1999	$4.39
10/21/1999	$3.90
10/22/1999	$3.94
10/23/1999	$3.64
10/26/1999	$3.64
10/27/1999	$3.84
10/28/1999	$4.24
10/29/1999	$4.37
10/30/1999	$4.54
11/02/1999	$4.81
11/03/1999	$5.30
11/04/1999	$5.60
11/05/1999	$5.96
11/06/1999	$5.98
11/09/1999	$6.06

Date	Artificial Inflation Rate Per Share
11/10/1999	$5.89
11/11/1999	$5.72
11/12/1999	$5.45
11/13/1999	$5.51
11/16/1999	$5.70
11/17/1999	$5.76
11/18/1999	$5.93
11/19/1999	$6.10
11/20/1999	$6.04
11/23/1999	$6.06
11/24/1999	$5.85
11/25/1999	$5.76
11/27/1999	$5.76
11/30/1999	$5.83
12/01/1999	$5.72
12/02/1999	$5.68
12/03/1999	$5.66
12/04/1999	$3.49
12/07/1999	$1.54
12/08/1999	$1.58
12/10/1999	$1.58
12/11/1999	$1.65
12/14/1999	$1.54
12/15/1999	$1.61
12/16/1999	$1.56
12/17/1999	$1.54
12/18/1999	$1.64
12/21/1999	$1.70
12/22/1999	$1.60
12/23/1999	$1.63
12/24/1999	$1.63
12/28/1999	$1.72
12/29/1999	$1.74
12/30/1999	$1.76
12/31/1999	$1.86