

**COURT APPROVED NOTICE OF CLASS AND PAGA SETTLEMENT AND HEARING DATE FOR
FINAL COURT APPROVAL**

Phillips et al. v. Providien Thermoforming, Inc. et al.

Superior Court of California, County of San Diego, Case No. 37-2021-00006863-CU-OE-CTL

The Superior Court for the State of California authorized this Notice. Read it carefully! It's not junk mail, spam, an advertisement, or solicitation by a lawyer. You are not being sued.

You may be eligible to receive money from an employment class action Settlement resulting from a lawsuit (“Action”) against Providien Thermoforming, Inc.; and Carlisle Medical Technologies, LLC, fka Providien, LLC (collectively “Providien”) for alleged wage and hour violations. The Action was filed by former Providien employees, Marquise Phillips, Pepe Malveda, and Bruce Mason (collectively “Plaintiffs”) and seeks payment of unpaid wages, meal and rest premiums, reimbursement, and penalties for a class of hourly and/or non-exempt employees in California (“Class Members”) at any time during the Class Period (between February 17, 2017 and October 27, 2023); and (2) penalties under the California Private Attorneys General Act (“PAGA”) for all hourly employees who worked for Providien during the PAGA Period (April 22, 2020 through October 27, 2023 (“PAGA Employees”).

The proposed Settlement has two main parts: (1) a Class Settlement Requiring Defendants to fund Individual Settlement Payments, and (2) a PAGA Settlement requiring Defendants to fund Individual PAGA Payments and pay monies to the California Labor and Workforce Development Agency (“LWDA”).

Based on Providien’s records, and the Parties’ current assumptions, **your Individual Settlement Payment is estimated to be «estAmount» (less withholding)**. The actual amount you may receive may be different and will depend on a number of factors. (If no amount is stated for your Individual PAGA Payment, then according to Providien’s records you are not eligible for an Individual PAGA Payment under the Settlement because you didn’t work during the PAGA Period.)

The above estimates are based on Providien’s records showing that **you worked «WorkWeeks» workweeks** during the Class Period and **you worked «PAGAPeriods» pay periods** during the PAGA period. If you believe that you worked more workweeks during either period, you can submit a challenge by the deadline date. See Section 4 of this Notice.

The Court has already preliminarily approved the proposed Settlement and approved this Notice. The Court has not yet decided whether to grant final approval. Your legal rights are affected whether you act or do not act. Read this Notice carefully. You will be deemed to have carefully read and understood it. At the Final Approval Hearing, the Court will decide whether to finally approve the Settlement and how much of the Settlement will be paid to Plaintiffs and Plaintiffs’ attorneys (“Class Counsel”). The Court will also decide whether to enter a judgment that requires Providien to make payments under the Settlement and requires Class Members and PAGA Employees to give up their rights to assert certain claims against Providien.

If you worked for Providien during the Class Period, you have two basic options under the Settlement:

- (1) **Do Nothing.** You do not have to do anything to participate in the proposed Settlement and be eligible for an Individual Settlement Payment. However, as a Participating Class Member, you will give up your right to assert the released wage and hour claims that accrued during the Class Period against Providien.
- (2) **Opt-Out of the Class Settlement.** You can exclude yourself from the Class Settlement (opt-out) by submitting the written Request for Exclusion or otherwise notifying the Administrator in writing. If you opt-out of the Settlement, you will not receive an Individual Settlement Payment. You will, however, preserve your right to personally pursue the released claims that accrued during the Class Period against Providien. You cannot, however, opt-out of the PAGA portion of the proposed Settlement.

Providien will not retaliate against you for any actions you take with respect to the proposed Settlement.

SUMMARY OF YOUR LEGAL RIGHTS AND OPTIONS IN THIS SETTLEMENT

You Don't Have to Do Anything to Participate in the Settlement	If you do nothing, you will be a Participating Class Member, eligible for an Individual Settlement Payment. In exchange, you will give up your right to assert the wage claims against Providien that are covered by this Settlement (Released Claims).
You Can Opt-out of the Class Settlement The Opt-out Deadline is March 18, 2024.	If you don't want to fully participate in the proposed Settlement, you can opt-out of the Class Settlement by sending the Administrator a written Request for Exclusion. Once excluded, you will be a Non-Participating Class Member and no longer eligible for an Individual Settlement Payment. Non-Participating Class Members cannot object to any portion of the proposed Settlement. See Section 6 of this Notice.
Participating Class Members Can Object to the Class Settlement Written Objections Must be Submitted by March 18, 2024.	All Class Members who do not opt-out ("Participating Class Members") can object to any aspect of the proposed Settlement. The Court's decision whether to finally approve the Settlement will include a determination of how much will be paid to Class Counsel and Plaintiffs who pursued the Action on behalf of the Class. You are not personally responsible for any payments to Class Counsel or Plaintiffs, but every dollar paid to Class Counsel and Plaintiffs reduces the overall amount paid to Participating Class Members. See Section 7 of this Notice.
You Can Participate in the April 12, 2024 Final Approval Hearing	The Court's Final Approval Hearing is scheduled to take place on April 12, 2024. You don't have to attend but you do have the right to appear (or hire an attorney to appear on your behalf at your own cost), in person, by telephone or by using the Court's virtual appearance platform. See Section 8 of this Notice.
You Can Challenge the Calculation of Your Workweeks Written Challenges Must be Submitted by March 18, 2024.	The amount of your Individual Settlement Payment depends on how many workweeks you worked during the Class Period. The number Class Period Workweeks you worked according to Providien's records is stated on the first page of this Notice. If you disagree with this number, you must challenge it by March 18, 2024. See Section 4 of this Notice.

1. WHAT IS THE ACTION ABOUT?

Plaintiffs are former employees of Providien. The Action accuses Providien of violating California labor laws by: violating Labor Code sections 510 and 1198 (unpaid overtime), violating Labor Code sections 226.7 and 512(a) (unpaid meal period premiums), violating Labor Code section 226.7 (unpaid rest period premiums), violating Labor Code sections 1194 and 1197 (unpaid minimum wages), violating Labor Code sections 201 and 202 (final wages not timely paid), violating Labor Code section 226(a) (non-compliant wage statements), violating Labor Code sections 2800 and 2802 (unreimbursed business expenses), and violating Business & Professions Code section 17200, et seq. Based on the same claims, Plaintiffs have also asserted a claim for civil penalties under the California Private Attorneys General Act (Labor Code §§ 2698, et seq.) ("PAGA").

Plaintiffs are represented by the following attorneys (collectively referred to as "Class Counsel") in the Action: Graham S. P. Hollis, Nathan J. Reese, and Alex Kuner of Graham Hollis, APC; Douglas Han, Shunt Tatavos-Gharajeh, and Talia Lux of Justice Law Corporation.

Providien strongly denies violating any laws or failing to pay any wages and contends it complied with all applicable laws. Providien has entered into the Settlement solely for the purposes of resolving this dispute and has agreed to settle the case as part of a compromise with Plaintiffs. By agreeing to settle, Providien not admitting liability on any of the factual allegations or claims in the case or that the case can or should proceed as a class action.

2. WHAT DOES IT MEAN THAT THE ACTION HAS SETTLED?

So far, the Court has made no determination whether Providien or Plaintiffs are correct on the merits. In the meantime,

Questions? Call the Settlement Administrator Toll Free at 1 (888) 729-0855

Plaintiffs and Providien hired an experienced, neutral mediator to preside over a mediation in an effort to resolve the Action by negotiating an to end the case by agreement (settle the case) rather than continuing the expensive and time-consuming process of litigation. The negotiations were successful. By signing a lengthy written settlement agreement (“Agreement”) and agreeing to jointly ask the Court to enter a judgment ending the Action and enforcing the Agreement, Plaintiffs and Providien have negotiated a proposed Settlement that is subject to the Court’s Final Approval. Both sides agree the proposed Settlement is a compromise of disputed claims. By agreeing to settle, Providien does not admit any violations or concede the merit of any claims.

Plaintiffs and Class Counsel strongly believe the Settlement is a good deal for you because they believe that: (1) Providien has agreed to pay a fair, reasonable and adequate amount considering the strength of the claims and the risks and uncertainties of continued litigation; and (2) Settlement is in the best interests of the Class Members and PAGA employees. The Court preliminarily approved the proposed Settlement as fair, reasonable and adequate, authorized this Notice, and scheduled a hearing to determine Final Approval.

3. WHAT ARE THE IMPORTANT TERMS OF THE PROPOSED SETTLEMENT?

1. Providien will pay \$5,500,000.00 as the Maximum Settlement Amount (MSA). Providien has agreed to deposit the MSA into an account controlled by the Administrator of the Settlement. The Administrator will use the MSA to pay the Individual Settlement Payments, Individual PAGA Payments, Class Representative Service Payments, Class Counsel’s attorney’s fees and expenses, and the Administrator’s expenses, and penalties to be paid to the California Labor and Workforce Development Agency (“LWDA”).
2. Assuming the Court grants Final Approval and no objections are received, Providien will fund the Settlement by transferring the MSA to the Administrator within ten (10) days following Final Approval. The Administrator will then be responsible for calculating and mailing Individual Settlement Payments within ten (10) days following the funding of the Settlement.

In order to ensure you receive a payment, it is essential that you inform the Administrator (identified in Section 9 of this notice) about any changes to your mailing address that occur at any time prior to the mailing of the settlement payments.

3. **Court Approved Deductions from Gross Settlement.** At the Final Approval Hearing, Plaintiffs and/or Class Counsel will ask the Court to approve the following deductions from the MSA, the amounts of which will be decided by the Court at the Final Approval Hearing:
 - A. Up to \$1,925,000.00 (35% of the MSA) to Class Counsel for attorneys’ fees and up to \$50,000.00 for their litigation expenses. To date, Class Counsel have worked and incurred expenses on the Action without payment.
 - B. Up to \$30,000.00 to Class Representatives (up to \$10,000.00 for each of the three Class Representatives) for Service Awards for filing the Action, working with Class Counsel and representing the Class and PAGA Employees. A Service Award will be the only monies Plaintiffs will receive other than Plaintiffs’ Individual Settlement Payments and any Individual PAGA Payments.
 - C. Up to \$25,000.00 to the Administrator for services administering the Settlement.
 - D. Up to \$275,000.00 for PAGA Penalties, with 75% (\$206,250.00) to be paid to the California Labor and Workforce Development Agency (“LWDA”), and the remaining twenty-five (25%) (\$68,750.00) to be paid to covered employees based on the number of pay periods they worked for during the PAGA Period.

Participating Class Members have the right to object to any of these deductions. The Court will consider all objections.

4. **Net Settlement Distributed to Class Members.** After making the above deductions in amounts approved by the Court,

Questions? Call the Settlement Administrator Toll Free at 1 (888) 729-0855

the Administrator will distribute the rest of the Maximum Settlement Amount (the “Net Settlement Sum”) by making Individual Class Payments to Participating Class Members based on their Class Period Workweeks.

5. Taxes Owed on Payments to Class Members. Plaintiffs and Providien are asking the Court to approve an allocation of thirty-three percent (33%) of each Individual Class Payment to taxable wages (“Wage Portion”) and sixty-seven percent (67%) to interest and penalties (“Non-Wage Portion”). The Wage Portion is subject to withholdings and will be reported on IRS W-2 Forms. Providien will separately pay employer payroll taxes it owes on the Wage Portion, and the Administrator will report the Non-Wage Portions of the Individual Class Payments on IRS 1099 Forms. The Individual PAGA Payments are counted as penalties rather than wages for tax purposes. The Administrator will report the payments attributable to PAGA and the Non-Wage Portions of the Individual Class Payments on IRS 1099 Forms.

Although Plaintiffs and Providien have agreed to these allocations, neither side is giving you any advice on whether your payments are taxable or how much you might owe in taxes. You are responsible for paying all taxes (including penalties and interest on back taxes) on any Payments received from the proposed Settlement. You should consult a tax advisor if you have any questions about the tax consequences of the proposed Settlement.

6. Need to Promptly Cash Payment Checks. The front of every check issued for Individual Settlement Payments will show the date when the check expires (the void date). If you don’t cash it by the void date, your check will be automatically cancelled, and the monies will be distributed to the State of California Unclaimed Property Fund and held for you in your name. For more information regarding unclaimed property, you may visit the California State Controller’s website at: https://www.sco.ca.gov/search_upd.html.

7. Requests for Exclusion from the Class Settlement (Opt-Outs). You will be treated as a Participating Class Member, participating fully in the Class Settlement, unless you notify the Administrator in writing, not later than March 18, 2024, that you wish to opt-out. If you wish to exclude yourself from the settlement, you must notify the Administrator by sending a written and signed Request for Exclusion by the March 18, 2024, Response Deadline. The Request for Exclusion should be a letter from you or your representative setting forth your name and signature, the last four digits of your Social Security Number and the following statement or something similar to “I request to be excluded from the class action proceedings in the matter of *Marquise Phillips and Pepe Malveda v. Providien Thermoforming, Inc., et al.* currently pending in the California Superior Court, County of San Diego. Excluded Class Members (i.e., Non-Participating Class Members) will not receive Individual Class Payments, but will preserve their rights to personally pursue wage and hour claims against Providien.

You cannot opt-out of the PAGA portion of the Settlement. Class Members who exclude themselves from the Class Settlement (Non-Participating Class Members) remain eligible for Individual PAGA Payments and are required to give up their right to assert PAGA claims against Providien based on the facts alleged in the Action during the PAGA Period.

8. Administrator. The Court has appointed a neutral company, CPT Group, Inc. (the “Administrator”) to send this Notice, calculate and make payments, and process Class Members’ Requests for Exclusion. The Administrator will also mail and re-mail settlement checks and tax forms, and perform other tasks necessary to administer the Settlement. The Administrator’s contact information is contained in Section 9 of this Notice.
9. Participating Class Members’ Release. After the Judgment is final and Providien has fully funded the MSA and separately paid all employer payroll taxes, Participating Class Members will be legally barred from asserting any of the claims released under the Settlement (“Released Class Claims”). This means that unless you opted out by validly excluding yourself from the Class Settlement, you cannot sue, continue to sue, or be part of any other lawsuit against Providien or related entities alleging the Released Class Claims during Class Period as alleged in the Action and resolved by this Settlement.

“Released Class Claims” means all claims, debts, liabilities, demands, obligations, penalties, premium pay, guarantees, costs, expenses, attorney’s fees, damages, restitution, actions or causes of action of whatever kind or nature, contingent or accrued, and irrespective of theory of recovery, that were or could have been brought based on the facts or claims alleged in any of the complaints filed in the Action or enumerated in the LWDA Letter, arising during the Class Period, except for claims for PAGA penalties. The released claims include, but are not limited to, claims for failure to pay sick

time pay at the correct rate, failure to provide meal periods, failure to authorize and permit rest periods, short/late meal and rest periods, failure to relieve of all duties during meal and rest periods, failure to pay or properly compensate meal or rest break premiums, failure to furnish accurate wage statements, failure to pay final wages upon separation of employment, claims related to pay wages based on failure to properly calculate the regular rate of pay, failure to reimburse business expenses, claims derivative and/or related to these claims, liquidated damages, conversion of wages, and claims under the California Unfair Competition Law (Business and Professions Code Section 17200 et seq.) arising from the Labor Code violations released herein.

10. Aggrieved Employees' PAGA Release. After the Court's judgment is final, and Providien has paid the MSA, all PAGA Employees (i.e. all current and former non-exempt employees who worked for Providien in the State of California at any time from April 22, 2020 through October 27, 2023) will also be barred from asserting PAGA Released Claims against Providien, regardless whether or not they exclude themselves from the Settlement. This means that all current and former non-exempt employees who worked for Providien in the State of California at any time from April 22, 2020 through October 27, 2023, including those who are Participating Class Members and those who opt-out of the Class Settlement, cannot sue, continue to sue, or participate in any other PAGA claim against Providien or its related entities based on the PAGA Period facts alleged in the Action and resolved by this Settlement.

"Released PAGA Claims" means all claims for penalties under PAGA from April 22, 2020 through October 27, 2023 that were or could have been alleged in the Action based on the facts or claims alleged in any version of the complaint or enumerated in the LWDA Letter irrespective of the underlying theory of recovery supporting the claim for PAGA penalties.

4. HOW WILL THE ADMINISTRATOR CALCULATE MY PAYMENT?

1. Individual Class Payments. The Administrator will calculate Individual Class Payments by (a) dividing the Net Settlement Sum by the total number of Workweeks worked by all Participating Class Members, and (b) multiplying the result by the number of Workweeks worked by each individual Participating Class Member.
2. Individual PAGA Payments. The Administrator will calculate Individual PAGA Payments by (a) dividing \$68,750.00 by the total number of PAGA Pay Periods worked by all PAGA Employees and (b) multiplying the result by the number of PAGA Period Pay Periods worked by each individual PAGA Employee.
3. Workweek/Pay Period Challenges. The number of Class Workweeks you worked during the Class Period and the number of PAGA Pay Periods you worked during the PAGA Period, as recorded in Providien's records, are stated in the first page of this Notice. You have until March 18, 2024 to challenge the number of Workweeks and/or Pay Periods credited to you. You can submit your challenge by signing and sending a letter to the Administrator via mail, email or fax. Section 9 of this Notice has the Administrator's contact information.

You need to support your challenge by sending copies of pay stubs or other records. The Administrator will accept Providien's calculation of Workweeks and/or Pay Periods based on Providien's records as accurate unless you send copies of records containing contrary information. You should send copies rather than originals because the documents will not be returned to you. The Administrator will resolve Workweek challenges based on your submission and on input from Class Counsel (who will advocate on behalf of Participating Class Members) and Providien's Counsel. The Administrator's decision is final. You cannot appeal or otherwise challenge its final decision.

5. HOW WILL I GET PAID?

Participating Class Members. The Administrator will send, by U.S. mail, a single check to every Participating Class Member (i.e., every Class Member who does not opt-out) including those who also qualify as PAGA Employees. Said check shall include the portion of the settlement for Released Class Claims as well as Released PAGA Claims.

Non-Participating Class Members. If you are a Non-Participating Class Member (i.e., a Class Member who timely opts-out of the class settlement) and also a PAGA Employee, the Administrator will send, by U.S. mail, a single Individual PAGA Payment to you for releasing PAGA Released Claims.

Your check will be sent to the same address as this Notice. If you change your address, be sure to notify the Administrator as soon as possible. Section 9 of this Notice has the Administrator’s contact information.

6. HOW DO I OPT-OUT OF THE CLASS SETTLEMENT?

1.1 Submit a written and signed letter with your name, present address, telephone number, the last four digits of your social security number, and a simple statement that you do not want to participate in the Settlement such as the following: “I request to be excluded from the class action proceedings in the matter of *Phillips et al. v. Providien Thermoforming, Inc., et al.* currently pending in the California Superior Court, County of San Diego.” Be sure to personally sign your request, identify the Action, and include your identifying information (full name, address, telephone number, social security number, and date). You must make the request yourself. If someone else makes the request for you, it will not be valid. **The Administrator must be sent your request to be excluded by March 18, 2024, or it will be invalid.** Section 9 of the Notice has the Administrator’s contact information.

7. HOW DO I OBJECT TO THE SETTLEMENT?

Only Participating Class Members have the right to object to the Settlement. Before deciding whether to object, you may wish to see what Plaintiff and Providien are asking the Court to approve. At least 16 days before the April 12, 2024 Final Approval Hearing, Class Counsel and/or Plaintiff will file in Court (1) a Motion for Final Approval that includes, among other things, the reasons why the proposed Settlement is fair, and (2) a Motion for Fees, Litigation Expenses and Service Award stating (i) the amount Class Counsel is requesting for attorneys’ fees and litigation expenses; and (ii) the amount Plaintiff is requesting as a Class Representative Service Award. Upon reasonable request, Class Counsel (whose contact information is in Section 9 of this Notice) will send you copies of these documents at no cost to you. You can view them on the Court’s website (<https://www.sdcourt.ca.gov/sdcourt/civil2>), clicking “View a Case File,” and entering the case number (37-2021-00006863-CU-OE-CTL).

A Participating Class Member who disagrees with any aspect of the Agreement, the Motion for Final Approval and/or Motion for Fees, Litigation Expenses and Service Award may wish to object, for example, that the proposed Settlement is unfair, or that the amounts requested by Class Counsel or Plaintiff are too high or too low. **The deadline for sending written objections to the Administrator is March 18, 2024.** Be sure to tell the Administrator what you object to, why you object, and any facts and reasoning that support your objection. Make sure you identify the Action *Marquise Phillips and Pepe Malveda v. Providien Thermoforming, Inc., et al.* and include your name, current address, telephone number, and sign the objection. Section 9 of this Notice has the Administrator’s contact information.

Alternatively, a Participating Class Member can object (or personally retain a lawyer to object at your own cost) by attending the Final Approval Hearing. You (or your attorney) should be ready to tell the Court what you object to, why you object, and any facts that support your objection. See Section 8 of this Notice (immediately below) for specifics regarding the Final Approval Hearing.

8. CAN I ATTEND THE FINAL APPROVAL HEARING?

You can, but don’t have to, attend the Final Approval Hearing on April 12, 2024, at 9:00 a.m. in Department 72 of the San Diego Superior Court, located at Hall of Justice, 330 W Broadway, San Diego, CA 92101. At the Hearing, the judge will decide whether to grant Final Approval of the Settlement and how much of the Settlement will be paid to Class Counsel, Plaintiff, and the Administrator. The Court will invite comment from objectors, Class Counsel and Defense Counsel before making a decision. You can attend (or hire a lawyer to attend) either personally or virtually attend the hearing. Check the Court’s website for the most current information at <https://www.sdcourt.ca.gov/virtualhearings>.

It’s possible the Court will reschedule the Final Approval Hearing. You should check the San Diego Superior Court’s website (<https://www.sdcourt.ca.gov/sdcourt/civil2>) and entering the case number (37-2021-00006863-CU-OE-CTL) beforehand or contact Class Counsel to verify the date and time of the Final Approval Hearing.

9. HOW CAN I GET MORE INFORMATION?

Questions? Call the Settlement Administrator Toll Free at 1 (888) 729-0855

The Settlement Agreement sets forth everything Providien and Plaintiffs have promised to do under the proposed Settlement. The easiest way to read the Settlement Agreement, the Judgment or any other Settlement documents is to go to CPT's website at www.cptgroupcaseinfo.com/ProvidienSettlement. You can also telephone or send an email to Class Counsel or the Administrator using the contact information listed below, or consult the Superior Court website Court's website by going to <https://www.sdcourt.ca.gov/sdcourt/civil2>, clicking "View a Case File," and entering the case number (37-2021-00006863-CU-OE-CTL). You can also personally review court documents in the Civil Business Office at Hall of Justice, 330 W Broadway, San Diego, CA 92101. For more information, including regular business hours, go to: <https://www.sdcourt.ca.gov/sdcourt/civil2/civillocations>.

DO NOT TELEPHONE THE SUPERIOR COURT TO OBTAIN INFORMATION ABOUT THE SETTLEMENT.

Class Counsel:

Name of Attorneys: Graham S.P. Hollis
Nathan J. Reese
Alex M. Kuner

Name of Firm: **Graham Hollis APC**

Mailing Address: 3555 Fifth Ave, San Diego, CA 92115

Email Address: akuner@grahamhollis.com

Telephone: 619.546.4309

Fax Number: 619-692-0822

Name of Attorneys: Douglas Han
Shunt Tatavos-Gharajeh
Talia Lux

Name of Firm: **Justice Law Corporation**

Mailing Address: 751 N Fair Oaks Ave # 101, Pasadena, CA 91103

Email Address: tlux@justicelawcorp.com

Telephone: (818) 230-7502

Fax Number: (818) 230-7259

Settlement Administrator:

Name of Company: CPT Group, Inc.

Email Address: ProvidienSettlement@cptgroup.com

Mailing Address: 50 Corporate Park, Irvine, CA 92606

Telephone: (888) 729-0855

Fax Number: (949) 419-3446

10. WHAT IF I LOSE MY SETTLEMENT CHECK?

If you lose or misplace your settlement check before cashing it, the Administrator will replace it as long as you request a replacement before the void date on the face of the original check. If your check is already void you may still claim the amount of your Individual Class Payment and/or an Individual PAGA Payment through the California State Controller's website for unclaimed property at https://www.sco.ca.gov/search_upd.html.

11. WHAT IF I CHANGE MY ADDRESS?

To receive your check, you should immediately notify the Administrator if you move or otherwise change your mailing address.