

**IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF PENNSYLVANIA**

**DEANNA R. LEDUC and TERRI TRIPP,
on behalf of the ACCT Holdings, Inc.
Employee Stock Ownership Plan, and on
behalf of a class of all other persons
similarly situated,**

Plaintiffs,

v.

**MIGUEL PAREDES, PRUDENT
FIDUCIARY SERVICES, LLC,
CHRISTOPHER J. DEBBAS, JAMES R.
GRIFFITHS, RUSSELL HUGHES,
JOSEPH LEMBO, GREGORY S.
CAMPBELL, and G.D. CAMPBELL
ASSOCIATES, L.P.,**

Defendants.

Case No. 2:24-cv-05970-WB

PLAN OF ALLOCATION

1. **Distribution of the Net Proceeds.** The Net Proceeds shall be distributed to Class Members as follows:¹

a) For those Class Members who have redeemed some or all of their vested shares prior to December 31, 2025 (“Cashed-Out Class Members”), the Settlement Administrator shall first set aside from the Net Proceeds an amount for each Cashed-Out Class Member equivalent to \$.33 per each cashed-out share.

b) Each Class Member’s share of the remaining Net Proceeds (after deducting the amount set aside for Cashed-Out Class Members under ¶ 1(a)) shall be based on

¹ Unless otherwise defined in this Plan of Allocation, capitalized terms have the meanings ascribed to them in the Settlement Agreement.

the number of vested shares of ACCT stock allocated to the Class Member's ESOP account as of December 31, 2025, plus the number of vested shares the Class Member redeemed prior to December 31, 2025, divided by the sum total of all vested shares of ACCT stock allocated to the ESOP accounts of all Class Members as of December 31, 2025, plus the total number of vested shares redeemed from Class Members prior to December 31, 2025. The resulting ratio shall constitute that Class Member's "Entitlement Percentage." Class Members who are not current participants in the Plan shall not be eligible to receive a distribution of less than \$10. After calculating each Class Member's share of the Net Proceeds under 1(b), the Settlement Administrator shall exclude from the distributions any non-participant Class Member due to receive less than \$10. The Settlement Administrator shall then recalculate each remaining Class Member's share of the Net Proceeds, excluding the vested and cashed-out shares of those non-participant Class Members due less than \$10, to calculate the remaining Class Members' Entitlement Percentage.

c) The Class Member's share of the Net Proceeds (minus the amount set aside for Cashed-Out Class Members (per ¶ 1(a) above)) shall be calculated by multiplying the total value of the Net Proceeds (minus the amount set aside for Cashed-Out Class Members) by his or her Entitlement Percentage.

d) The amount payable to Cashed-Out Class Members shall be the sum of the amount due to them under ¶ 1(a) plus the amount due to them under ¶ 1(c). The amount payable to all other Class Members shall be the amount due to them under ¶ 1(c).

2. Form of Distribution.

a) The allocable portion of the Net Proceeds for each Class Member who does not have an account balance in the Plan shall be distributed by the Settlement Administrator

via a check issued directly to that Class Member. Alternatively, should any such Class Member elect to have their funds rolled over into a qualified retirement account, the Settlement Administrator shall do so. The Class Notice shall provide information on electing a payment to a qualified retirement account.

b) The total allocable portion of the Net Proceeds for all Class Members who have an account balance in the Plan shall be distributed to the Plan Administrator or Recordkeeper along with a spreadsheet detailing how much money is to be deposited into each such Class Member's account.

3. Final Settlement Administration.

a) If any checks remain uncashed after 120 days, and the Settlement Administrator has made reasonable efforts to notify the recipients of these checks, the total amount of any uncashed checks shall be re-distributed by the Settlement Administrator pro-rata to Class Members with an account balance in the Plan;

b) In no event shall any part of the Net Proceeds be used to reimburse Defendants, to offset normal Plan expenses, or to offset settlement-related costs incurred by Defendants.

4. Tax-Related Issues and General Responsibilities

a) The payments made from the Net Proceeds to Class Members are intended to constitute restorative payments in accordance with Revenue Ruling 2002-45.

b) The Settlement Administrator shall be responsible for the preparation and issuance of any required Forms 1099 associated with the payments of the Net Proceeds to Class Members.

c) The Parties and their Counsel will provide no tax advice to the Class Members and make no representations regarding the tax consequences of any of the payments of

via a check issued directly to that Class Member. Alternatively, should any such Class Member elect to have their funds rolled over into a qualified retirement account, the Settlement Administrator shall do so. The Class Notice shall provide information on electing a payment to a qualified retirement account.

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c) The Parties and their Counsel will provide no tax advice to the Class Members and make no representations regarding the tax consequences of any of the payments of

the Settlement Amount described in this Settlement Agreement. Each Class Member who receives a payment pursuant to the Settlement Agreement shall be fully and ultimately responsible for the tax obligations and the determination thereof resulting from or attributable to the payment received by that Class member, including any and all federal, state and local taxes resulting from or attributable to the payment received by such person. The Parties and their Counsel will not have any liability or responsibility for the payment of any taxes incurred by or with respect to the Settlement Amount.

5. **Modifications.** The Court may approve the Plan of Allocation, or modify it, without additional notice to the Plan. Any order modifying the Plan of Allocation will be posted on the Settlement Website within 10 business days of the modification.