

**UNITED STATES DISTRICT COURT FOR THE
SOUTHERN DISTRICT OF MISSISSIPPI**

If you are a current or former employee of Singing River Health System who participated in the Singing River Health System Employees' Retirement Plan and Trust, or if you are the spouse, alternate payee, death beneficiary, or any other person to whom a plan benefit is owed, a class action lawsuit may affect your rights.

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

- Plaintiffs have sued Singing River Health System (“SRHS”), related entities, and other defendants alleging that SRHS failed to make contributions to the Singing River Health System Employees’ Retirement Plan and Trust (“Plan” or “Trust”).
- The United States District Court for the Southern District of Mississippi (“Court”) has not decided whether SRHS or any other defendant did anything wrong. There is no money available now, and no guarantee there will be. However, your legal rights are affected.
- The Plaintiffs have asked the Court to allow this lawsuit to be a class action on behalf of:

All current and former employees of Singing River Health System who participated in the Singing River Health System Employees’ Retirement Plan and Trust, including their spouses, alternate payees, death beneficiaries, or any other person to whom a plan benefit may be owed.

WHAT THIS NOTICE CONTAINS

BASIC INFORMATION (Pages 2-4)

1. Why did I get this notice?
2. What is this lawsuit about?
3. What is a class action and who is involved?
4. What is the proposed settlement?
5. Who are the individuals and/or entities being released?

WHO IS IN THE CLASS (Page 4)

6. Am I part of this class?
7. I’m still not sure if I am included.

RIGHTS AND OPTIONS OF CLASS MEMBERS (Page 5)

8. What happens if I do nothing at all?

THE LAWYERS REPRESENTING YOU (Pages 5-6)

9. Do I have a lawyer in this case?

10. How will the lawyers be paid?
11. Who will determine whether the settlement is fair?

GETTING MORE INFORMATION (Page 6)

12. Are more details available?

1. Why did I get this notice?

Available records show that you are a current or former employee of Singing River Health System who participated in the Singing River Health System Employees' Retirement Plan and Trust, or that you are a spouse, alternate payee, death beneficiary, or other person to whom a plan benefit is owed. This notice explains that the Court has been asked to "certify" a class action lawsuit for settlement purposes that may affect you, and that a settlement of the lawsuit has been reached. The lawsuit is known as *Jones v. Singing River Health Services Foundation, et al*, Case No. 1:14-cv-00447-LG-RHW.

2. What is this lawsuit about?

In October 2014, SRHS announced that it had not made a contribution to the Singing River Health System Employees' Retirement Plan and Trust since 2009. On January 15, 2015, the Court entered an order temporarily prohibiting any action that would affect the operation or status of the Plan. The Plaintiffs filed suit seeking recovery of the missed contributions that they alleged SRHS should have been making to the Plan on an annual basis between 2009 and 2014.

The Plaintiffs asserted contracts clause claims filed pursuant to the United States Constitution and Mississippi Constitution; takings clause claims filed pursuant to the United States Constitution and Mississippi Constitution; Section 1983 claims; a breach of contract claim; an accounting claim; a declaratory judgment claim; a claim for injunctive relief; claims of fraud, intentional fraudulent misrepresentation, and deceit; claims filed pursuant to ERISA; breach of fiduciary duty; equitable and promissory estoppel claims; claims for constructive trust; and claims for Mississippi Uniform Trust Code violations.

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

In a class action lawsuit, one or more people called "Class Representatives" (in this case Thomas Jones, Joseph Charles Lohfink, Sue Beavers, Rodolfoa Rel, and Hazel Reed Thomas) sue on behalf of other people who have similar claims. The people together are a "Class" or "Class Members." The people who sued -- and all the Class Members like them -- are called the Plaintiffs. The companies they sued (in this case SRHS and other entities) are called the Defendants. One court resolves the issues for everyone in the Class.

4. What is the proposed settlement?

The parties to the lawsuit have agreed to settle after extensive investigation and negotiation. Under the proposed settlement, SRHS has agreed to pay \$149,950,000 to the Singing River Health System Employees' Retirement Trust over 35 years ("Settlement Payment"). This amount is equivalent to the Plaintiffs' calculation of the present value of the missed contributions that SRHS failed to make to the Trust between 2009 and 2014. As part of the settlement, Jackson County will pay \$13,600,000 to SRHS between 2016 and 2024 to support indigent care and principally to prevent default on a bond issue by supporting the operations of SRHS. Settlement Class Counsel will also ask the Court to approve fees not to exceed \$6,450,000 and out-of-pocket expenses not to exceed \$125,000. If the Court grants Settlement Class Counsel's request, the fees and expenses will be paid by SRHS in addition to the Settlement Payments to Class Members and will not be deducted from the Settlement Payments.

Should SRHS default on its obligation to make a payment to the Trust at any time over the next 35 years pursuant to the schedule outlined in the Settlement, there shall be a summary proceeding in the Jackson County Chancery Court ("Chancery Court") through which the Chancery Court may enter judgment on 10 days' notice in favor of the Trust and against SRHS for the unpaid balance of the Settlement Payment.

The Chancery Court has appointed a Special Fiduciary for the Trust ("Special Fiduciary"), whose sole fiduciary responsibility is and shall be to the Trust. The settlement provides that the Special Fiduciary will report to the Chancery Court on a quarterly basis regarding the financial condition of SRHS, the pension plan and the status of the repayment schedule.

The Settlement Payment may require modification of the Plan to equitably distribute the benefits paid. The settlement provides that any adjustment to the Plan can only be done with Special Fiduciary recommendation and Chancery Court approval after sixty (60) days' notice to the Class Members and opportunity for hearing. If the Chancery Court orders any modification and/or termination of the Plan, then the Class Members will be bound by the Court's/Special Fiduciary's findings, subject to their rights to appeal any order of said court.

This Settlement does not change the terms of the Plan distributions that are unrelated to this Settlement, which may be modified or terminated only with the approval of the Special Fiduciary and the Chancery Court. Except as provided in the Settlement, the current status of the Plan shall remain unchanged until the Chancery Court orders otherwise.

SRHS will also pay Settlement Class Counsel's fees and expenses, subject to approval of the Court. SRHS also agreed to pay incentive rewards totaling \$12,500, to be split between the Representative Plaintiffs in each of the federal court actions and some of the plaintiffs in the Jackson County Chancery Court actions.

You can find and access the entire settlement agreement, a list of Frequently Asked Questions, a copy of the SRHS Employees' Retirement Plan and Trust Agreement (amended and restated as of January 2014), a copy of this Notice, a copy of the district court's Memorandum Opinion

and Order on the Plaintiffs’ Motion for Preliminary Settlement, and other documents related to the proposed settlement online at www.SingingRiverSettlement.com.

5. Who are the individuals and/or entities being released?

As part of this Settlement, all claims, rights and causes of action, damages, losses, liabilities and demands of any nature whatsoever, whether known or unknown, that are, could have been or might in the future be asserted by the Trust, any Plaintiffs or any member of the Settlement Class (whether directly, representatively, or in any other capacity), against “Released Persons,” in connection with or that arise out of any acts, conduct, facts, transactions or occurrences, alleged or otherwise asserted or that could have been asserted related to the failure to fund the Trust and/or management or administration of the Plan shall be compromised, settled, released and discharged with prejudice. The “Released Persons” are:

- (a) Jackson County, Mississippi and the Jackson County Board of Supervisors;
- (b) Singing River Health System, its current and former Board of Trustees (individually and in their official capacities), agents, servants and/or employees;
- (c) Singing River Health Services Foundation, Singing River Health System Foundation f/k/a Coastal Mississippi Healthcare Fund, Inc., Singing River Hospital System Foundation, Inc., Singing River Hospital System Benefit Fund, Inc., and Singing River Hospital System and all of their current and former employees, agents, and inside and outside counsel and their firms; and
- (d) current and former Trustees of the Trust (in their individual and official capacities).

WHO IS IN THE CLASS

You need to decide whether you are affected by this lawsuit.

6. Am I part of this Class?

The Lawsuit is being settled on behalf of a class that is defined as follows:

All current and former employees of Singing River Health System who participated in the Singing River Health System Employees’ Retirement Plan and Trust, including their spouses, alternate payees, death beneficiaries, or any other person to whom a plan benefit may be owed.

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

If you are still not sure whether you are included, you can call or write the lawyers in this case, at the phone number or address listed in question 12.

RIGHTS AND OPTIONS OF CLASS MEMBERS

The Plaintiffs have requested the Court to certify a mandatory class, meaning that the Court may choose not to exclude anyone from the Class even if they wish to be excluded. If the Court certifies a mandatory class, you will not be excluded and you will be bound by the terms of this Settlement.

8. What happens if I do nothing at all?

You don't have to do anything now. If you are in the Class, you will be entitled to the settlement benefits described above. You will also be legally bound by all of the orders the Court issues and judgments the Court makes in this class action.

THE LAWYERS REPRESENTING THE CLASS

9. Do I have a lawyer in this case?

The Court decided that the law firms of Reeves & Mestayer, PLLC and Cunningham Bounds, LLC are qualified to represent the Class. The law firms are called "Settlement Class Counsel." More information about these law firms, their practices, and their lawyers' experience is available at www.rmlawcall.com and www.cunninghambounds.com.

10. How will the lawyers for the class be paid?

Settlement Class Counsel will ask the Court to approve fees not to exceed \$6,450,000 and out-of-pocket expenses not to exceed \$125,000. If the Court grants Settlement Class Counsel's request, the fees and expenses will be paid by SRHS in addition to the Settlement Payments to Class Members and will not be deducted from the Settlement Payments. The fee petition, a copy of which can be obtained by contacting Settlement Class Counsel, will be available for review by April 1, 2016.

11. Who will determine whether the settlement is fair?

The Court has ordered that a hearing be held on May 16, 2016, at 10:00 a.m. in the Courthouse for the United States District Court for the Southern District of Mississippi, 2012 15th Street, Suite 814, Gulfport, MS 39501, to determine whether the proposed settlement is fair, reasonable and adequate; whether it should be approved by the Court; whether judgment should be entered dismissing the Lawsuit with prejudice; and the amount of attorneys' fees and costs to be awarded to Settlement Class Counsel. The settlement hearing may be continued from time to time by the Court. A Settlement Class Member wishing to object to the settlement must file a written objection to it. Your written objection must be postmarked on or before April 25, 2016. Any member of the settlement class who objects to the settlement may appear in person or

through counsel, at his or her own expense, at the Fairness Hearing to present any evidence or argument that may be proper and relevant. However, no member of the settlement class shall be heard and no papers, briefs, pleadings, or other documents submitted by any member of the settlement class shall be received and considered by the Court unless such member of the settlement class shall both file with the Court and mail to Settlement Class Counsel and counsel for the defendant Singing River Health System, at the addresses designated in the class notice, a written objection that includes (a) your name and address, and, if applicable, the name, address, and telephone number of your attorney; (b) a notice of whether you intend to appear; (c) a statement of membership in the settlement class; (d) the specific grounds for the objection and any reasons that such member of the settlement class desires the Court to consider. Your objection must be accompanied by copies of any supporting papers or briefs you intend to submit in support of your objection. Your objection must also include, if applicable: (1) the names of any attorney(s) that will appear on behalf of the objector; (2) the names of any lay witnesses that will present testimony on behalf of the objector at the Fairness Hearing; (3) a list of any evidence that the objector wishes to present at the Fairness Hearing; (4) and copies of reports and curricula vitae of any expert witnesses that will appear on behalf of the objector at the Fairness Hearing. Objections must be filed with the Court and mailed to Settlement Class Counsel and Defendants' Counsel at the addresses listed below. ANY CLASS MEMBER WHO DOES NOT OBJECT IN THE WAY DESCRIBED ABOVE SHALL BE DEEMED TO HAVE WAIVED SUCH OBJECTION AND SHALL NOT HAVE ANY RIGHT TO OBJECT TO THE FAIRNESS OR ADEQUACY OF THE SETTLEMENT.

Court: Clerk of the Court, U.S. District Court, 2012 15th Street, Suite 814, Gulfport, MS 39501

Settlement Class Counsel: Jim Reeves, Reeves & Mestayer, 160 Main Street, Biloxi, MS 39530

Defense Counsel: A. Kelly Sessoms, Dogan & Wilkinson, 734 Delmas Avenue, Pascagoula, MS 39568-1618

GETTING MORE INFORMATION

12. Are more details available?

You may also speak to an attorney for the law firms appointed to represent the class:

Reeves & Mestayer, LLC

James R. "Jim" Reeves
160 Main Street
Biloxi, MS 39530
jrr@rmlawcall.com
(228) 374-5151

Cunningham Bounds, LLC

Steve Nicholas
Lucy Tufts
Cunningham Bounds, LLC
1601 Dauphin Street
Mobile, AL 36604
(251) 471-6191
sln@cunninghambounds.com
let@cunninghambounds.com

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