

SUPERIOR COURT, STATE OF WASHINGTON, COUNTY OF SPOKANE

ROB'N I, INC., a Washington corporation, on behalf of
itself and others similarly situated; LAZY GIRL DESIGNS,
LLC, an Ohio Limited Liability Company, on behalf of
itself and others similarly situated; REPEAT-O-TYPE
MANUFACTURING CORPORATION, a New Jersey
corporation, on behalf of itself and others similarly situated,

Plaintiffs,

v.

UNIFORM CODE COUNCIL, INC., a Delaware
corporation,

Defendant.

Civil Action No. 03-203796-1

**UCC records show that you became a Member of UCC
and acquired a Company Prefix from UCC prior to August 28, 2002.
You May Be the Beneficiary of a Class Action Settlement.**

- The Settlement provides that companies who became members of Uniform Code Council ("UCC") before August 28, 2002, are not obligated to pay membership renewal fees to UCC to maintain membership, as a condition for their use of Company Prefixes issued to them by UCC, or as a condition for Basic Membership Benefits as defined in the Class Settlement Agreement.
- The Settlement provides that Class Members who have paid a renewal fee to UCC are entitled to compensation from a \$3,895,000 settlement fund.
- The Settlement provides that the "licensing agreement," which accompanied UCC renewal fee invoices, is null and void as to those who became members in UCC before August 28, 2002.

CLASS MEMBERS' LEGAL RIGHTS AND OPTIONS IN THIS SETTLEMENT

DO NOTHING	If you are a Class Member and do nothing, you will be a beneficiary of the settlement. If you became a member of UCC prior to August 28, 2002, you will not be responsible for paying membership renewal fees in the future and you will be entitled to Basic Membership Benefits as detailed in the settlement agreement and summarized in this notice. IF YOU HAVE PAID THE MEMBERSHIP RENEWAL FEE, HOWEVER, YOU MUST SUBMIT A CLAIM TO RECOVER MONEY FROM THE SETTLEMENT FUND.
SUBMIT A CLAIM	If you are a Class Member who has paid a membership renewal fee to UCC, you may file a claim form and receive payment from the settlement fund.
EXCLUDE YOURSELF	If you are a Class Member, you may exclude yourself from the Class and relinquish your benefits under the class settlement.
OBJECT	If you are a Class Member, you may write to the Court about why you don't like the settlement.
GO TO A HEARING	If you are a Class Member, you may request to speak to the Court about the fairness of the settlement.

- 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. Benefits will occur if the Court approves the settlement and after appeals are resolved. Please be patient.

QUESTIONS? CALL 1-877-441-2792 TOLL-FREE, OR VISIT www.UCCsettlement.com

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BASIC INFORMATION

1. Why did I get this Notice?

UCC records show that your business became a member of UCC and acquired a Company Prefix from UCC prior to August 28, 2002. UCC records also show that you received from UCC an invoice for membership renewal fees from UCC sometime during the last year.

A class action lawsuit was started by UCC members against UCC seeking a Court determination that businesses that began membership in UCC prior to August 28, 2002, were not obligated to pay membership renewal fees to UCC, and that they were entitled to use of Company Prefixes issued to them before August 28, 2002, without payment of such fees. The suit also sought reimbursement of fees where such UCC members had paid a renewal fee to UCC.

The Class Settlement resolves this dispute through a compromise settlement.

The Court sent you this Notice because you have a right to know about the proposed settlement of this class action 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, Class Members will receive the benefits under 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 this case is the Superior Court of Spokane County, State of Washington, and the case is known as *Rob'n I, Inc., et al. v. UCC*, Case No. 03-203796-1. The companies who sued are called Plaintiffs, and the company they sued, UCC, is called the Defendant.

2. What is this lawsuit about?

This lawsuit claims that businesses that paid membership fees to UCC and acquired a Company Prefix from UCC prior to August 28, 2002, are not obligated to pay annual "renewal fees" to UCC. UCC began sending annual "renewal fee" invoices to its existing members beginning in November of 2002 and continued to send such invoices until June of 2003. Some businesses that received the invoice paid the "renewal fee." Others did not. This lawsuit seeks a Court order declaring that businesses who became members of UCC prior to August 28, 2002, are under no obligation to pay annual "renewal fees" as a condition for continued membership in UCC or as a condition for their continued use of the Company Prefix issued to them by UCC prior to August 28, 2002. The suit also seeks to recover damages for those who did pay the "renewal fee" invoice.

3. Why is this a class action?

In a class action, one or more people, called Class Representatives, sue on behalf of people who have similar claims. All of 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. The Honorable Robert Austin of the Spokane County Superior Court, Washington State, is in charge of this class action.

4. Why is there a settlement?

The Court has not decided in favor of Plaintiffs or Defendant. Instead, both sides have agreed to resolve the dispute through settlement. That way, they avoid the costs, risks, and delays of a trial, and the businesses affected will receive benefits now. The Class Representatives and the attorneys think the settlement is best for all Class Members.

WHO IS IN THE SETTLEMENT

5. How do I know if I am a Class Member?

The Class is defined as:

All persons that paid a membership fee to and acquired a Company Prefix from UCC prior to August 28, 2002, and to whom UCC mailed an unreturned "renewal invoice" for membership in UCC, or who otherwise paid a renewal fee to UCC.

6. Are there exceptions to being included?

You are not a Class Member if you are an officer or member of the Board of Governors of UCC, or were one during 2002-2003. Also, immediate family members of UCC officers or of members of the UCC Board of Governors are not in the Class.

If you became a member of UCC **on or after** August 28, 2002, you are not a member of the Class. Only those who became members of UCC before August 28, 2002, are included in the Class.

7. I am 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 1-877-441-2792 or visit www.UCCsettlement.com for more information.

THE SETTLEMENT BENEFITS—WHAT YOU GET

8. What does the settlement provide?

1. If you paid a membership fee to UCC prior to August 28, 2002, you will be entitled to perpetual membership in UCC and not be obligated to pay annual renewal fees to UCC, either now or in the future, as a condition for continued membership in UCC, or as a condition for your continued use of the Company Prefix issued to you before August 28, 2002. However, this does not apply to any Company Prefix(es) issued to you by UCC after August 28, 2002.
2. If you are such a member, UCC's "licensing agreement" (which pertains to your Company Prefix and accompanied UCC's renewal invoice) will be declared null and void.
3. If you are such a member and you have paid the renewal fee, you are entitled to compensation from a \$3,895,000 settlement fund.
4. If you are such a member, you will be entitled to Basic Membership Benefits, which are:
 - Continued use of company prefix(es) issued by the UCC prior to August 28, 2002.
 - Listing of your company in the UCC membership directory.
 - Discount pricing on UCC events and products.
 - Membership support through the UCC's Customer Service organization, educational events, and Equipment/Service Provider Directories.

9. Are there other membership benefits available if I pay annual membership fees to UCC?

Payment of an annual membership renewal fee to UCC entitles members to certain enhanced benefits: access to the online UCC Solution Center, enhanced supply chain support through UCC's customer service team; free web seminars on supply chain solutions; and a quarterly newsletter. If you file a claim for reimbursement of your annual renewal fee, such enhanced benefits will not be available to you, unless you begin paying annual renewal fees sometime in the future.

10. If I am a Class Member and I paid the renewal fee, how much will my settlement payment be?

Your share of the settlement fund will depend on how much you paid UCC as a renewal fee and on the number of Class Members who file claims seeking compensation from the fund. As illustration, if every single eligible Class Member timely filed a claim, your gross recovery (before payment of claims administration expenses, attorneys' fees, and litigation costs) would be roughly 48% of the renewal fee you paid. Similarly, if half of the eligible Class Members file claims, your gross recovery would be roughly 100% of the renewal fee you paid. Your maximum possible net recovery, after payment of all claims administration expenses and attorneys' fees and costs, is 100% of the renewal fee you paid. If settlement money remains after paying all claims filed, claim administration expenses, and attorneys' fees and costs, that remaining money will be donated to the Massachusetts Institute of Technology for the benefit of its Auto-ID Laboratory.

HOW YOU GET A PAYMENT – SUBMITTING A CLAIM FORM

11. How can I get a payment?

To qualify for payment, you must be eligible for payment and you must send in a claim form. You are eligible for payment only if you paid a renewal fee to UCC. If UCC records reflect that you have paid a renewal fee, a claim form has been included with this Notice for your convenience. If no claim form is included and you believe you have paid a

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renewal fee, you may obtain a claim form on the Internet at www.UCCsettlement.com. Read the instructions carefully, fill out the form, sign it, and mail it postmarked no later than **March 10, 2004**.

12. When would I get my payment?

The Court will hold a hearing on March 26, 2004, to decide whether to give final approval to the settlement. If Judge Austin approves the settlement and there are no appeals, it is anticipated that an award would be made roughly 60 days following that approval. Please be patient.

13. What am I giving up if I stay in the Class?

If you are a member of the Class and you do not exclude yourself, you will be bound by the terms of the settlement. This means that you can't sue, continue to sue, or be part of any other lawsuit against UCC involving the legal issues raised in *this case*. It also means that all of the Court's orders, including approval of the settlement, will apply to you and legally bind you.

EXCLUDING YOURSELF FROM THE SETTLEMENT

14. 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 *Rob 'n I, Inc. v. UCC*. Be sure to include your name, your position, your company name, address, telephone number, and your signature. You must mail your exclusion request postmarked no later than **March 10, 2004**, to:

UCC Exclusions
P.O. Box 2005
Chanhassen, MN 55317-2005

You cannot exclude yourself on the phone or by email. If you ask to be excluded, you will not receive the benefits of this settlement, you will not get any settlement payment, and you cannot object to the settlement. If you exclude yourself, you will not be legally bound by anything that happens in this lawsuit.

15. If I exclude myself, do I get money described in the settlement?

No. If you exclude yourself, do not send in a claim form to ask for any money.

THE LAWYERS REPRESENTING YOU

16. Do I have a lawyer in this case?

Yes. The Court asked that Darrell W. Scott of the law firms of Lukins & Annis, P.S. in Spokane, Washington, and Jeffrey Herrmann of the law firm of Cohn Lifland Pearlman Herrmann & Knopf LLP in Saddle Brook, New Jersey, 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 of 25% of the Settlement Amount and certain litigation expenses. The Court will determine the appropriate amount of attorneys' fees and costs and may award less than these amounts. Plaintiffs' counsel have expended considerable time and effort in the prosecution of this litigation on a contingent fee basis and have advanced the expenses of the litigation in the expectation that if they were successful in obtaining a recovery for the Class they would be paid from such recovery. In this type of litigation it is customary for counsel to be awarded a percentage of the common fund recovery as their attorneys' fees. The fees and expenses that the Court awards will be paid from the Settlement Fund. The costs to administer the settlement will also be taken from the Settlement Fund.

OBJECTING TO THE SETTLEMENT OR TO ATTORNEYS' FEES AND COSTS

You can tell the Court that you don't agree with the settlement or some part of it or that you object to requested attorneys' fees or costs.

18. How do I provide my comments to the Court?

If you are a Class Member, you may comment on or object to the proposed settlement if you don't like any part of it and you may object to the requested attorneys' fees and costs. You can give reasons why you think the Court should not

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approve the settlement or not approve the attorneys' fees and costs. The Court will consider your views. To object, you must send a letter saying that you object and the reasons for your objection. Be sure to include your name, position, company name, address, telephone number, and your signature. Mail the objection to these three places postmarked no later than **March 10, 2004**:

COURT	CLASS COUNSEL	DEFENSE COUNSEL
Clerk of the Court The Honorable Robert Austin Spokane County Superior Court Spokane County Courthouse 1116 W. Broadway Spokane, WA 99260	Darrell Scott Lukins & Annis, P.S. 1600 Washington Trust Financial Center 717 W. Sprague Avenue Spokane, WA 99201-0466	Thomas Fiddler Cozen O'Connor 1900 Market Street Philadelphia, PA 19103-3508

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

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

The Court will hold the Fairness Hearing at 2:30 p.m. on Friday, March 26, 2004, at the Spokane County Superior Court, Spokane County Courthouse, Room 400, 1116 W. Broadway, Spokane, Washington. 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 Austin will listen to people who have asked to speak at the hearing. The Court will then decide whether to give final approval to the settlement. If the settlement is approved, the Court will also decide the amount of reasonable attorneys' fees and litigation costs.

21. Do I have to come to the hearing?

No. Class counsel will answer questions Judge Austin 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 is 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 *Rob'n I, Inc. v. UCC*." Be sure to include your name, position, company name, address, telephone number, and signature. Your Notice of Intention to Appear must be postmarked no later than **March 10, 2004**, and be sent to the Clerk of the Court, Class Counsel, and Defense Counsel, at the three addresses in question 18 above. You cannot speak at the hearing if you excluded yourself.

GETTING MORE INFORMATION

23. How do I get more details about the settlement?

This notice summarizes the proposed settlement. Full details are in a Class Settlement Agreement. You can obtain a copy of the Class Settlement Agreement by visiting www.UCCsettlement.com.

24. How do I get more information?

You can call 1-877-441-2792 toll-free; write to UCC Settlement, P.O. Box 2005, Chanhassen, MN 55317-2005; or visit the website at www.UCCsettlement.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 payment.

DATE: December 15, 2003