



IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

PETER J. KREHER, on behalf of himself )  
and all others similarly situated, )  
 )  
Plaintiff, )  
 ) C.A. No. 2022-0584-SG  
v. )  
 )  
ADVANT-E CORPORATION, JASON )  
WADZINSKI, and JASON BOONE, )  
 )  
Defendants. )

**SCHEDULING ORDER**

WHEREAS, a stockholder class action is pending in this Court styled *Kreher v. Advant-e Corporation, et al.*, C.A. No. 2022-0584-SG (the “Action”);

WHEREAS, (i) Peter J. Kreher (“Plaintiff”), on behalf of himself and all other members of the Settlement Class, and (ii) Defendants Advant-e Corporation (“Advant-e”), Jason Wadzinski, and Jason Boone (collectively, “Defendants” and together with Plaintiff, the “Parties”) have entered into a Stipulation and Agreement of Compromise and Settlement, dated July 6, 2023 (the “Stipulation”);

WHEREAS, the Stipulation provides for a settlement of the above-captioned Action reached between Plaintiff and Defendants (the “Settlement”);

WHEREAS, the Court has read and considered the Stipulation and the exhibits attached thereto and all Parties have consented to the entry of this Scheduling Order.

NOW THEREFORE, IT IS HEREBY ORDERED, this 20<sup>th</sup> day of July, 2023,  
as follows:

1. **Definitions:** Unless otherwise defined herein, the capitalized terms used herein shall have the same meaning as they have in the Stipulation.

2. **Preliminary Class Certification for Settlement Purposes:** For purposes of settlement only, and pending the Settlement Hearing (defined below) a non-opt out class is preliminarily certified pursuant to Delaware Court of Chancery Rules 23(a), 23(b)(1), and 23(b)(2), on behalf of all record holders and beneficial owners of Advant-e common stock who were paid cash for fractional shares of Advant-e common stock as a result of the 2021 Reverse Stock Split (the “Settlement Class”). Excluded from the Settlement Class are: (i) Defendants; (ii) current and former employees, executives, and directors of Advant-e (“Excluded D&Os”), except for one Advant-e employee who Defendants represent is a programmer and had no involvement in the reverse stock split (the “Included Employee”); and (iii) members of Defendants’ and the Excluded D&Os’ immediate families, legal representatives, heirs, successors or assigns and any entity in which Defendants or the Excluded D&Os have or had a controlling interest (each person or entity listed by romanette in this Paragraph except for the Included Person, an “Excluded Person”).

3. The Court preliminarily appoints Plaintiff as Class Representative for the Settlement Class. Wolf Popper LLP and Cooch and Taylor, P.A. are preliminarily designated as Class Counsel.

4. **Settlement Hearing:** The Court will hold a hearing (the “Settlement Hearing”) on November 8, 2023 at 1:00 p.m. at the Court of Chancery Courthouse, 34 The Circle, Georgetown, Delaware 19947, for the following purposes:

(a) to determine whether to finally certify the Action as a non-opt-out class action on behalf of the Settlement Class and appoint Plaintiff as Class Representative and Plaintiff’s Counsel as Class Counsel;

(b) to determine whether the Settlement, as provided for in the Stipulation, is fair, reasonable, adequate, and in the best interests of the Settlement Class, and should be approved by the Court;

(c) to finally confirm that the form and content of the Notices and mailing and distribution of the Notices met the requirements of Delaware Court of Chancery Rule 23 and due process;

(d) to determine whether a Judgment substantially in the form attached as Exhibit E to the Stipulation should be entered dismissing the Action with prejudice and releasing the Released Plaintiff Claims and Released Defendant Claims;

(e) to hear and rule on any objections to the Settlement or the Fee and Expense Application;

(f) to determine whether the Fee and Expense Application for a Fee and Expense Award, reimbursement of litigation expenses, and an award of a Service Award to Plaintiff paid solely from the Fee and Expense Award should be approved; and

(g) to consider any other matters that may properly be brought before the Court in connection with the Stipulation.

5. The Court may adjourn the Settlement Hearing and approve the proposed Settlement with such modifications as the Parties may agree to pursuant to the terms of the Stipulation or as otherwise permitted pursuant to the Stipulation, if appropriate, without further notice to the Settlement Class. Further, the Court may render its Judgment or decide the Fee and Expense Application without further notice to the Settlement Class. The Court may decide to hold the Settlement Hearing by telephone or video conference without notice to the Settlement Class. If the Court orders that the Settlement Hearing be conducted telephonically or by video conference, that decision will be posted on the Settlement Website. Any Settlement Class Member (or his, her, or its counsel) who wishes to appear at the Settlement Hearing should consult the Court's docket and/or the Settlement Website for any change in date, time, or format of the Settlement Hearing.

6. **Retention of Settlement Administrator:** Plaintiff is authorized to retain KCC LLC to serve as the Settlement Administrator to provide notice to the Settlement Class and administer the proposed Settlement, including the distribution of the Settlement Fund, as set forth in this Order and as set forth in the Stipulation.

7. **Retention of Escrow Agent:** Plaintiff is authorized to retain The Huntington National Bank to serve as the Escrow Agent.

8. **Settlement Fund:** All Settlement funds shall be deemed and considered to be in *custodia legis* of the Court, and shall remain subject to the jurisdiction of the Court, until such time as the funds shall be distributed pursuant to the Stipulation, this Order, and/or further Order(s) of the Court.

9. **Manner of Notice:** Notice of the Settlement and the Settlement Hearing shall be given as follows:

(a) Within ten (10) business days of the entry of the Scheduling Order, Defendants (as applicable) shall provide or cause to be provided to the Settlement Administrator and Plaintiff's Counsel:

- i. A security position report from DTC identifying any DTC Participant holding Advant-e common stock as of the 2021 Reverse Stock Split Effective Date, and the identification number, name, available contact information, and number of shares held by the DTC Participant (the "Security Position

Report”), (b) a copy of the allocation report or any similar document or data used by DTC or the transfer agent(s) used by Advant-e for the 2021 Reverse Stock Split to distribute the 2021 Reverse Stock Split Cash Payments, and any additional information necessary to identify all DTC Participants who received 2021 Reverse Stock Split Cash Payments, (c) the number of shares for which each DTC Participant received 2021 Reverse Stock Split Cash Payments, (d) the total aggregate amount of 2021 Reverse Stock Split Cash Payments received by each DTC Participant, and (e) the correct contact information (including name, mailing address, phone number, email address) or other information used to communicate with the appropriate representatives of each DTC Participant that received 2021 Reverse Stock Split Cash Payments (collectively, the “DTC Information”);

- ii. A list of the names and contact information (including mailing address, telephone number, and email address) for all record owners and beneficial owners of Advant-e common stock as of the 2021 Reverse Stock Split Effective Date;

- iii. For each record owner and beneficial owner of Advant-e common stock that received a 2021 Reverse Stock Split Cash Payment: (a) a list of the names and contact information (including mailing address, phone number, and email address) of the record and beneficial owners, the number of shares for which each record owner and beneficial owner received 2021 Reverse Stock Split Cash Payments, and (b) the total aggregate amount of 2021 Reverse Stock Split Cash Payments received by each record owner and beneficial holder;
- iv. A list of all Excluded Persons;
- v. Broker suppression letters for Defendants and each Excluded Person;
- vi. For each Defendant and Excluded Person: (a) the number of shares of Advant-e common stock owned by each Defendant and Excluded Person (i) on the 2021 Reverse Stock Split Effective Date, (ii) after the 2021 Reverse Stock Split Effective Date, and (iii) for which the Defendant or Excluded Person received a 2021 Reverse Stock Split Cash Payment (collective the “Excluded Shares”); (b) each Defendants’ or Excluded Person’s account information, including his, her, or its financial

institution, DTC number, and account number(s) where the Excluded Shares were held or the 2021 Reverse Stock Split Cash Payment was received; and

- vii. any additional information reasonably required by the Settlement Administrator to issue notice or payments to members of the Settlement Class.

Defendants shall pay any and all costs associated with providing the information set forth in this Paragraph, and no portion of the costs for the information set forth in this Paragraph shall be charged to the Settlement Administrator, Plaintiff's Counsel, Plaintiff, or the Settlement Fund;

(b) At least sixty (60) days before the Settlement Hearing (the "Notice Date"), the Settlement Administrator shall (i) cause a copy of the Postcard Notice, substantially in the form attached to the Stipulation as Exhibit B, to be mailed by first-class mail to potential Settlement Class Members at the addresses set forth in the records provided by Advant-e or DTC or who otherwise may be identified through further reasonable effort; (ii) cause a copy of the Summary Notice, substantially in the form attached to the Stipulation as Exhibit C, to be published on a national wire service; (iii) create the publicly accessible Settlement Website, which shall contain information about the Settlement, including but not limited to the Settlement Amount, the Settlement Class, the Fee and Expense Application, the date



of the Settlement Hearing, and the deadline and procedure for Settlement Class Members to make objections to the Settlement or the Fee and Expense Application; (iv) post to the Settlement Website downloadable copies of the Long-Form Notice, the Stipulation, the Complaint, the Scheduling Order, and other documents and information related to the Litigation and the Settlement; and

(c) not later than five (5) business days before the Settlement Hearing, Plaintiff's Counsel shall serve on Defendants' Counsel and file with the Court proof, by affidavit or declaration, of such mailing and publication.

10. **Notice Costs:** Plaintiff's Counsel may pay from the Settlement Fund, without further approval from Defendants or further order of the Court, all Notice and Administration Costs paid or payable up to a total of \$75,000. Such costs and expenses shall include, without limitation, the costs of printing, mailing, publishing, or distributing the Notices, reimbursements to nominee owners for forwarding the Postcard Notice to their beneficial owners, and other reasonable and necessary costs, expenses, or fees incurred or charged by the Settlement Administrator.

11. **Approval of Form and Content of Notice:** The Court approves, in form and content, the Postcard Notice, Summary Notice, and Long-Form Notice attached to the Stipulation as Exhibits B, C, and D, respectively, and finds that dissemination of the Notices substantially in the manner and form set forth in this Order meets the requirements of Delaware Court of Chancery Rule 23 and due

process, is the best notice practicable under the circumstances and shall constitute due and sufficient notice to all persons entitled thereto.

12. **Nominees Procedures:** All record holders who were not also the beneficial owners of the shares of the Advant-e common stock held by them of record shall be requested to forward the Postcard Notice to the beneficial owners of those shares. The Settlement Administrator shall use reasonable efforts to give notice to such beneficial owners by (a) making additional copies of the Postcard Notice available to any record holder who, before the Settlement Hearing, requests the same for distribution to beneficial owners, or (b) mailing additional copies of the Postcard Notice to beneficial owners as reasonably requested by record holders who provide names and addresses for such beneficial holders. Record holders may request reimbursement from the Settlement Fund of their reasonable out-of-pocket expenses actually incurred in connection with the foregoing up to a maximum of \$0.03 for providing names, addresses, and email addresses to the Settlement Administrator; up to a maximum of \$0.03 per Postcard Notice mailed by the record holder, plus postage at the rate used by the Settlement Administrator; or a maximum of \$0.03 per notice sent by email. Those expenses will be paid upon request and submission of appropriate supporting documentation.

13. **Appearance at Settlement Hearing and Objections:** Any Settlement Class Member who objects to the class action determination, the proposed

Settlement, the Judgment to be entered in the Action and/or the Fee and Expense Application, or otherwise wishes to be heard, may appear personally or by counsel at the Settlement Hearing and present evidence or argument that may be proper and relevant; provided, however, that no Settlement Class Member may be heard and no briefs, pleadings, or other documents submitted by or on behalf of any Settlement Class Member shall be considered by the Court, except by Order of the Court for good cause shown, unless not later than 14 calendar days before the Settlement Hearing, copies of (a) a written notice of intention to appear, identifying the name, address, and telephone number of the objector and, if represented, the objector's counsel; (b) proof of membership in the Settlement Class; (c) a written statement of such objector's objections and the reasons for such objector's desiring to appear and be heard that is signed personally by the objecting Settlement Class Member; and (d) all documents and writings such objector desires the Court to consider, shall be filed with the Court of Chancery and, on or before such filing, served electronically via File & Serve*Xpress*, by hand or overnight by mail upon the following counsel:

Counsel for Plaintiff:

Joshua Ruthizer  
Wolf Popper LLP  
845 Third Avenue  
New York, NY, 10022

Counsel for Defendants:

Kevin R. Shannon  
1313 N. Market Street  
Hercules Plaza, 6th Floor  
Wilmington, Delaware 19801

14. Unless the Court orders otherwise, no Settlement Class Member shall be entitled to object to the Settlement, the Judgment to be entered herein, the Fee and Expense Application, or otherwise to be heard, except by serving and filing written objections as prescribed in the foregoing Paragraph. Any person who fails to object in the manner provided above shall be deemed to have waived the right to object (including any right of appeal) and shall be forever barred from raising such objection in this Action or in any other action or proceeding.

15. Unless the Court orders otherwise, until entry of the Judgment, all proceedings in the Action other than for proceedings necessary to carry out or enforce the terms and conditions of the Stipulation shall be stayed and the Court bars and enjoins Plaintiff, and all other Settlement Class Members, from commencing, prosecuting or in any way instigating or participating in the commencement or prosecution of any Released Plaintiff Claims either directly, representatively, derivatively or in any other capacity against any Released Defendant Persons.

16. **Termination of Settlement:** If the Effective Date does not occur, or if the Stipulation is disapproved, canceled or terminated pursuant to its terms, or the Settlement otherwise does not become Final for any reason, (a) the Parties shall be deemed to have reverted to their respective litigation status as of immediately prior to the execution of the Stipulation, they shall negotiate a trial schedule on Plaintiff's claims in good faith and they shall proceed in all respects as if the Stipulation had

not been executed and this Order had not been entered; (b) all of their respective claims and defenses as to Plaintiff's claims shall be preserved without prejudice in any way; (c) the statements made in the Stipulation, in connection with the negotiations of the Stipulation, or in connection with any motions seeking to approve the Settlement (i) shall not be deemed to prejudice in any way the positions of any of the Parties with respect to the Action, or to constitute an admission of fact of wrongdoing by any Party, and (ii) shall not be used or entitle any Party to recover any fees, costs, or expenses incurred in connection with the Action, with the exception of Taxes and Tax Expenses or Notice and Administration Costs, as provided for by the Stipulation; (d) neither the existence of this Order, the Stipulation nor its contents nor any statements made in connection with its negotiation, any settlement communications, or any motions seeking to approve the Settlement shall be admissible in evidence or shall be referred to for any purpose in the Action, or in any other litigation or judicial proceeding; and (e) the Settlement Amount, including interest or other income actually earned thereon, less any Notice and Administration Costs actually incurred and paid or payable, less any Taxes or Tax Expenses incurred, paid or payable, and less any fees or costs actually incurred and paid or payable, shall be refunded to Defendants within five (5) business days after such cancellation or termination.

17. **Supporting Papers:** Plaintiff's Counsel shall file and serve the opening papers concerning the Stipulation and the Fee and Expense Application no later than 28 calendar days before the Settlement Hearing. Any opposition to the Stipulation or the Fee and Expense Application shall be filed and served no later than 14 calendar days before the Settlement Hearing. If reply papers are necessary, they are to be filed and served no later than seven (7) calendar days before the Settlement Hearing. The papers contemplated by this paragraph shall be governed by Delaware Court of Chancery Rule 171(f)(1)(A).

18. **Retention of Jurisdiction:** The Court retains jurisdiction to consider all further applications arising out of or connected with the Stipulation.

/s/Sam Glasscock III  
Honorable Sam Glasscock III  
Vice Chancellor