UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF TEXAS
SHERMAN DIVISION

DOUGLAS W. WEITZMAN, and PHILIP ZAUDERER, Derivatively on Behalf of J.C. PENNEY COMPANY, INC., Plaintiff, v. MYRON E. ULLMAN III, KENNETH H. HANNAH, THOMAS ENGIBOUS, COLLEEN BARRETT, KENT FOSTER, GERALDINE LAYBOURNE, LEONARD ROBERTS, JAVIER TERUEL, R. GERALD TURNER, RONALD W. TYSOE, and MARY BETH WEST, Defendant. And J.C. PENNEY COMPANY, INC., Nominal Defendant.	Civil Action No. 4:13-CV-00585-ALM-KPJ Consolidated With: 4:13-CV-00587-ALM-KPJ <u>SHAREHOLDER DERIVATIVE ACTION</u>

NOTICE OF PENDENCY AND PROPOSED SETTLEMENT OF DERIVATIVE ACTION

TO: ALL PERSONS OR ENTITIES WHO CURRENTLY HOLD SHARES OF STOCK OF J.C. PENNEY COMPANY, INC. ("JCPENNEY" OR THE "COMPANY"), EITHER OF RECORD OR BENEFICIALLY, EXCLUDING DEFENDANTS AND ANY PERSON, FIRM, TRUST, CORPORATION OR OTHER ENTITY RELATED TO, OR AFFILIATED WITH, ANY OF THE DEFENDANTS

PLEASE READ THIS NOTICE CAREFULLY AND IN ITS ENTIRETY. YOUR RIGHTS WILL BE AFFECTED BY THE LEGAL PROCEEDINGS IN THIS LITIGATION. THIS NOTICE RELATES TO A PROPOSED SETTLEMENT OF THE LITIGATION REFERRED TO IN THE CAPTION AND A RELATED LITIGATION, AND IT CONTAINS IMPORTANT INFORMATION REGARDING YOUR RIGHTS. IF THE COURT APPROVES THE PROPOSED SETTLEMENT, YOU WILL BE FOREVER BARRED FROM CONTESTING THE FAIRNESS, REASONABLENESS, AND ADEQUACY OF THE PROPOSED SETTLEMENT.

IF YOU HOLD THE STOCK OF JCPENNEY FOR THE BENEFIT OF ANOTHER, PLEASE PROMPTLY TRANSMIT THIS DOCUMENT TO SUCH BENEFICIAL OWNER.

PLEASE NOTE THAT THERE IS NO CLAIMS PROCESS AND NO INDIVIDUAL STOCKHOLDER HAS THE RIGHT TO BE COMPENSATED AS A RESULT OF THE SETTLEMENT DESCRIBED BELOW.

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

I. PURPOSE OF THIS NOTICE

This Notice has been sent to you pursuant to Rule 23.1 of the Federal Rules of Civil Procedure and an Order of the United States District Court for the Eastern District of Texas (the "Court"). The purpose of this Notice of Pendency and Proposed Settlement of Derivative Action ("Notice") is to inform you of derivative actions pending in the Eastern District of Texas, captioned *Weitzman v. Myron E. Ullman, III*, et al., Case No. 4:13-cv-00585-ALM-KPJ (the "Federal Action") and in the Dallas County District Court, captioned *Lipsius v. Myron E. Ullman, III, et al.*, Case No. dc-17-06034 (the "State Action") (together, with the Federal Action, the "Litigation"); the proposed settlement of the Litigation (the "Settlement"), memorialized in a stipulation of settlement dated May 8, 2018 (the "Stipulation"); and of the hearing to be held by the Court to consider the fairness, reasonableness, and adequacy of the Settlement. The Settlement resolves claims putatively brought derivatively on behalf of the Company against nominal defendant JCPenney and certain current and former directors and former officers (collectively, the "Defendants"). Plaintiffs Weitzman, Zauderer, and Lipsius are collectively referred to herein as "Plaintiffs." This Notice describes the rights you may have in connection with the Settlement and what steps you may take in relation to the Settlement.

If you are a holder of JCPenney stock, you have a right to participate in a hearing to be held on **Monday, August 27, 2018, at 1:30 p.m.**, before the Court in Courtroom 108, United States Courthouse, 7940 Preston Road, Plano, Texas 75024 (the "Settlement Hearing") to determine whether the Court should approve the Settlement as fair, reasonable, adequate, and in the best interests of JCPenney and to consider a request for an award of attorneys' fees and expenses to counsel for Plaintiffs in the Litigation ("Plaintiffs' Counsel") and incentive awards for Plaintiffs.

If the Court approves the Settlement, the parties will ask the Court at the Settlement Hearing to enter Judgment dismissing the Federal Action with prejudice in accordance with the terms of the Stipulation, which will cause the release of the claims asserted in the Federal Action and the State Action. The Court has the right to adjourn the Settlement Hearing without further notice. The Court also has the right to approve the Settlement with or without modifications, and to enter its final judgment dismissing the Federal Action on the merits and with prejudice and to order the payment of attorneys' fees and expenses and incentive awards for the Plaintiffs without further notice.

THE FOLLOWING RECITATION DOES NOT CONSTITUTE FINDINGS OF THE COURT. IT IS BASED ON STATEMENTS OF THE PARTIES AND SHOULD NOT BE UNDERSTOOD AS AN EXPRESSION OF ANY OPINION OF THE COURT AS TO THE MERITS OF ANY OF THE CLAIMS OR DEFENSES RAISED BY ANY OF THE PARTIES. THIS NOTICE IS SENT FOR THE SOLE PURPOSE OF INFORMING YOU OF THE EXISTENCE OF THIS ACTION AND OF A HEARING ON A PROPOSED SETTLEMENT SO THAT YOU MAY MAKE APPROPRIATE DECISIONS AS TO STEPS YOU MAY WISH TO TAKE IN RELATION TO THIS LITIGATION.

II. BACKGROUND OF THE LITIGATION

The Federal Action is currently pending in the Court before the Honorable Amos L. Mazzant, III and before the Honorable Magistrate Judge Kimberly C. Priest Johnson. The State Action is currently pending in the District Court of Dallas County. Plaintiff Weitzman filed a Verified Shareholder Derivative Complaint on October 2, 2013, seeking to bring the Federal Action derivatively on behalf of JCPenney, alleging breaches of fiduciary duty and unjust enrichment, and demanding, among other things, specific improvements to JCPenney's corporate governance policies, including a "provision to appropriately test and then strengthen the internal audit and financial disclosure control functions." On October 3, 2013, Plaintiff Zauderer filed a Verified Shareholder Derivative Complaint in the Court seeking to bring substantially the same claims derivatively on behalf of JCPenney. Neither Plaintiff made a demand on the JCPenney Board before filing his complaint.

On October 28, 2013, Magistrate Judge Don D. Bush consolidated Mr. Weitzman's action with the related action filed by Plaintiff Zauderer, and appointed Mr. Weitzman's and Mr. Zauderer's counsel, Johnson & Weaver and The Briscoe Law Firm, PLLC, respectively, co-lead counsel in the Federal Action. The Johnson & Weaver firm's name is now Johnson Fistel, LLP.

On January 15, 2014, Magistrate Judge Bush deferred the prosecution of the Federal Action, pending the dismissal of, or filing of an answer in, an earlier-filed lawsuit concerning some overlapping factual issues, captioned *Marcus v. JCPenney Co., Inc., et al*., Civil Action No. 6:13-cv-00736-MHS-KNM (the "Securities Class Action"). On November 12, 2015 the defendants in the Securities Class Action filed their answer. On February 29, 2016, Magistrate Judge Bush stayed prosecution of the Federal Action pending a ruling on summary judgment motions in the Securities Class Action.

On May 26, 2016, Mr. Weitzman's counsel sent a letter to counsel for Defendants setting forth a series of demands for any potential settlement. Among other things that letter demanded the election of two independent Board members and that no corporate funds be used to settle the Securities Class Action.

On May 16, 2017, Magistrate Judge Kimberly C. Priest Johnson administratively closed the Federal Action pending resolution of the Securities Class Action.

During the pendency of the Federal Action, JCPenney has implemented various improvements to its internal audit and financial disclosure control functions. In September 2016, a new independent director was appointed to JCPenney's Board of Directors. In February 2017, another new, independent director was appointed to JCPenney's Board of Directors.

On May 19, 2017, Mr. Lipsius filed a Shareholder Derivative Petition in the State Action, seeking to bring claims substantially similar to Plaintiff Weitzman's claims. Mr. Lipsius did not make a demand on the JCPenney Board before filing his complaint. On July 7, 2017, the State Action was stayed pending the resolution of the Federal Action.

On June 14, 2017, the parties in the Securities Class Action entered into a settlement agreement. No corporate funds were contributed by the Company to pay the settlement fund.

Beginning on May 26, 2016 and concluding on December 21, 2017, the Settling Parties engaged in extensive, arm's-length settlement negotiations, which resulted in their agreement to a series of corporate governance improvements, as set forth below.

After reaching agreement on all substantive terms of a settlement of the derivative claims, the Settling Parties, with Michelle Yoshida's assistance, began negotiating a provision for the payment of attorneys' fees and expenses. The Settling Parties negotiated the amount of fees and expenses at arm's-length based on their respective valuations of the benefits conferred upon the Company and the amount they believed would fairly compensate Plaintiffs' Counsel for the risks they undertook in commencing and prosecuting the Litigation on a contingency basis and the results achieved for the Company. Ultimately, after participating in a full-day of mediation, when the Settling Parties were unable to reach agreement, Ms. Yoshida made a Mediator's Recommendation, proposing the payment of attorney's fees, costs, and the Plaintiffs' incentive award settle for $865,000, subject to court approval (the "Fee and Expense Amount"). The Plaintiffs and Defendants accepted Ms. Yoshida's Mediator's Recommendation.

III. REASONS FOR THE SETTLEMENT

Although Plaintiffs and their counsel believe the claims asserted in the Litigation have merit, based on legal and factual analyses and the review of certain non-public and public documents, they have concluded that settling the Litigation on the terms and conditions of the Stipulation confers substantial benefits upon and is in the best interests of JCPenney. In making this determination, Plaintiffs and their counsel have considered the benefits conferred on the Company by settlement generally and the Stipulation in particular, as well as actions taken by JCPenney during the pendency of the Litigation, and they have taken into account the uncertain outcome and risk of any litigation, especially in complex cases such as the Litigation, as well as the difficulties and delays inherent in such matters. Plaintiffs and their counsel are also mindful of the inherent problems of proof associated with, and possible defenses to, the claims asserted in the Litigation. In addition, Plaintiffs and their counsel recognize and acknowledge the expense and length of continued proceedings necessary to prosecute the Litigation against the Defendants through trial and appeals.

Defendants have denied, and continue to deny, that any claims asserted by Plaintiffs have merit and that any of the Defendants have committed, have attempted or conspired to commit, or have aided and abetted any violations of law or breaches of duty to JCPenney, any of the Plaintiffs in the Litigation, or any other JCPenney shareholder, or otherwise have been unjustly enriched or acted in any improper manner. Defendants also maintain that the Litigation was improperly filed in the wrong forums and is subject to dismissal due to Plaintiffs' failure to serve pre-suit demands on JCPenney's Board. Nonetheless, Defendants have taken into account the costs, uncertainty, risks, and distraction inherent in any litigation, especially in complex cases like the Litigation, and have, therefore, determined that it is desirable and beneficial that the Litigation, and all of the Settling Parties' disputes related thereto, be fully and finally settled in the manner and upon the terms and conditions set forth in the Stipulation.

IV. THE SETTLEMENT

Under the terms of the Settlement, JCPenney agrees to implement or retain the following corporate governance measures and maintain them for a period of at least four (4) years from the effective date of settlement. After the initial four (4) year term, the corporate governance measures may only be modified upon a majority vote of the then-sitting independent directors of the Board. At any time, the corporate governance measures may be modified to the extent necessary to comply with applicable laws, regulations, and exchange rules. Modifications undertaken immediately to comply with laws, regulations, and exchange rules prior to board or shareholder approval shall be promptly proposed to the then-sitting Board for ratification. Defendants agree and acknowledge that Plaintiffs' filing and prosecution of the Litigation, and the negotiations with Plaintiffs' Counsel, were the primary cause of the implementation of the agreed-upon corporate governance reforms. The parties further agree that these corporate governance changes confer a substantial benefit on JCPenney and its shareholders.

A. Strengthening the Lead Independent Director Role

1. JCPenney's Lead Independent Director Policy shall be revised to limit each Lead Director's tenure to six (6) consecutive years, beginning with the first Lead Director appointment following the effective date of the Settlement.

B. Increased Independence of the Board

1. JCPenney's Board of Directors shall be comprised of a majority of Independent Directors as defined by the listing standards of the New York Stock Exchange or other applicable listing standards.

2. In addition to the standards required by the New York Stock Exchange or other applicable stock

exchange, JCPenney shall deem its directors independent only if they do not have material personal contracts with the Company or with any of its Named Executive Officers (as defined in Item 402 of the U.S. Securities and Exchange Commission's ("SEC") Regulation S-K).

3. In addition to the standards required by the New York Stock Exchange or other applicable stock exchange, JCPenney shall deem its directors independent only if they are not members of the immediate family of any of the Company's Named Executive Officers (as defined in Item 402 of SEC Regulation S-K).

4. If the Company fails to comply with the foregoing independence requirements due to one or more vacancies of the Board or if one or more directors cease to be independent due to other circumstances, then JCPenney shall within 30 days endeavor to regain compliance with these requirements.

5. The Independent Directors will meet in executive session at some point during each regularly held meeting of the directors. In connection with such executive sessions, the Independent Directors shall have access to such members of management and employees of the Company and to the Company's inside and outside counsel and auditors as the Independent Directors deem necessary or appropriate to carry out their duties.

C. Director Training and Director and Officer Continuing Education

1. JCPenney will conduct an in-house training session for its Board of Directors on the Company's policies and practices concerning disclosures, financial reporting, and/or governance within twelve (12) months of the court's final approval of the Stipulation. New and incoming Directors shall receive such in-house training within twelve (12) months of joining the Board.

2. The Company's Legal Department shall conduct training once every two years for the Company's Investor Relations Department regarding adherence to SEC Regulation Fair Disclosure.

D. Adopting a Charter for the Disclosure Controls Review Committee

1. JCPenney will adopt a written charter for its existing Disclosure Controls Review Committee ("Disclosure Committee").

2. JCPenney will publish the Disclosure Committee charter on its corporate website.

3. The Disclosure Committee charter will provide that the Committee's responsibilities include the following:

   (a) Monitoring JCPenney's disclosure controls and other procedures that are designed to ensure that information required to be disclosed by the Company in its quarterly reports on SEC Form 10-Q and its annual reports on SEC Form 10-K ("10-Qs and 10-Ks") (i) is recorded, processed, summarized and reported within the time periods specified in the SEC's rules and forms and (ii) is accumulated and communicated to management, including the Company's principal executive officer and principal financial officer, as appropriate to allow timely decisions regarding required disclosures;

   (b) Evaluating the effectiveness of the Company's disclosure controls and procedures as of the end of each fiscal quarter and fiscal year-end;

   (c) Reviewing the Company's 10-Qs and 10-Ks prior to filing with the SEC;

   (d) Reviewing the financial results included in the tables appended to the Company's quarterly press releases announcing its financial results for the preceding quarter;

   (e) Assessing whether the Company's financial statements included in its 10-Qs and 10-Ks conform in all material respects with United States Generally Accepted Accounting Principles;

   (f) Reporting to and advising the Chief Executive Officer and Chief Financial Officer with respect to the certifications they must provide for the Company's 10-Qs and 10-Ks; and

   (g) Undertaking any other duties or responsibilities as the Chief Executive Officer and Chief Financial Officer may from time to time prescribe.

4. The Disclosure Committee charter shall further provide that:

(a) The Company's independent auditors and other advisors shall be invited to attend the Disclosure Committee's meetings as deemed necessary or appropriate by the Disclosure Committee.

(b) The Disclosure Committee's members will include senior officers of JCPenney and/or representatives from relevant functional areas. JCPenney's management will select the Disclosure Committee members and may modify the composition of the Disclosure Committee from time to time as appropriate.

(c) A representative of the Disclosure Committee shall meet with the Audit Committee at least once each quarter to discuss the Company's periodic reports required by the Securities Exchange Act of 1934.

(d) No member of JCPenney's Board of Directors shall serve on the Disclosure Committee.

E. Coordination Between Disclosure Committee and Audit Committee

1. A representative of JCPenney's Disclosure Committee will provide quarterly updates to the Audit Committee regarding the Disclosure Committee's review of the Company's disclosure controls and procedures.

2. The Disclosure Committee Chairperson shall report any material concerns regarding JCPenney's public disclosures to the Audit Committee.

F. Business Ethics and Whistleblower Program

1. In connection with the annual review of the Company's Statement of Business Ethics, management shall consider whether it should be amended to include more detailed discussions of those laws and regulations that may have a material effect on JCPenney's business and operations.

2. In connection with the annual review of the Company's Statement of Business Ethics, the Statement of Business Ethics will be revised to state that no officer, employee, or director of the Company has authority to engage in conduct that violates applicable U.S. laws and regulations, or to authorize or direct such conduct by others.

3. JCPenney shall maintain the written policies contained in the Company's Statement of Business Ethics that direct employees at all levels to raise any concerns about potential violation of applicable U.S. laws and regulations, and that provide an option for them to report any such concerns anonymously through the independently operated "JCPLine" or any service the Company should utilize in the future. The Company shall further maintain its written policy that it will not retaliate against anyone who raises concerns regarding possible legal, ethical, or JCPenney policy violations.

V. SETTLEMENT HEARING

1. The Court has scheduled a Settlement Hearing which will be held on **Monday, August 27, 2018, at 1:30 p.m.**, in the United States District Court for the Eastern District of Texas, Sherman Division, located at Courtroom 108, United States Courthouse, 7940 Preston Road, Plano, Texas 75024, to:

a) determine whether the Settlement should be approved by the Court as fair, reasonable, adequate, and in the best interests of JCPenney and its stockholders;

b) to determine whether to dismiss the Federal Action with prejudice on the merits, as against any and all Defendants, without costs except as provided for in the Settlement, and release the Released Claims;

c) determine whether Judgment should be entered pursuant to the Stipulation;

d) consider Plaintiffs' Counsel's application for an award of attorneys' fees and expenses and incentive awards for Plaintiffs; and

e) rule on such other matters as the Court may deem appropriate.

The Court has reserved the right to adjourn the Settlement Hearing or any adjournment thereof, including consideration of the application for attorneys' fees and expenses, without further notice of any kind other than oral announcement at the Settlement Hearing or adjournment thereof.

The Court also reserved the right to approve the Settlement at the Settlement Hearing with such modification(s) as may be consented to by the parties to the Stipulation and without further notice to JCPenney's current stockholders.

VI. RIGHT TO APPEAR AND OBJECT

Any person who objects to the Settlement, the Judgment to be entered in the Litigation, and/or Plaintiffs' Counsel's application for attorneys' fees and expenses or incentive awards for Plaintiffs, or who otherwise wishes to be heard, may appear in person or by counsel at the Settlement Hearing and may request leave of the Court to present evidence or argument that may be proper and relevant; provided, however, that except by order of the Court for good cause shown, no person shall be heard and no papers, briefs, pleadings or other documents submitted by any person shall be considered by the Court unless not later than fourteen (14) calendar days prior to the Settlement Hearing such person files with the Court and serves upon counsel listed below: (a) a written notice of intention to appear; (b) proof of current ownership of JCPenney stock, as well as documentary evidence of when such stock ownership was acquired; (c) a statement of such persons' objections to any matters before the Court, including the Settlement, the Proposed Judgment, or Plaintiffs' Counsel's application for attorneys' fees and expenses and incentive awards for plaintiffs; (d) the grounds for such objections and the reasons that such person desires to appear and be heard, as well as all document or writings such person desires the Court to consider; (e) a description of any case, providing the name, court, and docket number, in which the objector or his or her attorney, if any, has objected to a settlement in the last three years; and (f) include a proof of service signed under penalty of perjury. Such filings shall be served electronically via the Court's ECF filing system, by hand, or by overnight mail upon the following counsel:

Plaintiffs' Counsel:
Frank J. Johnson
Johnson Fistel, LLP
600 West Broadway, Suite 1540
San Diego, CA 92101

Defendants' Counsel:
Jason J. Mendro
Gibson, Dunn & Crutcher LLP
1050 Connecticut Ave., N.W.
Washington, D.C. 20036

Unless the Court otherwise directs, no person shall be entitled to object to the approval of the Settlement, any judgment entered thereon, any award of attorneys' fees and expenses or incentive awards for Plaintiffs, or otherwise be heard, except by serving and filing a written objection and supporting papers and documents as prescribed above. Any person who fails to object in the manner described 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 or any other action or proceeding.

VII. INTERIM INJUNCTION

Pending final determination of whether the Settlement should be approved, no Plaintiff, either directly or derivatively on behalf of JCPenney, or other holder of JCPenney stock, derivatively on behalf of JCPenney, may commence or prosecute against any of the Released Persons any action or proceeding in any court, tribunal, or jurisdiction asserting any of the Released Claims.

"Released Persons" means any and all of the Defendants and any and all of Defendants' respective present or former spouses, family members, officers, directors, employees, agents, attorneys, advisors, accountants, auditors, insurers, trustees, financial advisors, investment bankers, representatives, affiliates, parents, subsidiaries (including the directors and officers of such affiliates, parents, and subsidiaries), general partners, limited partners, partnerships, heirs, executors, personal representatives, estates, administrators, successors, or assigns.

"Released Claims" means Released Plaintiffs' Claims and Released Defendants' Claims. "Released Plaintiffs' Claims" means any and all claims, rights, demands, matters, issues, causes of action, liabilities, obligations, expenses, damages, losses, judgments, suits, or any other matters of any kind, including Unknown Claims (as defined in Paragraph 1.17 of the Stipulation), asserted by Plaintiffs (on their own behalf directly or derivatively on behalf of JCPenney), by JCPenney, or any JCPenney shareholder (derivatively on behalf of JCPenney) against the Released Persons in any forum, whether under state, federal, or foreign law, which are based upon, arise out of or relate in any manner to the allegations, facts, events, transactions, acts, occurrences, conduct, statements, representations, alleged misrepresentations, alleged omissions or any other matters that were or could have been asserted in the Litigation. "Released Defendants' Claims" means all claims, demands, suits, matters, issues, causes of action, liabilities, obligations, expenses, damages, losses, judgments, or any other matters of any kind, including Unknown Claims (as defined in Paragraph 1.17 of the Stipulation), whether under state, federal or foreign law that have been, could have been, or in the future could be asserted in any forum by the Defendants, collectively, any of them individually, or by the successors and assigns of any of them against any of the Plaintiffs or their attorneys, that arise out of or relate in any way to the institution, prosecution, or settlement of the Litigation (except for claims to enforce the terms of the Settlement).

VIII. RELEASES

If the Court approves the Settlement, the Federal Action will be dismissed with prejudice and on the merits and the Released Claims will be completely, fully, finally, absolutely and forever discharged, dismissed with prejudice, settled, enjoined, released, relinquished, and compromised.

IX. APPLICATION FOR ATTORNEYS' FEES AND EXPENSES

The Settling Parties negotiated in good faith as to what would be a reasonable amount of attorneys' fees and expenses and reasonable incentive awards to be sought by for Plaintiffs and their counsel. As discussed above, the Settling Parties accepted the Mediator's Recommendation of $865,000 for an agreed-upon Fee and Expense Amount. The Fee and Expense Amount shall be the sole aggregate compensation for Plaintiffs' Counsel and for Plaintiffs in connection with the Litigation and Settlement. Plaintiffs' Counsel will file their motion for attorneys' fees and expenses and incentive awards for Plaintiffs' no later than twenty-eight (28) calendar days prior to the Settlement Hearing.

X. NOTICE TO PERSONS OR ENTITIES HOLDING OWNERSHIP ON BEHALF OF OTHERS

Brokerage firms, banks and/or other persons or entities who currently hold shares of common stock of JCPenney are directed promptly to send this Notice to all of their respective beneficial owners. If additional copies of the Notice are needed for forwarding to such beneficial owners, they may be obtained from Garden City Group at the below address, or by downloading this information at http://www.choosegcg.com/cases-info/jcp/.

JCPenney Company, Inc. Derivative Litigation
C/O GCG
P.O. Box 10610
Dublin, Ohio 43017-9210

XI. SCOPE OF THIS NOTICE

This notice is not all-inclusive. The references in this Notice to the pleadings in the Litigation, the Stipulation, and other papers and proceedings are only summaries and do not purport to be comprehensive. For the full details of the Federal Action, the claims and defenses which have been asserted by the parties, and the terms and conditions of the Settlement, including complete copies of the Stipulation, JCPenney's current stock holders are referred to the documents filed with the Court. You or your attorney may examine the court files during regular business hours each business day at the office of Clerk of the Court, United States Federal Courthouse, 7940 Preston Road, Plano, TX 75024 or 101 East Pecan Street, Sherman, Texas 75090.

XII. FURTHER INFORMATION

Inquiries or comments about the Settlement may be directed to the attention of Plaintiffs' Counsel as follows:

Frank J. Johnson
Johnson Fistel, LLP
600 West Broadway, Suite 1540
San Diego, CA 92101

PLEASE DO NOT CALL OR WRITE THE COURT

DATE: June 27, 2018