

Exhibit D

NOTICE OF PROPOSED CLASS ACTION SETTLEMENT

United States District Court for the Eastern District of Tennessee
Cahill, et al., v. Memorial Heart Institute, LLC, d/b/a The Chattanooga Heart Institute
 Case No. 1:23-cv-00168-CLC-CHS

If your Private Information was accessed or accessible in the cybersecurity incident that Memorial Heart Institute, LLC (d/b/a The Chattanooga Heart Institute) experienced between March 8 and March 16, 2023, a proposed class action settlement may affect your rights.

A federal court authorized this Notice. You are not being sued. This is not a solicitation from a lawyer.

- A Settlement has been reached with Memorial Heart Institute, LLC, doing business as The Chattanooga Heart Institute (“Defendant”) in a class action lawsuit about a cybersecurity incident that occurred between March 8, 2023 through March 16, 2023, which may have resulted in the unauthorized access to or acquisition of individuals’ private information (“Data Incident”).
- You are included in this settlement as a Settlement Class Member if your Private Information (*i.e.*, names, mailing address, email address, phone numbers, date of birth, drivers’ license number, Social Security number, account information, health insurance information, diagnosis/condition information, lab results, medications and other clinical, demographic or financial information) was identified as accessed or accessible in the Data Incident.
- As a Settlement Class Member, your rights are affected whether you act or do not act. Please read this Notice carefully.

YOUR LEGAL RIGHTS AND OPTIONS IN THIS SETTLEMENT		DEADLINE
SUBMIT A CLAIM FORM	The only way to receive cash and other benefits from this settlement is by submitting a valid and timely Claim Form. You can submit your Claim Form online at www.[website].com or mail it to the Settlement Administrator. You may also call the Settlement Administrator to receive a paper copy of the Claim Form.	Month, __, 202X
OPT-OUT OF THE SETTLEMENT	You can choose to opt-out of the settlement. This option allows you to sue, continue to sue, or be part of another lawsuit against the Defendant related to the legal claims resolved by this settlement. You can elect to retain your own legal counsel at your own expense. If you opt-out, you will <u>not</u> be able to receive any benefits and you will <u>not</u> be bound by the terms of this Settlement Agreement.	Month, __, 202X
OBJECT TO THE SETTLEMENT AND/OR ATTEND A HEARING	If you do not opt-out of the settlement, you may object to it by writing to the Court about why you don’t like the settlement. You may also ask the Court for permission to speak about your objection at the Final Approval Hearing. If you object, you may also file a claim for benefits.	Month, __, 202X
DO NOTHING	If you do nothing, you will not receive any benefits from this settlement, and you will give up the right to sue, continue to sue, or be part of another lawsuit against the Defendant related to the legal claims resolved by this settlement.	No Deadline

- 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.

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BASIC INFORMATION

1. Why was this notice issued?

A Court authorized this notice because you have a right to know about the proposed settlement of this class action lawsuit and about all of your options before the Court decides whether to grant Final Approval of the settlement. This notice explains the lawsuit, your legal rights, what benefits are available, and who can receive them.

The lawsuit is captioned *Cahill, et al., v. Memorial Heart Institute, LLC, d/b/a The Chattanooga Heart Institute*, Case No. 1:23-cv-00168-CLC-CHS and is pending in the United States District Court for the Eastern District of Tennessee, Southern Division at Chattanooga. The people that filed this lawsuit are called the “Plaintiffs” and the company they sued, Memorial Heart Institute, LLC, is called the “Defendant.”

2. What is this lawsuit about?

This lawsuit alleges that Private Information (such as name, mailing address, email address, phone number, date of birth, driver’s license number, Social Security number, account information, health insurance information, diagnosis/condition information, lab results, medications and other clinical, demographic or financial information) was impacted by the Data Incident that occurred between March 8, 2023 and March 16, 2023.

Defendant denies all of the Plaintiffs’ claims and maintains that it did not do anything wrong.

3. What is a class action?

In a class action, one or more individuals sue on behalf of other people with similar claims. These individuals who sue are known as “Class Representatives” or “Plaintiffs.” Together, the people included in the class action are called a “Settlement Class” or “Settlement Class Members.” One court resolves the lawsuit for all Settlement Class Members, except for those who exclude themselves (sometimes called, “opting out”) from a settlement. In this settlement, the Class Representatives are Stephen Cahill, Sheila Edwards, Sidney Jackson, Gisele Reed Allen, Jeff Bryden, and Elyn Painter.

4. Why is there a settlement?

The Court did not decide in favor of the Plaintiffs or Defendant. The Defendant denies all claims and contends that it has not violated any laws. Plaintiffs and the Defendant agreed to a settlement to avoid the costs and risks of a trial, and through the settlement, Settlement Class Members are eligible to claim a payment and other benefits. The Plaintiffs and their attorneys, who also represent Settlement Class Members, think the Settlement is best for all Settlement Class Members.

WHO IS IN THE SETTLEMENT?

5. Who is included in the settlement?

The Settlement Class consists of all living individuals whose Private Information was identified as accessed or accessible in the Data Incident (the “Total Class”). The Settlement also includes a subclass of Total Class Members whose Social Security numbers were identified as accessed or accessible during the Data Incident (“Social Security Class” or “SSN Class”).

All members of the SSN Class are also part of the Total Class; however not all members of the Total Class are members of the SSN Class. The Total Class consists of approximately 460,000 individuals. The SSN Class consists of approximately 287,000 individuals.

6. Are there exceptions to being included in the settlement?

Yes, excluded from the Total Settlement Class and SSN Class are: (a) the judge(s) to whom the Action is assigned and any member of those judge's staffs or immediate family members; (b) counsel for the Parties, any member of their respective staffs who worked directly on the Action, and any member of their immediate families; (c) any governmental entity; (d) any entity in which any of the Defendants have a controlling interest; (e) any of Defendants' subsidiaries, parents, affiliates, and officers, directors, legal representatives, heirs, successors, or assigns; and (f) Settlement Class Members who submit a valid Request for Exclusion prior to the Opt-Out Deadline.

THE SETTLEMENT BENEFITS

7. What can I get from this settlement?

If approved by the Court, Defendant will create a \$3,750,000 Settlement Fund to resolve the settlement. The Settlement Fund will be divided into two separate funds: (1) a \$2,000,000 non-reversionary common fund for the SSN Class; and (2) a \$1,750,000 fund for the Total Class.

Members of the Total Class may elect to receive the following benefits:

- (1) **Reimbursement for Documented Losses:** Reimbursement of up to a maximum of \$5,500 in documented losses that are fairly traceable to the Data Incident; and
- (2) **Credit Monitoring:** Two (2) years of Medical Monitoring, which offers dark-web and credit monitoring. The Medical Monitoring product has a value of approximately \$120.00 per year, per Settlement Class Member.

In addition, members of the SSN Class may also elect to receive a Cash Payment. The amount of the Cash Payment will be determined on a *pro rata* (proportional) basis after payment of the SSN Class Settlement Administration Costs, a share of attorneys' fees and attorney expenses, and all Service Awards to the Class Representatives.

Settlement Administration costs, attorneys' fees and expenses will be divided between the SSN Common Fund (53%) and the Total Class Fund (47%).

8. Tell me more Documented Losses.

Settlement Class Members may submit a claim for Reimbursement of Documented Losses of up to a maximum of \$5,500 if they can show documented losses that are fairly traceable to the Data Incident.

Documented Losses include, without limitation, the following: (i) unreimbursed costs, expenses, losses or charges incurred a result of identity theft or identity fraud, falsified tax returns, or other possible misuse of class member's personal information; (ii) costs incurred on or after March 16, 2023, associated with purchasing or extending additional credit monitoring or identity theft protection services and/or accessing or freezing/unfreezing credit reports with any credit reporting agency; and (iii) other miscellaneous expenses incurred related to any Documented Losses such as notary, fax, postage, copying, mileage, and long-distance telephone charges.

9. What claims am I releasing if I stay in the Settlement Class?

Unless you opt-out of the settlement, you cannot sue, continue to sue, or be part of any other lawsuit against the Defendant about any of the legal claims this settlement resolves. The "Releases" section in the Settlement Agreement describes the legal claims that you give up if you remain in the Settlement Class. The Settlement Agreement can be found at [www.\[website\].com](http://www.[website].com).

HOW TO GET SETTLEMENT BENEFITS – MAKING A CLAIM

10. How do I submit a claim form and get Settlement Class Member benefits?

You must submit a claim form by **MM/DD/YYYY**. Claim forms may be submitted online at **www.[website].com** OR may be mailed to the Settlement Administrator at *Settlement Administrator – 83322, c/o Kroll Settlement Administration LLC, P.O. Box 5324, New York, NY 10150-5324*.

11. When will I get my settlement benefits?

The short answer is – after the Settlement is “finally approved” and challenges, if any, to that approval are finally resolved. The Court is scheduled to hold a Final Approval Hearing on **Month XX, 202X, at X:X0 .m.**, to decide whether to approve the settlement, how much to award in Attorneys’ Fees and Costs to Class Counsel for representing the Settlement Class, and Service Award payments to the Class Representative who brought this Action on behalf of the Settlement Class.

If the Court approves the settlement, there may be appeals. It is always uncertain whether appeals will be filed and, if so, how long it will take to resolve them. Settlement Class Member benefits will be distributed as soon as possible, if and when the Court grants Final Approval of the settlement and after any appeals are resolved.

THE LAWYERS REPRESENTING YOU

12. Do I have a lawyer in this case?

Yes, the Court appointed Danielle L. Perry with Mason LLP, and Bryan L. Bleichner with Chestnut Cambronne PA, to represent you and other members of the Settlement Class (“Class Counsel”). You will not be charged directly for these lawyers; instead, they will receive compensation from the settlement amount, subject to Court approval.

If you want to be represented by your own lawyer, you may hire one at your own expense.

13. Should I get my own lawyer?

It is not necessary for you to hire your own lawyer because Class Counsel work for you. If you want to be represented by your own lawyer, you may hire one at your own expense.

14. How will the lawyers be paid?

Class Counsel will ask the Court to approve Attorneys’ Fees up to one-third (approx. \$1,250,000) of the Settlement Fund plus reimbursement of reasonable expenses (up to \$50,000), and \$4,500 Service Award payments to each of the Settlement Class Representatives (all Settlement Class Representatives are members of the SSN Class). If approved, up to \$666,666.67 in attorneys’ fees and up to \$26,500 in expenses will be deducted from the SSN Class Fund and up to \$583,333.33 in attorneys’ fees and up to \$23,500 in proportional expenses will be deducted from the Total Class Fund. These deductions will be made before making payments to Settlement Class Members who submit valid claims.

EXCLUDING YOURSELF FROM THE SETTLEMENT

15. How do I opt-out of the settlement?

If you do not want to receive any benefits from the settlement, and you want to keep your right to separately sue the Defendant about the legal issues in this case, you must take steps to exclude yourself from the Settlement Class. This is called “Opting Out” of the Settlement Class. The opt-out deadline to submit a request for exclusion from the settlement is **Month XX, 202X**.

To exclude yourself from the settlement, you must submit a written request for exclusion to the Settlement Administrator that includes the following information:

- your name, address, telephone number, and email address (if any);
- A statement indicating that you want to opt-out of the Settlement Class, such as “I wish to be excluded from the Settlement Class in *Cahill, et al., v. Memorial Heart Institute, LLC, d/b/a The Chattanooga Heart Institute*, Case No. 1:23-cv-00168-CLC-CHS; and
- your personal signature.

Your Request for Exclusion must be mailed to the Settlement Administrator at the address below, postmarked no later than **Month XX, 202X**.

Settlement Administrator – 83322
c/o Kroll Settlement Administration
ATTN: Exclusion Request
PO Box 5324
New York, NY 10150-5324

OBJECTING TO THE SETTLEMENT

16. How do I tell the Court if I do not like the settlement?

If you are a Settlement Class Member, you can choose (but are not required) to object to the settlement if you do not like it or a portion of it, whether that be to the Settlement Class Member benefits, the request for Attorneys’ Fees, Costs and Service Award payment, the releases provided to the Defendant, or some other aspect of the settlement. Through an objection, you give reasons why you think the Court should not approve the settlement.

For an objection to be considered by the Court, the objection must include:

- a. the name of the proceedings (*Cahill, et al., v. Memorial Heart Institute, LLC, d/b/a The Chattanooga Heart Institute*, Case No. 1:23-cv-00168-CLC-CHS);
- b. your full name, mailing address, telephone number, and email address (if any);
- c. all grounds for the objection, accompanied by any legal support for the objection known to you or your counsel;
- d. the identity of all counsel who represent you, including any former or current counsel who may be entitled to compensation for any reason related to the objection to the settlement and/or Application for Attorneys’ Fees, Costs, and Service Awards;
- e. a statement indicating whether you or your attorney(s) intend to appear at the Final Approval Hearing;
- f. a statement confirming whether you intend to personally appear and/or testify at the Final Approval Hearing in support of your objection;
- g. a list of all persons who will be called to testify at the Final Approval Hearing in support of your objection (if any);
- h. the number of times you, your counsel and/or your counsel’s law firm has objected to a class action settlement within the five years preceding the date of your objection, the caption of each case you objected to, and a copy of any orders related to or ruling upon your prior objections that were issued by the trial and appellate courts in each listed case;
- i. your signature (an attorney’s signature is not sufficient).

Objections must be mailed to the Court postmarked no later than **Month XX, 202X**.

United States District Court for the Eastern District of Tennessee, Chattanooga Division
 900 Georgia Avenue, Suite 309
 Chattanooga, TN 37402

A copy of your objection also must be mailed to Plaintiffs’ Counsel, Defendant’s Counsel, and the Settlement Administrator at the addresses below, postmarked no later than **Month XX, 202X**.

PLAINTIFFS’ COUNSEL	DEFENDANT’S COUNSEL	SETTLEMENT ADMINISTRATOR
Bryan L. Bleichner Chestnut Cambronne PA 100 Washington Ave., Ste. 1700 Minneapolis, MN 55401 —and— Danielle L. Perry Mason LLP 5335 Washington Ave. NW, Ste. 640 Washington, DC 20015	Joshua A. Mooney Kennedys CMK LLP 1600 Market St., Suite 1410 Philadelphia, PA 19103 —and— Daniel S. Marvin Kennedys CMK LLP 22 Vanderbilt Ave., 24th Floor New York, NY 100117	<i>Settlement Administrator –</i> 83322, c/o Kroll Settlement Administration LLC, P.O. Box 5324, New York, NY 10150-5324

17. What is the difference between objecting and opting out?

Objecting is telling the Court that you do not like something about the settlement. You can object to the settlement only if you do not exclude yourself from it. Excluding yourself from the settlement means telling the Court you do not want to be part of the settlement. If you exclude yourself/opt-out of the settlement, you cannot object to it because the settlement no longer affects you.

THE COURT’S FINAL APPROVAL HEARING

18. When is the Court’s Final Approval Hearing?

The Court is scheduled to hold a Final Approval Hearing on **Month XX, 202X at XX:X0 .m.**, at the United States District Court for the Eastern District of Tennessee, Chattanooga Division, 900 Georgia Avenue, Suite 309, Chattanooga, Tennessee 37402, to decide whether to approve the settlement, how much to award in Attorneys’ Fees and Costs to Class Counsel for representing the Settlement Class, and whether to award Service Awards to the Class Representatives who brought this Action on behalf of the Settlement Class. The date and time of this hearing may change without further notice. Please check [www.\[website\].com](http://www.[website].com) for updates.

19. Do I have to come to the Final Approval Hearing?

No. Class Counsel will answer any questions the Court may have. You may attend at your own expense. If you file an objection, you may, but you do not have to come to the Final Approval Hearing to talk about it. If you file your written objection on time and in accordance with the requirements above, the Court will consider it. You may also pay your own lawyer to attend, but it is not necessary.

IF YOU DO NOTHING

20. What happens if I do nothing at all?

If you are a Settlement Class Member and you do nothing, you will give up your right to start a lawsuit, continue a lawsuit, or be part of any other lawsuit against the Defendant and the Released Parties, as defined in the Settlement Agreement, about the legal issues resolved by this settlement. In addition, you

will be bound by the releases of the Released Parties in the settlement and will not be eligible to receive any settlement benefits.

GETTING MORE INFORMATION

21. How do I get more information?

This Notice summarizes the proposed settlement. Complete details are provided in the Settlement Agreement. The Settlement Agreement and other related documents are available at the settlement website, [www.\[website\].com](http://www.[website].com).

If you have additional questions or need to update your address, you may contact the Settlement Administrator by phone, or by mail:

Toll-Free: (XXX) XXX-XXXX

Mail: *Settlement Administrator* – 83322, c/o Kroll Settlement Administration LLC, P.O. Box 5324, New York, NY 10150-5324.

**PLEASE DO NOT CONTACT THE COURT OR DEFENDANT.
THEY CANNOT ANSWER ANY QUESTIONS.**