

Exhibit D

NOTICE OF CLASS ACTION AND PROPOSED SETTLEMENT
United States District Court for the Northern District of California

In re San Francisco 49ers Data Breach Litigation
Case No. 2:22-cv-05138-JD

This is not a solicitation from a lawyer, junk mail, or an advertisement. A Court authorized this Long Notice (“Notice”).

If the San Francisco 49ers (“49ers”) Notified You That Your Personal And/Or Financial Information Was Impacted In A Data Incident Occurring Between February 6, 2022 And February 11, 2022, You May be Eligible For Benefits From a Class Action Settlement.

- A proposed settlement has been reached in a class action lawsuit known as *In re San Francisco 49ers Data Breach Litigation*, Case No. 2:22-cv-05138-JD, filed in the United States District Court for the Northern District of California, San Francisco Division.
- This Litigation alleges that on February 6, 2022, cybercriminals bypassed the 49ers’ security systems undetected and accessed PII as part of a ransomware attack (“Data Incident”). Plaintiffs further allege that, as a result of the Data Incident, the criminals gained access to Plaintiffs’ and other consumers’ personal information, including but not limited to name, date of birth, and Social Security Number (collectively, “PII”). The 49ers disagrees with Plaintiffs’ claims and denies any wrongdoing.
- All Settlement Class Members will receive the following benefits from the \$610,000 Common Fund, if the Settlement is finally approved by the Court:
 - ❖ **Administration Costs, Attorneys’ Fees, and Incentive Payments:** Class Counsel will ask the court to approve the costs of a Settlement Administrator to manage the Settlement and for payment of their attorneys’ fees (up to \$152,500) and costs. They will also ask the court to approve incentive payments of \$2,500 each to the representative plaintiffs.
 - ❖ ***Pro Rata Cash Payment:*** After payment of Class Counsel’s attorney’s fees and costs, the costs of settlement administration, and any incentive awards to the named plaintiffs approved by the court, the remainder of the Settlement Fund will be paid to Settlement Class Members on a *pro rata* basis, except that each California Settlement Subclass Member shall be allocated three shares of the Settlement Remainder. Class Counsel estimates California Settlement Subclass Members will receive approximately \$30 and other Settlement Class Members will receive approximately \$10. These numbers are estimates and may change based on court orders, settlement costs, or redistribution of funds from unclaimed checks sent to Settlement Class Members. ***No claim needs to be filed to receive this payment.*** If you do nothing, a check will be mailed to you at the address in the 49ers’ records. If you wish to confirm or change your address, or request payment electronically, please visit [settlement website] for instructions on how to change your address or payment preferences.
 - ❖ **Information Security Enhancements:** The 49ers have and will implement certain reasonable steps to increase the security of its systems and environments.
- You are a Settlement Class Member if you were mailed notice by the 49ers that your personal and/or financial information was impacted in a data incident occurring between February 6, 2022 and February 11, 2022.

Your legal rights are affected regardless of whether you do or do not act.

Read this Notice carefully.

YOUR LEGAL RIGHTS & OPTIONS IN THIS SETTLEMENT	
Do Nothing	<p>If you do nothing, you remain in the settlement and will receive a pro rata share of the Settlement Fund.</p> <p>You give up your rights to sue the 49ers.</p>
Exclude Yourself	<p>Get out of the settlement. Get no money. Keep your rights.</p> <p>This is the only option that allows you to keep your right to sue about the claims in this lawsuit. You will not get any money from the settlement.</p> <p>Your request to exclude yourself must be postmarked no later than [INSERT].</p>
File an Objection	<p>Stay in the Settlement but tell the Court why you think the Settlement should not be approved.</p> <p>Objections must be postmarked no later than [INSERT].</p>
Go to a Hearing	<p>You can ask to speak in Court about the fairness of the settlement, at your own expense. <i>See</i> Question 18 for more details.</p> <p>The Final Fairness Hearing is scheduled for [INSERT].</p>

Questions? Go to www.website.com or call (XXX) XXX-XXXX

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Questions? Go to www.website.com or call (XXX) XXX-XXXX

BASIC INFORMATION

1. How do I know if I am affected by the Litigation and settlement?

You are a Settlement Class Member if you were mailed notice by the 49ers that your personal and/or financial information was impacted in a data incident occurring between February 6, 2022 and February 11, 2022.

The Settlement Class specifically excludes: (i) the 49ers, the Related Entities, and their officers and directors; (ii) all Settlement Class Members who timely and validly request exclusion from the Settlement Class; (iii) any judges assigned to this case and their staff and family; and (iv) any other Person found by a court of competent jurisdiction to be guilty under criminal law of initiating, causing, aiding or abetting the criminal activity occurrence of the Data Incident or who pleads nolo contendere to any such charge.

This Notice explains the nature of the lawsuit and claims being settled, your legal rights, and the benefits to the Settlement Class.

2. What is this Litigation about?

This case is known as *In Re San Francisco 49ers Data Breach Litigation*, Case No. 2:22-CV-05138-JD, filed in the United States District Court for the Northern District of California, San Francisco Division. The people who sued are called the “Plaintiffs” and the company they sued, the 49ers, is known as the “Defendant” in this case. The 49ers will be called “Defendant” in this Notice. Plaintiffs filed a lawsuit against Defendant, individually, and on behalf of anyone whose Private Information was potentially impacted as a result of the Data Incident.

This Litigation alleges that on February 6, 2022, cybercriminals bypassed the 49ers’ security systems undetected and accessed PII as part of a ransomware attack. Plaintiffs further allege that, as a result of the Data Incident, the criminals gained access to Plaintiffs’ and other consumers’ PII, including but not limited to name, date of birth, and Social Security Number. After learning of the Data Incident, notification was mailed to persons whose personal and/or financial information may have been impacted by the Data Incident. Subsequently, this Litigation was filed asserting claims against the 49ers relating to the Data Incident. The 49ers denies Plaintiffs’ claims and denies any wrongdoing.

3. Why is there a settlement?

By agreeing to settle, both sides avoid the cost, disruption, and distraction of further litigation. The Representative Plaintiffs, Defendant, and their attorneys believe the proposed settlement is fair, reasonable, and adequate and, thus, best for the Settlement Class Members. The Court did not decide in favor of the Plaintiffs or Defendant. Full details about the proposed settlement are found in the Settlement Agreement available at [INSERT].

4. Why is this a class action?

In a class action, one or more people called “Representative Plaintiffs” sue on behalf of all people who have similar claims. All of these people together are the “Settlement Class” or “Settlement Class Members.”

5. How do I know if I am included in the settlement?

Questions? Go to www.website.com or call (XXX) XXX-XXXX

You are included in the settlement if you were mailed notice by the 49ers that your personal and/or financial information was impacted in a data incident occurring between February 6, 2022 and February 11, 2022. If you are not sure whether you are included as a Settlement Class Member, or have any other questions about the settlement, visit [INSERT], call toll-free [INSERT], or write to San Francisco 49ers Data Breach Litigation, c/o Kroll Settlement Administration LLC, PO Box 225391, New York, NY 10150-5391.

THE SETTLEMENT BENEFITS

6. What does this Settlement provide?

The settlement provides for a \$610,000 Common Fund, which will be paid out if the Court grants final approval of the Settlement, as follows:

Administration Costs, Attorneys' Fees, and Incentive Payments: Class Counsel will ask the court to approve the costs of a Settlement Administrator to manage the Settlement and for payment of their attorneys' fees (up to \$152,500) and costs. They will also ask the court to approve incentive payments to the representative plaintiffs of \$2,500 each.

Pro Rata Cash Payment: The remainder of the Settlement Fund after paying (1) all Costs of Claims Administration; (2) any incentive payments approved by the Court to the Representative Plaintiffs; and (3) attorney's fees and costs as approved by the Court will be paid to Settlement Class Members on a *pro rata* basis, except that each California Settlement Subclass Member shall be allocated three shares of the Settlement Remainder. Class Counsel estimates California Settlement Subclass Members will receive approximately \$30 and other Settlement Class Members will receive approximately \$10. These numbers are estimates and may change based on court orders, settlement costs, or redistribution of funds from unclaimed checks sent to Settlement Class Members. ***No claim needs to be filed to receive this payment.*** If you do nothing, a check will be mailed to you at the address in the 49ers' records. If you wish to confirm or change your address, or request payment electronically, please visit [settlement website] for instructions on how to change your address or payment preferences.

Information Security Improvements: The 49ers have and will implement the following reasonable steps to increase the security of its systems and environments. Any costs associated with these security improvements will be paid by the 49ers separate and apart from other settlement benefits:

- Created a new position, Executive Vice President, Technology, to oversee all IT operations.
- Hired an additional dedicated cybersecurity IT team member.
- Implemented multi-factor authentication (MFA) for all email users.
- Updated the MFA method for VPN connectivity from email to an Authenticator app on mobile devices.
- Updated endpoint detection and response agents to isolate endpoints immediately upon identifying an alert.
- Completed installation of endpoint detection and response agents, which was partially complete at time of incident to monitor network and directories.
- Implemented additional security software for Office 365 which provides monitoring and enhanced security of all mailboxes.

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- Implemented a multi-tier stack of security software to provide additional layers of monitoring for network infrastructure and email.
- Implemented a multi-tier configuration for administrator accounts which requires unique passwords for different applications.
- Forced password changes for all users and IT personnel as part of the network restoration process following the ransomware attack.
- Currently instituting a policy to force password resets for all users at least every 6 months.
- Increased minimum password complexity requirements from 8 to 12 characters.
- Engaged a cyber security vendor to perform network penetration testing.
- Implemented an automated process for updating/patching server infrastructure.
- Currently implementing mobile device management for employee laptops and tablets with the ability to remotely manage, lock, and wipe devices.
- Increased the scope and frequency of mandatory security training for all employees.

7. Do I have to submit a claim and how can I change my address or payment preferences?

You do not need to submit a claim to receive a payment from the Settlement Fund. If you do nothing, a check will be mailed to you at the address in the 49ers' records. If you wish to confirm or change your address, or request payment electronically, please visit [settlement website] for instructions on how to change your address or payment preferences.

8. What am I giving up as part of the settlement?

If you stay in the Settlement Class, you will be eligible to receive benefits, but you will not be able to sue the 49ers and its Related Entities and each of their respective past or present owners, parents, subsidiaries, divisions, and related or affiliated entities, and each of their respective predecessors, successors, directors, officers, employees, principals, agents, attorneys, insurers, and reinsurers regarding the claims in this case. The Settlement Agreement, which includes all provisions about Released Claims, releases, and Released Persons, is available at [INSERT WEBSITE]

The only way to keep the right to sue is to exclude yourself (*see* Question 10), otherwise you will be included in the Settlement Class, if the Settlement is approved, and you give up the right to sue for the claims in this case.

9. Will the Representative Plaintiffs receive compensation?

Yes. The Representatives Plaintiffs will receive a service award of up to \$2,500 per person, to compensate them for their services and efforts in bringing the lawsuit. The Court will make the final decision as to the amount, if any, to be paid to the Representative Plaintiffs.

EXCLUDE YOURSELF

10. How do I exclude myself from the settlement?

If you do not want to be included in the settlement, you must send a timely written request for exclusion. Your request for exclusion must be individually signed by you. Your request must clearly manifest your intent to be excluded from the settlement.

Your written request for exclusion must be postmarked no later than [Opt-Out Date] to:

Questions? Go to www.website.com or call (XXX) XXX-XXXX

San Francisco 49ers Data Breach Litigation
c/o Kroll Settlement Administration LLC
PO Box 225391
New York, NY 10150-5391

Instructions on how to submit a request for exclusion are available at [INSERT WEBSITE] or from the Claims Administrator by calling (XXX) XXX-XXXX.

If you exclude yourself, you will not be able to receive any settlement benefits from the settlement and you cannot object to the settlement. You will not be legally bound by anything that happens in this lawsuit and you will keep your right to sue the Defendant on your own for the claims that this settlement resolves.

11. If I do not exclude myself, can I sue later?

No. If you do not exclude yourself from the settlement, and the settlement is approved by the Court, you forever give up the right to sue the Released Persons (listed in Question 8) for the claims this settlement resolves.

THE LAWYERS REPRESENTING YOU

12. Do I have a lawyer in the case?

Yes. The Court has appointed M. Anderson Berry and Gregory Haroutunian of Clayco C. Arnold, A Professional Corp, John J. Nelson of Milberg Coleman Bryson Phillips Grossman PLLC, and Matthew R. Wilson of Meyer Wilson Co., LPAN (collectively called “Proposed Settlement Class Counsel”) to represent the interests of all Settlement Class Members in this case. 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.

13. How will the lawyers be paid?

Class Counsel will apply to the Court for an award of attorneys’ fees up to twenty-five percent (25%) of the Settlement Fund (\$152,500) as well as costs and litigation expenses. A copy of Proposed Settlement Class Counsel’s application for attorneys’ fees, costs, and expenses will be posted on the Settlement Website, [INSERT WEBSITE], before the Final Fairness Hearing. The Court will make the final decisions as to the amounts to be paid to Proposed Settlement Class Counsel, and may award less than the amount requested by Proposed Settlement Class Counsel.

OBJECTING TO THE SETTLEMENT

14. How do I tell the Court that I do not like the settlement?

You can ask the Court to deny approval by filing an objection. You can’t ask the Court to order a different settlement; the Court can only approve or reject the settlement. If the Court denies approval, no settlement payments will be sent out, and the lawsuit will continue. If that is what you want to happen, you should object.

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Any objection to the proposed settlement must be in writing. If you file a timely written objection, you may, but are not required to, appear at the Final Approval Hearing, either in person or through your own attorney. If you appear through your own attorney, you are responsible for hiring and paying that attorney. All written objections and supporting papers must be submitted **ONLY TO THE COURT, postmarked by no later than [Objection Date]** and include the following:

- a. clearly identify the case name and number (*In Re San Francisco 49ers Data Breach Litigation*, Case No. 3:22-CV-05138-JD);
- b. be submitted to the Court either by filing them electronically or in person at any location of the United States District Court for the Northern District of California or by mailing them to the address below, and
- c. be filed or postmarked on or before the [Objection Date].

Clerk of the Court
<p>Class Action Clerk United States District Court Northern District of California (San Francisco Division) Phillip Burton Federal Building and U.S. Courthouse 450 Golden Gate Avenue San Francisco, CA 94102</p>

All objections will be scanned into the electronic case docket, and the parties will receive electronic notices of all filings. If you do not submit your objection with all requirements, or if your objection is not filed or postmarked by [Objection Date], you will be considered to have waived all objections and will not be entitled to speak at the Final Fairness Hearing.

15. What is the difference between objecting and asking to be excluded?

Objecting is simply telling the Court that you don't like something about the settlement. You can object only if you stay in the Settlement Class. Excluding yourself is telling the Court that you don't want to be part of the Settlement Class. If you exclude yourself, you have no basis to object because the Settlement no longer affects you.

THE FINAL FAIRNESS HEARING

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

The Court will hold the Final Fairness Hearing at [INSERT DATE, TIME, LOCATION]. The date may change without further notice to the Settlement Class, so please check the [WEBSITE], the Court's PACER site at <https://ecf.cand.uscourts.gov>, or by visiting the office of the Clerk of the Court for the United States District Court for the Northern District of California, 450 Golden Gate Avenue, San Francisco, CA 94102, between 9:00 a.m. and 4:00 p.m., Monday through Friday, excluding Court holidays, to confirm that the date has not been changed.

At the hearing, the Court will consider whether the proposed settlement is fair, reasonable, adequate, and is in the best interests of Settlement Class Members, and if it should be approved. If there are valid objections, the Court will consider them and will listen to people who have asked to speak at the hearing if the request

Questions? Go to www.website.com or call (XXX) XXX-XXXX

was made properly. The Court will also consider the award of Attorneys' Fees, Costs, and Expenses to Class Counsel and the request for a service award to the Representative Plaintiffs.

17. Do I have to come to the hearing?

No. You are not required to come to the Final Fairness Hearing. However, you are welcome to attend the hearing at your own expense.

If you submit an objection, you do not have to come to the hearing to talk about it. If your objection was submitted properly and on time, the Court will consider it. You also may pay your own lawyer to attend the Final Fairness Hearing, but that is not necessary.

18. May I speak at the hearing?

Yes. You can speak at the Final Fairness Hearing but you must ask the Court for permission. To request permission to speak, you must file an objection according to the instructions in Question 15, including all the information required. You cannot speak at the hearing if you exclude yourself from the settlement.

DO NOTHING

19. What happens if I do nothing?

If you do nothing, you will receive a pro rata payment from the Settlement Fund in the form of a check sent via U.S. Mail. You will not be able to sue for the claims in this case, and you release the claims against Defendant described in Question 8.

All checks mailed to Settlement Class Members will become void 180 days after mailing. If you do not cash or deposit your check within 180 days of mailing, the check will be voided and you will forfeit your right to receive a payment from the Settlement Fund.

GET MORE INFORMATION

20. How do I get more information about the Settlement?

This Notice is only a summary of the proposed settlement. This notice summarizes the proposed settlement. For the precise terms of the settlement, please see the settlement agreement available at www.website.com, by contacting class counsel at [\[email address and phone number\]](#), by accessing the Court docket in this case, for a fee, through the Court's Public Access to Court Electronic Records (PACER) system at <https://ecf.cand.uscourts.gov>, or by visiting the office of the Clerk of the Court for the United States District Court for the Northern District of California, 450 Golden Gate Avenue, San Francisco, CA 94102, between 9:00 a.m. and 4:00 p.m., Monday through Friday, excluding Court holidays. You may also contact the Claims Administrator at [San Francisco 49ers Data Breach Litigation, c/o Kroll Settlement Administration LLC, PO Box 225391, New York, NY 10150-5391](#).

21. What if my contact information changes or I no longer live at my address?

It is your responsibility to inform the Claims Administrator of your updated information. You may do so by visiting the Contact Us section of www.website.com or at the address below:

Questions? Go to www.website.com or call [\(XXX\) XXX-XXXX](#)

San Francisco 49ers Data Breach Litigation
c/o Kroll Settlement Administration LLC
PO Box 225391
New York, NY 10150-5391

**PLEASE DO NOT TELEPHONE THE COURT OR THE COURT CLERK'S OFFICE TO
INQUIRE ABOUT THIS SETTLEMENT OR THE CLAIM PROCESS.**

Questions? Go to www.website.com or call (XXX) XXX-XXXX