

IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

BUTTONWOOD TREE VALUE PARTNERS, L.P., a California Limited Partnership and MITCHELL PARTNERS L.P., a California Limited Partnership, on behalf of themselves and all others similarly situated,

Plaintiffs,

v.

R.L. POLK & CO., INC., STEPHEN R. POLK (individually and on behalf of a Defendant Class of similarly situated persons), THE ESTATE OF NANCY K. POLK, KATHERINE POLK OSBORNE, DAVID COLE, RICK INATOME, CHARLES MCCLURE, J. MICHAEL MOORE, RLP & C HOLDING, INC., RLP MERGER CO., STOUT RISIUS ROSS, INC., and HONIGMAN MILLER SCHWARTZ AND COHN LLP,

Defendants.

C.A. No. 9250-VCG

BY ORDER OF THE COURT OF CHANCERY OF THE STATE OF DELAWARE

If you tendered common stock of R.L. Polk & Co. to R.L. Polk & Co. in the period March 31, 2011 through May 16, 2011, or sold such stock to a third party in such period, you could be part of a class action settlement.

*The Court of Chancery of the State of Delaware authorized this Notice.
This is not a solicitation from a lawyer.*

- Through a proposed class action settlement, the current Defendants in *Buttonwood Tree Value Partners, L.P. v. R.L. Polk & Co.*, C.A. No. 9250, have agreed, without any admission of wrongdoing, to resolve whether a March 31, 2011 self-tender for R.L. Polk & Co. common stock involved inadequate disclosures or other alleged violations of Delaware law.
- The proposed class action settlement avoids costs and risks for both sides in continuing the lawsuit, pays money to Class members who file Valid Claims, and releases Defendants and others from liability to Class members.
- Under the proposed Settlement, the current Defendants will cause the creation of a \$15,000,000 Settlement Fund. After deducting amounts to pay fees and expenses of Plaintiffs' Counsel, Administrative Costs, taxes, and any other amounts approved by the Court, the Settlement Fund will be used to make payments to the Class members who file or are deemed to have filed Valid Claims.
- Plaintiffs' Counsel will ask the Court to approve payment of \$4,125,000 from the Settlement Fund as attorneys' fees, plus their expenses of litigation, not to exceed \$450,000, for investigating the facts, litigating the case, and negotiating the Settlement.
- Plaintiffs' Counsel will ask the Court to allow them to pay \$10,000 of their approved fees and expenses, in amounts of \$5,000 to each of the two named Plaintiffs, as an Incentive Award for participation in the litigation.
- Although the precise amount cannot be determined at this time, if the requested attorneys' fees and expenses are awarded in full, and after payment of the costs of administration, it is estimated that payments may be as much as \$285 per share for Valid Claims.
- A full presentation of the reasons for the settlement and the requested fees and expenses will appear in the brief plaintiffs shall file with the Court. That brief will be posted twenty-one days before the Settlement hearing on the website of the Administrator at www.classinfosource.com/PolkSettlement.aspx.
- The two sides disagree on whether a class action can be maintained, whether Defendants did anything wrong, and how much money was at stake. Neither side is admitting anything.

**If you are a member of the Class, your legal rights are affected whether you act or do not act.
Read this Settlement Notice carefully.**

LEGAL RIGHTS AND OPTIONS FOR CLASS MEMBERS:	
FILE A CLAIM	If you sold stock to a third party from March 31, 2011 through May 16, 2011, you must fill out a claim form to be eligible to be considered for inclusion in the Settlement. (Please note that if you tendered stock to R.L. Polk & Co. during this period you do not have to fill out a claim form. You will automatically be considered for inclusion in the Settlement.)
DO NOTHING	If you do nothing, you will be bound to the terms of the Settlement, even if you do not receive any money from it. (But please note that if you tendered stock to R.L. Polk & Co. from March 31, 2011 through May 16, 2011, you do not have to fill out a claim form. You will automatically be considered for inclusion in the Settlement.)
OBJECT	If you have objections to the settlement, proposed judgment, or attorneys' fees, expenses, or incentive award, you may write to the Court about your objection or objections. You must send a copy at the same time to the lawyers for the class and for the defendants, whose names are at the end of this notice.
GO TO A HEARING	If you write to the Court with an objection, you can also ask to speak in Court about the fairness of the Settlement.

These rights and options—**and the deadlines to exercise them**—are explained below. The Court in charge of this case still has to decide whether to approve the Settlement. Payments will be made if the Court approves the Settlement and after any appeals are resolved. Please be patient.

DEADLINE FOR POSTMARK OF CLAIM FORM (only if you are required to file a claim—if you tendered stock to R.L. Polk & Co. from March 31, 2011 through May 16, 2011, and also did not sell to any third party during that time, you do not have to file a claim).	August 10, 2024
DEADLINE FOR POSTMARK OF SUCCESSOR IN INTEREST FORM (only if you are different than the shareholder originally tendering or selling the stock in question, but have succeeded to his, her, or its rights).	August 10, 2024
DEADLINE FOR FILING AN OBJECTION TO THE SETTLEMENT	October 4, 2024 (Plaintiffs' supporting papers will have been filed on September 21, 2024)
For details on how to Object, visit www.classinfosource.com/polksettlement.aspx	
DATE AND LOCATION OF FINAL SETTLEMENT HEARING Court of Chancery of the State of Delaware 34 The Circle Georgetown, Delaware 19947	October 14, 2024 1:00 p.m.

**To get a Claim Form or Successor In Interest Form write to
R.L. Polk Settlement, c/o Settlement Administrator, P.O. Box 16, West Point, PA 19486
or go to www.classinfosource.com/polksettlement.aspx.**

For questions about the settlement and the matters above, please go to www.classinfosource.com/polksettlement.aspx, write to R.L. Polk Settlement, c/o Settlement Administrator, P.O. Box 16, West Point, PA 19486, or in an emergency call (833) 215-9289 or e-mail PolkSettlement@classinfosource.com. The attorneys for the parties are:

For Defendants Christopher M. Mason NIXON PEABODY LLP Tower 46 55 West 46th Street New York, New York 10036 (212) 940-3000 (212) 940-3111 (facsimile) cmason@nixonpeabody.com	For Plaintiffs and the Class R. Bruce McNew (DE ID# 967) COOCH & TAYLOR, P.A. The Brandywine Building 1000 N. West Street, Suite 1500 Wilmington, Delaware 19801 (302) 984-3810 (302) 984-3939 (facsimile) bmcnew@coochtaylor.com
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