UNITED STATES DISTRICT COURT
DISTRICT OF MINNESOTA

Nicholas Smith and Derik George, individually and on behalf of all others similarly situated, Plaintiffs, v. Sun Country, Inc., et al., Defendants.	No. 24-cv-619-KMM-EMB Hon. Kate M. Menendez Magistrate Judge Elsa M. Bullard

PLAN OF ALLOCATION

1. The Settlement Fund. The Net Settlement Fund will consist of the Settlement Fund after deducting the following amounts: (a) any taxes on the income or earnings of the Settlement Fund, any tax-related expenses, and the creation of any Tax Reserve (as described above); (b) any expenses incurred in connection with the Settlement Fund, including Escrow Account fees; (c) any Court-approved attorneys' fees, expenses, and costs to Class Counsel from the Settlement Fund; (d) any Court-approved Service Awards to the Class Representatives.

2. Authorized Claimants. An Authorized Claimant will be a Class Member – who is identified in the Class Account Data produced by Defendants or who is determined to be a Class Member – and who is either (a) a participant in the

Plan or (b) the beneficiary of such participant who is entitled to an immediate payment (e.g. QDRO).

3. Initial Recognized Claim. The Initial Recognized Claim for each Plan account will be the Plan Account Loss.

4. Calculation of the Plan Account Loss. The Plan Account Loss will be calculated as follows: (1) the amount of pension contribution for each period of military leave which the employee Class Member was reemployed by Sun Country on or after July 21, 2011 and on or before December 31, 2025 as calculated by Plaintiffs' expert, (2) minus any pension contribution that was made by Sun Country for each such period of leave, (3) plus the amount of earnings lost on the difference between (1) and (2) as calculated by Plaintiffs' expert.

5. Initial Allocation of the Net Settlement Fund. The Net Settlement Fund not to exceed the amount of the Plan Account Losses (as calculated by Plaintiffs' expert) for all Plan accounts will be allocated as follows: First, the Net Settlement Amount will be divided pro rata among the Plan accounts based on the Initial Recognized Claim for each Plan account for which there is an Authorized Claimant as compared to total Recognized Claims for all Plan accounts for all Authorized Claimants ("the Initial Pro Rata Calculation"). Second, the minimum loss assigned to any Plan account for which there is an Authorized Claimant will be $25.00 ('Minimum Payment"). Third, the Net Settlement Amount will be divided pro rata among the Plan Accounts based on the greater of either that Plan Account's Initial Pro Rata Calculation or the Minimum Payment and that amount will be compared to total Recognized Claims for all Plan accounts for all Authorized Claimants ("the Revised Pro Rata Calculation").

6. Allocation of Any Amount in Excess of the Plan Account Losses. To the extent that the Net Settlement Fund exceeds the Plan Account Losses for all Plan accounts, the excess will be divided among Class Members for whom the Plan Administrator of the Sun County 401(k) Plan will not accept a distribution into the Plan because the Class Member is a participant (or beneficiary) without a current Plan account balance and whose payment will be paid directly to the Class Member from the Settlement Fund ("Claimants Without Plan Account Balances") in order offset the adverse tax consequences to these Class Members receiving amounts that would have been made in tax-favored manner if they had Plan account balances. That excess will be divided among the Claimants Without Plan Account Balances based on that Plan Account's Initial Pro Rata Calculation and that amount will be compared to total Recognized Claims for all Plan accounts for all Claimants Without Plan Account Balances ("the Excess Pro Rata Calculation").

7. Division Among Multiple Authorized Claimants. To the extent that there is more than one Authorized Claimant for a Plan Account, the Allocation based on the Revised Pro Rata Calculation will be divided according to the terms of the Plan or in the absence of guidance in the Plan, the Allocation will be divided among those Authorized Claimants on the same basis as their percentage in the Plan Account among those Authorized Claimants on the same basis as their percentage in the Plan Account

8. Additional Allocation. An additional allocation/distribution will be made to Authorized Claimants (a) only if after the initial distribution to Class Members, the Net Settlement Fund contains or subsequently has sufficient monies that an additional distribution to Class Members makes economic sense and (b) only to (i) those Authorized Claimants whose distribution was made through the Plan or (ii) for any distribution not made through the Plan, to Authorized Claimants who accepted their initial distribution payment within 90 days after issuance from the initial distribution and (c) only to those Authorized Claimants would receive an payment of $25.00 or more in the Additional Allocation based on the Initial Pro Rata Calculation. For purpose of the calculation of any Additional Allocation, the Additional Allocation the remaining Net Settlement Amount will be divided pro rata among those Plan Accounts based on that Plan Account's Initial Pro Rata Calculation and that amount will be compared to total Recognized Claims for all Plan accounts for all Authorized Claimants who meet the requirements of both (b) and (c) of this Paragraph ("the Additional Allocation Calculation"). Based on considerations of efficiency, monies paid as a result of any Additional Allocation

Calculation may be paid directly from the Settlement Fund (and not through the Plan) and any such checks to Authorized Claimants in the Second Distribution will be void 90 days from the date of issue.

9. Non-Plan Allocation. Any amount to be paid to any Authorized Claimant will be paid directly from the Settlement Fund (and not through the Plan) if the payment to the Plan account of any Authorized Claimant for any year covered by the Settlement would exceed the maximum amount allowable under the IRS limits, or to the extent that making such a contribution to his or her Plan account for any year covered by the Settlement would cause the Plan to lose its tax qualified status and the contribution is not permitted by IRS through its correction procedures or similar programs (if Sun Country seeks such correction program), and the amount that exceeds those limits and paid directly to the Class Member and may be subject to appropriate tax reporting and withholding.

10. Distribution of Funds Remaining After Distribution: If any funds remain in the Net Settlement Fund after the Net Settlement Fund is transferred to the Plan and an distribution based on an Additional Allocation does not make sense, and after the Settlement Administrator has made reasonable and diligent efforts to have Class Members who are entitled to participate in the distribution of the Net Settlement Fund access their cash distributions, and after all taxes or other expenses (including any reserves for taxes or tax return preparation), those residual funds will be distributed to non-sectarian, non-profit 501(c)(3) charitable organization(s) recommended by Class Counsel and approved by the Court consistent with the principles of cy pres.