

Settlement by, among other things: (i) mailing the Notice of Pendency and Proposed Settlement of Stockholder Class and Derivative Action, Settlement Hearing, and Right to Appear (the “Notice”) to potential Settlement Class Members and current R1 RCM Inc. (“R1”) stockholders; (ii) causing the publication of the Summary Notice of Pendency and Proposed Settlement of Stockholder Class and Derivative Action, Settlement Hearing, and Right to Appear in *Investor’s Business Daily* and over *PR Newswire*; (iii) creating and continuing to maintain a toll-free helpline and a Settlement website to assist Settlement Class Members during the course of the administration; and (iv) administering the Settlement in accordance with the terms of the Stipulation.

3. On December 14, 2023, the Court entered the Order and Final Judgment (the “Final Approval Order”) (Trans. ID 71629204), granting final approval of the Settlement and the proposed plan of allocation of the Net Class Settlement Fund set forth in the Notice (the “Plan of Allocation”). I submit this Affidavit in support of Plaintiff’s Unopposed Motion for Class Distribution Order, which will, among other things, approve the proposed plan for the distribution of the Net Class Settlement Fund to eligible Settlement Class Members in accordance with the terms of the Settlement and the Court-approved Plan of Allocation. The following statements are based on my personal knowledge and information provided by JND employees

working under my supervision, and if called on to do so, I could and would testify competently thereto.

STOCKHOLDER RECORDS

4. Pursuant to the terms of the Court-approved Plan of Allocation, the Net Class Settlement Fund will be distributed to all Eligible Class Members, i.e., all Eligible Beneficial Holders and Eligible Record Holders who held shares of R1 common stock at the close of trading on September 27, 2023. *See* Notice at ¶¶ 89 – 91. In accordance with the terms of the Stipulation, the Eligible Class Members do not include any of the Excluded Class Stockholders. *Id.* at ¶ 93. Under the terms of the Plan of the Allocation, Eligible Class Members were not required to file a Claim Form to receive distribution from the Settlement. Instead, distributions from the Net Class Settlement Fund will be paid to Eligible Class Members based upon the Payment Records provided to JND by R1. *Id.* at ¶ 95 (i) – (ii).

5. Defense Counsel provided JND information for Record Holders (the “Record Holders”) and DTC Participants holding shares on behalf of the ultimate beneficial owners (the “Beneficial Holders”) identifying a total of 443,692,095 outstanding shares. On December 7, 2023, JND received a report identifying all registered holders of R1 common stock who held shares of R1 common stock at the

close of trading on September 27, 2023.² This report contained the names, addresses, and number of shares held by each of the Record Holders. The report identified 19 Record Holders other than Cede and Co. (“Cede”)³ holding 291,378,485 shares of R1 common stock outstanding at the close of trading on September 27, 2023. Accounting for the 284,962,335 shares held by Excluded Class Stockholders described in paragraph 7 below, JND identified 6,416,150 Eligible Shares of R1 common stock held by 14 eligible non-Cede Record Holders (“Eligible Record Holders”) at the close of trading on September 27, 2023.

6. On December 7, 2023, JND also received the Allocation Report from Defense Counsel, showing each DTC Participant’s holdings of R1 common stock at the close of trading on September 27, 2023. JND consulted with the DTC to confirm the accuracy of the number of shares identified. Specifically, the Allocation Report contained each DTC Participant’s name, identification number, and the number of shares held by the DTC Participant. The Allocation Report identified 144 DTC Participants holding a total of 152,313,610 shares of R1 common stock outstanding at the close of trading on September 27, 2023. Accounting for the 4,271,335 shares

² On January 5, 2024, Defense Counsel alerted JND to a reconciliation issue, and an updated share count was provided on January 19, 2024. All numbers in this declaration reflect that updated count.

³ As is typical, the registered holder list also included information concerning shares held by Cede, as nominee for the DTC. These shares held by the DTC Participants are addressed in paragraph 6, below.

held by Excluded Class Stockholders described in paragraph 7 below, the Allocation Report identified 144 DTC Participants holding 148,042,275 Eligible Shares on behalf of the ultimate beneficial owners of Eligible Shares (“Eligible Beneficial Holders”).

7. Pursuant to paragraph 26(c) of the Stipulation, JND was provided with information concerning the stockholdings of the Excluded Class Stockholders. This information reflected a total of 289,233,670 Excluded Shares held by Excluded Class Stockholders. As reflected above, these Excluded Shares held in 27 Beneficial Holder accounts and by five (5) Record Holders are not included in the Eligible Share count.

8. In the aggregate, the 154,458,425 Eligible Shares include 6,416,150 shares held by 14 Eligible Record Holders plus 148,042,275 shares held by 144 DTC Participants on behalf of Eligible Beneficial Holders, as described above.

SETTLEMENT ADMINISTRATION FEES AND DISBURSEMENTS

9. JND agreed to be the Settlement Administrator in exchange for payment of its fees and expenses. Plaintiff’s Counsel received regular reports of all the work JND performed with respect to the administration of the Settlement and authorized the administration work performed herein. Attached hereto as Exhibit A are invoices of JND’s total fees and expenses for this matter through April 30, 2024, which total \$197,054.15. Further, JND’s estimate of fees and expenses to conduct

the initial distribution of the Net Class Settlement Fund in accordance with the “Distribution Plan” described below in ¶ 10 are \$63,238.32. To date, JND has not been paid for its fees and expenses. Accordingly, there is an outstanding balance of \$260,292.47 payable to JND, which amount includes JND’s anticipated fees and expenses for the initial distribution. Final Distribution amounts will be determined by the amount in the Net Class Settlement Fund at the time of distribution in accordance with the distribution plan below.

DISTRIBUTION PLAN FOR THE NET CLASS SETTLEMENT FUND

10. JND will distribute 100% of the Net Class Settlement Fund to Eligible Class Members, after deducting (i) any Court-Awarded attorneys’ fees and Litigation Expenses paid or payable to Plaintiff’s Counsel from the Class Settlement Fund and/or any reserve to account for any potential future fee and expense rewards to Plaintiff’s Counsel from the Class Settlement Fund, (ii) any Taxes paid or incurred by the Escrow Account allocated to the Class Settlement Fund; (iii) any Notice and Administration costs paid or incurred by the Escrow Account allocated to the Class Settlement Fund; and (iv) any other costs and fees approved by the Court for payment from the Class Settlement Fund, (the “Distribution”), as follows:

a. Consistent with ¶ 94 of the Court-approved Plan of Allocation, each Eligible Class Member will be allocated a *pro rata* payment from the Net Class Settlement Fund in connection with the Distribution equal to the

product of (i) the number of Eligible Shares held by the Eligible Class Member and (ii) the “Per-Share Recovery” for the Settlement, which will be determined by dividing the total amount of the Net Class Settlement Fund by the total number of Eligible Shares held by all Eligible Class Members. Based upon the total number of identified Eligible Shares and the estimated Net Class Settlement Fund available for distribution, the estimated Per-Share Recovery is \$0.10 per share.

b. Consistent with ¶ 95(i) of the Plan of Allocation, with respect to R1 common stock held of record by DTC, through its nominee Cede, JND will cause that portion of the Net Class Settlement Fund to be allocated to Eligible Class Members who held their shares through DTC Participants to be paid to the DTC Participants by paying each the Per-Share Recovery times its respective Closing Security Position,⁴ subject to payment suppression instructions with respect to Excluded Shares and any other shares ineligible for recovery from the Settlement. The DTC Participants and their respective customers, including any intermediaries, shall then ensure *pro rata* payment to each Eligible Class Member based on the number of Eligible Shares

⁴ For each DTC Participant, the “Closing Security Position” is the number of Eligible Shares held by such DTC Participant at the close of trading on September 27, 2023. *See* Notice at footnote 3.

beneficially owned by such Eligible Class Member at the close of trading on September 27, 2023.

c. Consistent with ¶ 95(ii) of the Plan of Allocation, with respect to R1 common stock held of record as of the close of trading on September 27, 2023, other than by Cede, as nominee for DTC (a “Closing Non-Cede Record Position”), JND will make payment from the Net Class Settlement Fund directly to the record owner of each such Closing Non-Cede Record Position in an amount equal to the Per-Share Recovery times the number of Eligible Shares comprising such Closing Non-Cede Record Position.

d. Consistent with ¶ 95(iii) of the Plan of Allocation, for the avoidance of doubt, any person who purchased shares of R1 common stock during the Class Period but had not settled those shares by the close of trading on September 27, 2023 (“Non-Settled Shares”) will be treated as an Eligible Class Member (and their shares treated as Eligible Shares) with respect to those Non-Settled Shares (except for the Excluded Shares), and any person who sold those Non-Settled Shares on or before September 27, 2023, will not be treated as an Eligible Class Member with respect to those Non-Settled Shares.

e. Consistent with ¶ 95(iv) of the Plan of Allocation, in the event that any payment from the Net Class Settlement Fund is undeliverable or in

the event a check is not cashed by the stale date (i.e., more than six months from the check's issue date), the DTC Participants or the holder of a Closing Non-Cede Record Position shall follow their respective policies with respect to further attempted distribution.

f. Following the distribution of the Net Class Settlement Fund to DTC Participants, inquiries by Eligible Beneficial Holders regarding payment of the Net Class Settlement Fund should be made directly to DTC Participants, such as banks or brokerage firms, through which they beneficially owned Eligible Shares.

g. In order to encourage Eligible Class Members to promptly cash their checks, and to avoid or reduce future expenses relating to unpaid checks, all Distribution checks will bear a notation "CASH PROMPTLY, VOID AND SUBJECT TO REDISTRIBUTION IF NOT CASHED BY 6 MONTHS AFTER ISSUE DATE."

h. All undeliverable or uncashed payments returned to JND by DTC Participants or Eligible Record Holders shall be available for further distribution provided that such distribution is economically feasible. At such time as Co-Lead Counsel, in consultation with JND, determine that further distribution of the funds remaining in the Net Class Settlement Fund is not cost-effective, the remaining balance of the Net Class Settlement Fund, after

payment of any unpaid fees or expenses incurred in connection with administering the Net Class Settlement Fund and after the payment of any estimated taxes, the costs of preparing appropriate tax returns, and any escrow fees, will be contributed to the Combined Campaign for Justice (the "CCJ").

i. Paper copies of all supporting documentation may be destroyed one year after the distribution of the Net Class Settlement Fund, and electronic copies of the same may be destroyed one year after all funds in the Net Class Settlement Fund have been distributed.

I declare under penalty of perjury under the law of the United States of America that the foregoing is true and correct. Executed this 28th day of May 2024.

Luiggy Segura
Luiggy Segura

Sworn to and subscribed before me this 28th day of May, 2024.

William P. Loughlin
Notary Public
State of New York
WILLIAM P. LOUGHLIN
Notary Public, State of New York
No. 01015084336
My Commission Expires in Suffolk County
Commission Expires SEPTEMBER 2, 2025
SEPTEMBER 2, 2025

Personally Known or ~~Produced Identification~~.

Type of Identification Produced: _____