

IN THE COURT OF COMMON PLEAS OF ALLEGHENY COUNTY, PENNSYLVANIA

RAJESH PATEL, Individually and on Behalf  
of All Others Similarly Situated,

Plaintiff,

v.

VIATRIS, INC., PFIZER INC., MICHAEL  
GOETTLER, SANJEEV NARULA, BRYAN  
SUPRAN, MARGARET M. MADDEN,  
DOUGLAS E. GIORDANO, ROBERT J.  
COURY, IAN READ, and JAMES KILTS,

Defendants.

) CIVIL DIVISION  
) No. GD-21-13314  
)  
)

) **NOTICE OF: (I) PENDENCY OF CLASS**  
) **ACTION AND PROPOSED SETTLEMENT;**  
) **(II) SETTLEMENT FAIRNESS HEARING;**  
) **AND (III) MOTION FOR AWARD OF**  
) **ATTORNEYS' FEES AND**  
) **REIMBURSEMENT OF EXPENSES**  
)  
)  
)

**TO: ALL PERSONS who acquired shares of Viatris Inc. common stock in exchange for Mylan N.V. shares directly in the stock-for-stock exchange conducted pursuant to the offering materials issued in connection with the November 2020 merger of Mylan N.V. and Upjohn, Inc. to form Viatris**

**\*\*\*A COURT AUTHORIZED THIS NOTICE\*\*\***

***THIS IS NOT A SOLICITATION FROM A LAWYER.***

PLEASE READ THIS NOTICE CAREFULLY AND IN ITS ENTIRETY. YOUR RIGHTS MAY BE AFFECTED BY PROCEEDINGS IN THIS ACTION. PLEASE NOTE THAT IF YOU ARE A CLASS MEMBER, YOU MAY BE ENTITLED TO SHARE IN THE PROCEEDS OF THE SETTLEMENT DESCRIBED IN THIS NOTICE. TO CLAIM YOUR SHARE OF THE SETTLEMENT PROCEEDS, YOU MUST SUBMIT A VALID PROOF OF CLAIM AND RELEASE FORM (“CLAIM FORM”) SO THAT IT IS RECEIVED BY THE CLAIMS ADMINISTRATOR **ON OR BEFORE JULY 2, 2024.**

The purpose of this Notice is to inform you of: (i) the pendency of this class action (the “Action”); (ii) the proposed \$16,000,000 settlement (the “Settlement”) of the Action reached between (a) Plaintiff Rajesh Patel (“Plaintiff”); and (b) the Defendants (consisting of Viatris, Inc., Pfizer Inc., Michael Goettler, Sanjeev Narula, Bryan Supran, Margaret M. Madden, Douglas E. Giordano, Robert J. Coury, Ian Read, and James Kilts); and (iii) a hearing to be held by the Court to consider the fairness, reasonableness, and adequacy of the Settlement, proposed Plan of Allocation, Plaintiff’s Counsel’s application for attorneys’ fees, costs, and expenses, and Plaintiff’s application for an award. This notice (the “Notice”) also describes what rights you have and what steps you may take in relation to the Settlement and this Action.<sup>1</sup>

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<sup>1</sup> All capitalized terms used in this Notice that are not otherwise defined herein have the meanings provided in the Stipulation and Agreement of Settlement (the “Stipulation”), copies of which are available at [www.ViatrisSecuritiesSettlement.com](http://www.ViatrisSecuritiesSettlement.com).

<b>YOUR LEGAL RIGHTS AND OPTIONS IN THIS SETTLEMENT</b>	
<b>SUBMIT A CLAIM FORM</b>	The only way to be eligible to receive a payment from the Settlement. Unless otherwise extended by the Court, <b>Claim Forms must be received by the Claims Administrator on or before July 2, 2024.</b> See <i>Question 9 below.</i>
<b>EXCLUDE YOURSELF</b>	Get no payment. This is the only option that potentially allows you to ever be part of another lawsuit against the Defendants or any other Released Defendants' Parties based on the matters being resolved by this Settlement. Unless otherwise extended by the Court, <b>exclusion requests must be received by the Claims Administrator on or before May 13, 2024.</b> See <i>Question 12 below.</i>
<b>OBJECT</b>	Write to the Court about why you object to the Settlement, Plan of Allocation, and/or request for attorneys' fees and expenses. You will still be a member of the Class. Unless otherwise extended by the Court, <b>objections must be filed and postmarked with the Court on or before May 22, 2024.</b> See <i>Question 17 below.</i>
<b>ATTEND THE HEARING ON JUNE 12, 2024 AT 1:00 P.M. EASTERN TIME</b>	Ask to speak in Court about the fairness of the Settlement. Unless otherwise permitted by the Court, <b>requests to speak must be received by the Court on or before May 22, 2024.</b> See <i>Questions 19-21 below.</i>
<b>DO NOTHING</b>	Receive no payment. You will, however, still be a member of the Class, which means that you give up your right to ever be part of any other lawsuit against the Defendants or any other Released Defendants' Parties about the legal claims being resolved by this Settlement, and that you will be bound by any judgments or orders entered by the Court in the Action. See <i>Question 22 below.</i>

You may submit a claim or object, or do both, or do nothing. However, if you timely exclude yourself, that is the only thing you can do: you may not object in writing, you may not appear at the Fairness Hearing to state any objections, and you may not submit a claim. The Court presiding over this case must decide whether to approve the Settlement. Payments will be made only if the Court approves the Settlement, and only after resolution of any potential appeals and the review and processing of all Claim Forms. Please be patient.

***Please Do Not Call the Court or Defendants with Questions About the Settlement.***

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## BASIC INFORMATION

### 1. Why Did I Get This Notice?

The Court has directed that this Notice be sent to you because you or someone in your family may have acquired shares of Viatrix Inc. common stock in exchange for Mylan N.V. shares directly in the stock-for-stock exchange conducted pursuant to the offering materials issued in connection with the November 2020 merger of Mylan N.V. and Upjohn, Inc. to form Viatrix Inc. (the “Merger”). The Court has directed us to send you this Notice because, as a potential Class Member, you have a right to know about the proposed Settlement and all your options before the Court decides whether to approve the Settlement.

The Court in charge of this Action is the Court of Common Pleas of Allegheny County, Pennsylvania. The issuance of this Notice is not an expression of any opinion by the Court concerning the merits of any claim or defenses in the Action, and the Court still has to decide whether to approve the Settlement.

### 2. What Is This Lawsuit About, And What Has Happened In The Action So Far?

Defendant Viatrix is a pharmaceutical company. By means of the Merger, Viatrix was created through the combination of Pfizer’s spun-off Upjohn business and Mylan. Viatrix’ common stock trades on the NASDAQ exchange under the ticker “VTRS.”

On January 3, 2023, following the filing of an earlier complaint, Plaintiff filed his Amended Class Action Complaint (the “AC”) against the Defendants Viatrix Inc., Pfizer Inc., and certain current and former directors and officers of those companies. Plaintiff alleges that the Defendants violated §§11, 12(a)(2), and 15 of the Securities Act of 1933 (“Securities Act”) by making material misstatements and omissions concerning the Company’s revenue and related performance metrics, including from the legacy Upjohn’s business in China and Japan, in the Offering Materials and related oral communications Defendants used in connection with the November 2020 transactions by which Pfizer’s subsidiary Upjohn was spun-off and merged with Mylan, to form the company now known as Viatrix. Plaintiff further alleges that Viatrix’ stock and Class Members subsequently suffered losses as the alleged undisclosed information regarding Viatrix’ performance came to light. Defendants deny all allegations of wrongdoing or liability whatsoever in this lawsuit and, among other things, maintain that all statements made by or on behalf of Defendants during the Class Period were accurate and not materially misleading when made. *See also* §5 below (“Why Is There a Settlement?”).

Defendants filed their Preliminary Objections to the AC on March 17, 2023. Defendants argued in their Preliminary Objections that the AC should be dismissed against all Defendants for failure to state claims for violations of Sections 11, 12(a)(2), and 15 of the Securities Act. Defendants argued, among other things, that the alleged undisclosed information regarding purportedly negative events in China and Japan did not occur until after the statements at issue were made and that the risks related to those events were fully disclosed. Defendants also argued that the challenged statements were nonactionable forward-looking statements protected by the PSLRA’s safe harbor and the bespeaks-caution doctrine. Plaintiff opposed Defendants’ Preliminary Objections on June 2, 2023. The Court held oral argument on Defendants’ Preliminary Objections on August 8, 2023, and the Parties subsequently filed supplemental memoranda in support of their positions, including by certain Defendants on August 29, 2023, by Plaintiff on September 6, 2023, and by Defendants on September 28, 2023.

The Parties commenced preliminary discussions about trying to resolve the claims at issue through mediation. The Parties retained a highly experienced mediator (retired federal judge Layn R. Phillips (“Judge Phillips” or the “Mediator”)), and pursuant to Judge Phillips’ instructions as Mediator, counsel for the Parties prepared and exchanged mediation briefs on November 8, 2023. The Parties then participated in a full day, arm’s-length mediation session on November 17, 2023 under the auspices of the Mediator.

At the end of this mediation session, Judge Phillips made a “mediator’s proposal” for a settlement of all claims at issue, under which, in sum, Plaintiff (on behalf of himself and the putative class) would settle, compromise and release all claims against Defendants and their current and former officers, directors, employees, agents and representatives in exchange for the Defendants’ payment of \$16,000,000.00 in cash. Each Party accepted the “mediator’s proposal” in principle, subject to resolution of certain non-monetary terms, and the Parties promptly

notified the Court accordingly. The Parties signed the Stipulation of Settlement (“Stipulation”) on January 18, 2024. If approved, the Settlement will settle, resolve, and dispose of all claims asserted, or previously asserted, in this Action.

## WHO IS IN THE SETTLEMENT

### 3. How Do I Know If I Am Part Of The Settlement?

If you are a member of the Class you are subject to the Settlement, unless you timely request to be excluded. The Class consists of: all persons or entities who acquired shares of Viatrix Inc. common stock in exchange for Mylan N.V. shares directly in the stock-for-stock exchange conducted pursuant to the offering materials issued in connection with the November 2020 merger of Mylan N.V. and Upjohn, Inc. to form Viatrix.

Excluded from the Settlement Class are Defendants; their respective successors and assigns; the past and current executive officers and directors of Viatrix Inc. and Pfizer Inc.; the members of the immediate families of Michael Goettler, Sanjeev Narula, Bryan Supran, Margaret M. Madden, Douglas E. Giordano, Robert J. Coury, Ian Read, and James Kilts (collectively, the “Individual Defendants”); and the legal representatives, heirs, successors, or assigns of any excluded person, and any entity in which any of the above excluded persons have or had a direct or controlling ownership interest, and the legal representatives, heirs, successors-in-interest or assigns of any such excluded persons or entities. Also excluded will be any person or entity that validly requests exclusion from the Settlement Class.

### 4. What If I Am Still Unsure If I Am Included?

If you are still not sure whether you are included in the Class, you can ask for free help by calling the Claims Administrator at 1-877-495-0969. You can also fill out and return the Claim Form described at §9 below to see if you qualify or go to [www.ViatrixSecuritiesSettlement.com](http://www.ViatrixSecuritiesSettlement.com) for more information.

## THE SETTLEMENT AND WHAT YOU MAY GET

### 5. Why Is There A Settlement?

The Court did not decide in favor of the Plaintiff or Defendants. Instead, the Plaintiff and the Defendants agreed to a Settlement. If approved, the Settlement will avoid the cost and uncertainties of further litigation, trial, and likely appeals as against all Defendants (and their “Related Persons,” as defined in the Stipulation, in their capacities as such).

Plaintiff and Lead Counsel believe that the claims that will be released under the Settlement have merit. They recognize, however, that continuing the litigation of the Released Claims through trial and likely appeals would be expensive and likely require additional years to resolve and would involve a very substantial risk that Plaintiff would be unable to prove (i) that the Defendants were liable, or (ii) that the Defendants (even if they were liable) had caused the Class to suffer legally recoverable damages. For example, Defendants argued that the alleged undisclosed information regarding negative events in China and Japan did not occur until after the statements at issue were made, and that the risks related to those events were fully disclosed. Defendants also argued that to the extent there were any damages at all, they were minimal.

The Court had not ruled on the merits of Plaintiff’s AC, and at the hearing on Defendants’ Preliminary Objections the Court indicated that it was closely reviewing the arguments therein and there could be no assurance that the AC would survive Defendants’ Preliminary Objections. Even if the AC ultimately survived dismissal, to obtain any recovery against Defendants, Plaintiff would also have to prevail at class certification, summary judgment and trial – and then Plaintiff and the Class would still face the risk of winning on the appeals that would likely follow any potential successful result at trial. Further litigation would therefore involve significant risks, and likely years of further proceedings.

Defendants, who deny all allegations of wrongdoing or liability whatsoever, state that they believe all of their legal arguments recited above are correct and should result in dismissal of this Action, and are entering into the Settlement solely to eliminate the uncertainty, burden, and expense of further protracted litigation.

## 6. What Does The Settlement Provide?

The Settlement will result in a fund of \$16,000,000 in cash in exchange for a release of the Released Claims (defined below) and the dismissal of the Action as against all Defendants. After deductions for taxes, Court-approved attorneys' fees and expenses, Plaintiff's award, and costs of claims administration, the balance of the fund (the "Net Settlement Fund") will be distributed *pro rata*, in accordance with a "Plan of Allocation," to Class Members who submit valid Claim Forms. The proposed Plan of Allocation, which is subject to approval by the Court, is described in more detail at the end of this Notice.

## 7. How Much Will My Payment Be?

Your share of the Net Settlement Fund will depend on the number of valid Claim Forms that Class Members send in, the number of Viatris common shares you acquired during the relevant period, the timing of your purchases and sales, and the amount in fees and expenses approved by the Court. You will not receive a payment, however, if your proportionate share of the Net Settlement Fund is less than \$10.00.

## 8. What Is The Proposed Plan Of Allocation?

You can calculate your Recognized Claim under the formulas set forth below in the Plan of Allocation. The payment you receive will reflect your Recognized Claim in relation to the Recognized Claims of all persons submitting valid Claim Forms. Because the total of all Recognized Claims is expected to exceed the amount of the Net Settlement Fund, your Recognized Claim is not the amount of the payment that you can expect but is used to determine how the Net Settlement Fund will be allocated among all persons submitting claims.

### HOW TO OBTAIN A PAYMENT – SUBMITTING A CLAIM FORM

## 9. How Can I Obtain A Payment?

To be eligible for a payment from the proceeds of the Settlement, you must be an eligible Class Member and must submit a valid Claim Form. A Claim Form is enclosed with this Notice. You may also download a Claim Form from [www.ViatrisSecuritiesSettlement.com](http://www.ViatrisSecuritiesSettlement.com), or request one from the Claims Administrator by calling 1-877-495-0969 toll free. Please read the Claim Form instructions carefully, provide all required information, include copies of the required supporting documents, sign the form, **and mail it so that it is received by the Claims Administrator no later than July 2, 2024**, or electronically submit it via the above website **no later than July 2, 2024**.

## 10. When Will I Receive My Payment?

The Court will hold its Fairness Hearing on June 12, 2024 at 1:00 p.m. Eastern Time, to decide whether to approve the Settlement and Plan of Allocation. Please note that the Fairness Hearing date is subject to change without further notice. *See* §19 below. If the Court approves the Settlement and Plan of Allocation, there may be appeals. It is always uncertain when appeals will be resolved, and even if no appeals are filed it also takes time for the Claims Administrator to process all Claim Forms and make payments. Please be patient.

## 11. What Am I Giving Up To Receive A Payment?

Unless you timely and validly exclude yourself from the Class by the May 13, 2024 deadline (*see* §§12-14 below), if you fit within the definition of the Class you will continue to be a Class Member, which means that you cannot sue or be part of any other lawsuit that brings any of the Released Claims (including the claims asserted in this Action) against any of the Defendants or the other Released Defendants' Parties. It also means that all the Court's orders will apply to you and legally bind you. If you remain a Class Member, and if the Settlement is approved, you and each of your "Related Persons" (as defined below) will give up all "Released Claims" (as defined below), including "Unknown Claims" (as defined below), against the "Released Defendants' Parties" (as defined below):

- “Released Claims” means all claims (including “Unknown Claims”), demands, losses, rights, damages, and causes of action of any nature whatsoever, whether in law or in equity, that have been or could have been asserted in the Action or could in the future be asserted in any forum, whether foreign or domestic, whether arising under federal, state, common, or foreign law, by Plaintiff, any member of the Settlement Class, or their successors, assigns, executors, administrators, representatives, attorneys, and agents, in their capacities as such, whether brought directly or indirectly against any of the Released Defendants’ Parties, that both (a) arise out of, are based on, or relate in any way to any of the allegations, acts, transactions, facts, events, matters, occurrences, statements, representations or omissions involved, set forth, alleged or referred to in the Action, or which could have been alleged in the Action, and (b) arise out of, are based on, or relate to (i) the purchase or acquisition of any Viatrix Inc. shares in exchange for common shares of Mylan N.V. in connection with the November 2020 merger of Mylan N.V. and Upjohn, Inc., or (ii) the purchase or acquisition of any Mylan N.V. shares during the period of June 30, 2020 through November 16, 2020. “Released Claims” does not, however, include claims to enforce the settlement.
- “Released Defendants’ Parties” means (a) Defendants, (b) each of their respective immediate family members (for individuals) and each of their direct or indirect parent entities, subsidiaries, related entities and affiliates (including Mylan N.V.), any trust of which any Individual Defendant is the settlor or which is for the benefit of any Defendant and/or member(s) of his or her family, and (c) for any of the entities listed at (a) or (b), their respective past and present general partners, limited partners, principals, shareholders, joint venturers, members, officers, directors, managers, managing directors, supervisors, employees, contractors, consultants, auditors, accountants, financial advisors, professional advisors, investment bankers, representatives, insurers, trustees, trustors, agents, attorneys, professionals, predecessors, successors, assigns, heirs, executors, administrators, and any controlling person thereof, in their capacities as such, and any entity in which a Defendant has a controlling interest.
- “Related Persons,” when used in reference to a Person, means (a) the Person; (b) for natural persons, each of that Person’s respective immediate family members and any trust which that Person is the settlor of or which is for the benefit of any such Person and/or the members of his or her family, and, for non-natural persons, each of their direct or indirect parents, subsidiaries, divisions, and departments; and (c) for any of the entities or Persons listed at (a) or (b) above, their respective past, present or future parents, subsidiaries and affiliates, and their respective directors, officers, managers, managing directors, partners, members, principals, employees, auditors, accountants, representatives, insurers, trustees, trustors, agents, attorneys, professionals, predecessors, successors, assigns, heirs, executors, and administrators, in their capacities as such, and any entity in which the Person has a controlling interest.
- “Unknown Claims” means any and all Released Claims against the Released Defendants’ Parties that Plaintiff or any Settlement Class Member does not know or suspect to exist in his, her or its favor at the time of their release, and any and all Released Defendants’ Claims against the Released Plaintiff Parties that any Defendant does not know or suspect to exist in his, her or its favor at the time of their release, including without limitation those that, if known by such Plaintiff, Settlement Class Member or Defendant, might have affected his, her or its decision(s) with respect to the Settlement or the releases. With respect to any and all Released Claims and Released Defendants’ Claims, the Parties agree that, upon the “Effective Date” (as will be defined in the Stipulation), Plaintiff and each Defendant shall expressly waive, and each Settlement Class Member shall be deemed to have waived, and by operation of the judgment shall have waived, any and all provisions, rights, and benefits conferred by any law of any state or territory of the United States, or principle of common law, which is similar, comparable, or equivalent to Cal. Civ. Code §1542, which provides: “A general release does not extend to claims that the creditor or releasing party does not know or suspect to exist in his or her favor at the time of executing the release and that, if known by him or her, would have materially affected his or her settlement with the debtor.”

In addition, if the Settlement is approved, each of the Defendants and each of their Related Persons will give up all “Released Defendants’ Claims” against Class Members and the other Released Plaintiff Persons (as defined below):

- “Released Defendants’ Claims” means all claims (including, but not limited to “Unknown Claims”), demands, losses, rights, and causes of action of any nature whatsoever by the Released Defendants’ Parties or any of them against Plaintiff, members of the Settlement Class, or Plaintiff’s Counsel, which arise out of or relate in any way to the institution, prosecution, assertion, settlement, or resolution of the Action (except for claims to enforce the settlement).
- “Released Plaintiff’s Parties” means (a) Plaintiff and the members of the Settlement Class, and (b) each of their respective family members, and their respective general partners, limited partners, principals, shareholders, joint venturers, members, officers, directors, managers, managing directors, supervisors, employees, contractors, consultants, auditors, accountants, financial advisors, professional advisors, investment bankers, representatives, insurers, trustees, trustors, agents, attorneys (including Plaintiff’s Counsel and all other counsel who have represented any current or former plaintiff or proposed putative class in the Action), professionals, predecessors, successors, assigns, heirs, executors, administrators, and any controlling person thereof, in their capacities as such.

### EXCLUDING YOURSELF FROM THE CLASS ACTION SETTLEMENT

If you do not want a payment from the Settlement and want to keep the right to sue on your own the Defendants or the other Released Defendants’ Parties to recover anything on the claims being released by the Settlement, then you must take steps to remove yourself from the Class. This process is called excluding yourself from the Class – and is sometimes referred to as “opting out.”

#### 12. How Do I Exclude Myself (“Opt-Out”) Of The Class?

To exclude yourself from the Class and the Settlement, you must send a letter by First Class Mail (or other postage pre-paid method of delivery) stating that you “request to be excluded from the Settlement Class in *Patel v. Viatris, Inc., et al.*, No. GD-21-13314 (Ct. of Comm. Pleas Allegheny Cty.)” To be valid, your request must include (i) your name, address, telephone number, and e-mail contact information, (ii) your signature, (iii) the number of shares of Viatris Inc. common stock you purchased or otherwise acquired in exchange for Mylan N.V. shares directly in the stock-for-stock exchange conducted pursuant to the offering materials issued in connection the Merger, together with the number of shares, dates, and prices for each sale of that stock, if any. A Person that requests exclusion from the Class must also include copies of documents sufficient to show: (i) how many shares of Viatris Inc. common stock were acquired in exchange for Mylan N.V. shares directly in the stock-for-stock exchange conducted pursuant to the offering materials issued in connection with the Merger, together with the number of shares, dates, and prices for each sale of that stock if any, and (ii) his, her, or its status as a beneficial owner of the Viatris shares at issue. Unless the deadline is otherwise extended by the Court, you must mail your exclusion request so that it is **received no later than May 13, 2024**, to the following:

Viatris Securities Litigation Settlement  
 EXCLUSIONS  
 c/o A.B. Data Ltd  
 P.O. Box 173001  
 Milwaukee, WI 53217

Unless otherwise ordered by the Court, your exclusion request must comply with the above requirements in order to be valid. ***Please note that you cannot exclude yourself on the phone or by e-mail.*** If you ask to be excluded, you will not be eligible to receive any payment from the Settlement and you cannot object to the class action Settlement, but you will not be legally bound by anything that happens in this Action, and you may be able to sue on your own the Defendants and the other Released Defendants’ Parties on the Released Claims in the future.

### **13. If I Do Not Exclude Myself, Can I Sue The Defendants For The Same Thing Later?**

No. Unless you exclude yourself from the Class, you give up any right to sue the Defendants and the other Released Defendants' Parties on any and all Released Claims. If you have a pending lawsuit against any of the Released Defendants' Parties, speak to your lawyer in that case immediately, as you may need to exclude yourself from this Action to continue your own lawsuit. Remember, the exclusion deadline is **May 13, 2024**.

### **14. If I Exclude Myself, Can I Receive Money From The Settlement?**

No. If you exclude yourself, do not send in a Claim Form.

#### **THE LAWYERS REPRESENTING YOU**

### **15. Do I Have A Lawyer In This Case?**

The Court appointed the law firms of Scott+Scott Attorneys at Law LLP and Hedin Hall LLP to represent you and other Class Members. These lawyers are called Lead Counsel. You will not be personally liable for the fees and expenses incurred by these lawyers or any other lawyers working with or assisting them. If you want to be represented by your own lawyer, you may hire one at your own expense.

### **16. How Will The Lawyers Be Paid?**

Lead Counsel and the other Plaintiff's Counsel will submit a Fee and Expense Application asking the Court for an award of attorneys' fees of up to one-third of the Settlement Fund and for reimbursement of expenses up to \$300,000 in connection with litigating the claims asserted in this Action that are being settled. As part of that Application, the Lead Plaintiff will also request an award of up to \$10,000 for his services in representing the Class. Such sums as may be approved by the Court will be paid from the Settlement Fund. Class Members are not personally liable for any such fees, awards, or expenses.

The attorneys' fees and expenses requested will be the only payment to Lead Counsel and the other Plaintiff's Counsel for their efforts in achieving this Settlement and for their risk in undertaking, on a wholly contingent basis, to represent Plaintiff and the Class Members in litigating the claims that are being settled. To date, Plaintiff's Counsel have not been paid anything for their services in conducting this Action on behalf of Plaintiff and the Class, nor for their expenses.

Lead Counsel will file a motion in support of Plaintiff's Counsel's Fee and Expense Application not later than thirty-five (35) days prior to the Fairness Hearing, which Application will be posted on the settlement website at [www.ViatrixSecuritiesSettlement.com](http://www.ViatrixSecuritiesSettlement.com). The motion will argue that the requested fees are within the range of fees awarded to class counsel in other cases of this type. The Court will decide what Plaintiff's Counsel should receive from the Settlement Fund for fees and expenses and may award less than what is requested.

#### **OBJECTING TO THE SETTLEMENT**

You can tell the Court that you do not agree with the Settlement or any part of it.

### **17. How Do I Tell The Court If I Object To The Settlement?**

If you are a Class Member, you can object to the proposed Settlement, the proposed Plan of Allocation, Plaintiff's Counsel's request for attorneys' fees and expenses, and/or Plaintiff's request for an award for his service, and the Court will consider your views. Objections must be filed with the Court and received on or before **May 22, 2024**. You must include your name, address, telephone number, and your signature, and set forth the number of shares of Viatrix common stock you acquired in exchange for Mylan N.V. shares directly in the stock-for-stock exchange conducted pursuant to the offering materials issued in connection with the November 2020 Merger. The objection must state whether it applies only to the objector, to a specific subset of the class, or to the entire class, and also state with specificity the grounds for the objection. The

Court has stated that it will consider any written objection, as long as it substantially complies with the above requirements.

### **18. What Is The Difference Between Objecting And Excluding?**

Objecting is simply telling the Court that you object to something about the Settlement. You can object only if you stay in (and do not exclude yourself from) the Class. If you object, but the Court approves the Settlement, you will be bound by the Settlement's terms in the same way as Class Members who do not object.

Excluding yourself is telling the Court that you do not want to be paid and do not want to release any claims you think you may have against the Defendants and the other Released Defendants' Parties. If you exclude yourself, you cannot object to the Settlement because it will no longer affect you.

### **THE COURT'S FAIRNESS HEARING**

The Court will hold a hearing to decide whether to approve the Settlement. You may attend and you may ask to speak, but you do not have to.

### **19. When And Where Will The Court Decide Whether to Approve The Settlement?**

The Court will hold a Fairness Hearing on June 12, 2024, at 1:00 p.m. Eastern Time, before the Hon. Alan D. Herzberg of the Court of Common Pleas of Allegheny County, Pennsylvania. At this hearing, the Court will consider whether the Settlement is fair, reasonable, and adequate. If there are objections, the Court will consider them, even if you do not ask to speak at the hearing. The Court will also consider how much to pay to Plaintiff's Counsel and whether the Plan of Allocation is fair, reasonable, and adequate. The Court may decide these issues at the hearing or take them under consideration for a later decision. *Please note that the Court may change the date, time, location and/or manner of the Fairness Hearing without another notice being sent to you.* You should check with Lead Counsel or the Settlement Website, [www.ViatrixSecuritiesSettlement.com](http://www.ViatrixSecuritiesSettlement.com), beforehand to be sure that the date and time of the hearing have not changed.

### **20. Do I Have To Attend The Fairness Hearing?**

No. Lead Counsel will answer questions the Court may have. However, you are welcome to attend at your own expense. If you send an objection, you do not have to come to Court to talk about it. As long as you filed your written objection on time, the Court will consider it. You may also ask your own lawyer to attend or participate (at your own expense), but it is not necessary. Class Members do not need to appear at the hearing or take any other action to indicate their approval.

### **21. May I Speak At The Hearing?**

You may ask the Court for permission to speak at the Fairness Hearing. To do so, you must state in your objection that it is your "intention to appear at the Fairness Hearing in *Patel v. Viatrix, Inc.*, et al., No. GD-21-13314 (Ct. of Comm. Pleas Allegheny Cty.)." Persons who intend to object to the Settlement, the Plan of Allocation, any award of attorneys' fees and expenses to Plaintiff's Counsel, and/or any award to Lead Plaintiff for his service, time and expenses representing the Class, and who desire to present evidence at the Fairness Hearing, must include in their written objections the identity of any witnesses they may call to testify and copies of any exhibits they intend to introduce into evidence at the Fairness Hearing. Your notice of intention to appear must be filed with the Court in your objection on or before **May 22, 2024**. If you appear at the Fairness Hearing and object without having first submitted a written objection and a request to appear as set forth in this paragraph (or in Question 17 above), your objection will not be heard, unless the Court grants an exception.

## IF YOU DO NOTHING

### 22. What Happens If I Do Nothing?

If you do nothing, and you fall within the definition of the Class, all of your Released Claims against the Released Defendants' Parties will be released, and you will also not receive any money from the Settlement (because it is necessary to submit a valid and timely Claim Form to be eligible for a payment).

## GETTING MORE INFORMATION

### 23. How Can I Get More Information?

This Notice summarizes the proposed Settlement. For even more detailed information concerning the matters involved in this litigation, you can also obtain answers to common questions regarding the proposed Settlement by contacting the Claims Administrator toll-free at 1-877-495-0969, and you can also review (i) copies of the Stipulation (which sets forth all the terms of the proposed Settlement), (ii) the pleadings in support of the Settlement, and (iii) other settlement-related papers, which have been posted on the Settlement website at [www.ViatrixSecuritiesSettlement.com](http://www.ViatrixSecuritiesSettlement.com). You may also contact a representative of Lead Counsel with any questions c/o:

#### SCOTT+SCOTT ATTORNEYS AT LAW LLP

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***PLEASE DO NOT CALL OR WRITE THE COURT OR TO DEFENDANTS OR THEIR COUNSEL REGARDING THIS NOTICE.***

## PROPOSED PLAN OF ALLOCATION OF NET SETTLEMENT FUND AMONG CLASS MEMBERS

### WHAT IS THE PROPOSED PLAN OF ALLOCATION?

The objective of the Plan of Allocation is to equitably distribute the Net Settlement Fund among Class Members based on their respective alleged economic losses resulting from the securities law violations alleged in the Action.

The Net Settlement Fund shall be distributed to members of the Class who submit valid Claim Forms that are accepted for payment in accordance with the Plan of Allocation approved by the Court ("Authorized Claimants").

The Claims Administrator shall determine each Authorized Claimant's *pro rata* share of the Net Settlement Fund based upon each Authorized Claimant's "Recognized Claim." The Recognized Claim formula is not intended to be an estimate of the amount of what a Class Member might have been able to recover after a trial; nor is it an estimate of the amount that will be paid to Authorized Claimants pursuant to the Settlement. The Recognized Claim formula is the basis upon which the Net Settlement Fund will be proportionately allocated to the Authorized Claimants.

The objective of this Plan of Allocation is to equitably distribute the Net Settlement Fund among Authorized Claimants who allegedly suffered economic losses as a result of the alleged violations of the federal securities laws with respect to shares of Viatris common stock acquired pursuant to the S-4 Registration Statement and Prospectus (including all amendments thereto and all documents incorporated therein) issued in connection with Upjohn's merger and acquisition with Mylan to form Viatris in November 2020 (the "Merger").

The statutory damages formula set forth in Section 11(e) of the Securities Act serves as the basis for the calculation of the Recognized Loss Amounts under the Plan of Allocation. The formulas stated below, which were developed by Plaintiff's damages expert, generally track the statutory formula.

## 1. Calculation Of Recognized Loss

For purposes of determining whether a Claimant has a "Recognized Claim," purchases, acquisitions, and sales of Viatris common stock will first be matched on a First In/First Out ("FIFO") basis. If, in addition to Viatris shares acquired in the Merger, a Settlement Class Member has purchases/acquisitions or sales of Viatris common stock from November 17, 2020 through February 28, 2022 ("Post-Merger"), all such purchases/acquisitions and sales shall be matched on a FIFO basis. Post-Merger sales will be matched first against Viatris shares acquired in exchange for Mylan shares in the Merger.

A "Recognized Loss" will be calculated as set forth below for each share of Viatris common stock acquired pursuant to the Registration Statement for the Merger that is listed in the Claim Form and for which adequate documentation is provided. For purposes of the Settlement, such acquisitions will be considered pursuant to the Registration Statement for the Merger if and only if the Viatris shares were received in exchange for Mylan shares in connection with the November 16, 2020 Merger. Shares of Viatris common stock purchased or otherwise acquired on the open market after the Merger are not eligible for a recovery. To the extent that the calculation of a Claimant's Recognized Loss Amount results in a negative number, that number shall be set to zero.

**For each share of Viatris common stock purchased or otherwise acquired directly as part of the Merger on or about November 16, 2020, the Recognized Loss is the difference between \$15.86 per Viatris share<sup>2</sup> minus:**

- a) the sales price per Viatris share, if sold prior to October 28, 2021;<sup>3</sup>
- b) the greater of: (i) the sales price per Viatris share, or (ii) \$13.33 per Viatris share,<sup>4</sup> if sold from October 28, 2021, through February 28, 2022, inclusive; or
- c) \$13.33 per Viatris share, if held at the end of February 28, 2022.<sup>5</sup>

## 2. Additional Provisions

Purchases or acquisitions and sales of Viatris common stock shall be deemed to have occurred on the "contract" or "trade" date as opposed to the "settlement" or "payment" or "sale" date. The receipt or grant by gift, inheritance or operation of law of Viatris common stock outside the Merger shall not be deemed a purchase, acquisition, or

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<sup>2</sup> The \$15.86 per Viatris share represents the consideration paid, or the value of each Mylan share given up in the Merger, based on the last Mylan closing price prior to the Merger.

<sup>3</sup> October 28, 2021, is the date the first Securities Act suit was filed in this matter.

<sup>4</sup> The \$13.33 per Viatris share represents the value of each Viatris share at the time the first Securities Act suit was filed, based on Viatris' October 28, 2021, closing share price.

<sup>5</sup> On February 28, 2022, Viatris' stock price permanently (through at least the date this Plan of Allocation was prepared) declined below \$13.33 per share.

sale for the calculation of an Authorized Claimant's Recognized Claim, nor shall the receipt or grant be deemed an assignment of any claim relating to the purchase/acquisition of such shares of Viatris common stock unless (i) the donor or decedent purchased or otherwise acquired such shares of Viatris common stock in exchange for Mylan shares; (ii) no Claim Form was submitted by or on behalf of the donor, on behalf of the decedent, or by anyone else with respect to such shares of Viatris common stock; and (iii) it is specifically so provided in the instrument of gift or assignment.

In accordance with the Plan of Allocation, the Recognized Loss Amount on any portion of a purchase or acquisition that matches against (or "covers") a "short sale" is zero. The Recognized Loss Amount on a "short sale" that is not covered by a purchase or acquisition is also zero.

Viatris common stock acquired in connection with the Upjohn-Mylan Merger is the only security eligible for a recovery under the Plan of Allocation.

The sum of a Claimant's Recognized Loss Amounts will be the Claimant's "Recognized Claim."

An Authorized Claimant's Recognized Claim shall be the amount used to calculate the Authorized Claimant's *pro rata* share of the Net Settlement Fund. If the sum total of Recognized Claims of all Authorized Claimants who are entitled to receive payment out of the Net Settlement Fund is greater than the Net Settlement Fund, each Authorized Claimant shall receive his, her, or its *pro rata* share of the Net Settlement Fund. The *pro rata* share shall be the Authorized Claimant's Recognized Claim divided by the total of Recognized Claims of all Authorized Claimants, multiplied by the total amount in the Net Settlement Fund.

The Net Settlement Fund will be allocated among all Authorized Claimants whose prorated payment is \$10.00 or greater. If the prorated payment to any Authorized Claimant calculates to less than \$10.00, it will not be included in the calculation and no distribution will be made to that Authorized Claimant.

Distributions will be made to Authorized Claimants after all claims have been processed and after the Court has finally approved the Settlement. If any funds remain in the Net Settlement Fund by reason of un-cashed distributions or otherwise, then, after the Claims Administrator has made reasonable and diligent efforts to have Class Members who are entitled to participate in the distribution of the Net Settlement Fund cash their distributions, and if economically feasible, any balance remaining in the Net Settlement Fund at least six months after the initial distribution of such funds shall be re-distributed to Class Members who have cashed their initial distributions in an economical manner, after payment of any unpaid costs or fees incurred in administering the Net Settlement Fund for such re-distribution. Any balance that still remains in the Net Settlement Fund after re-distribution(s), which is not feasible or economical to reallocate, after payment of any unpaid costs or fees incurred in administering the Net Settlement Fund, shall be contributed to the Pennsylvania Interest on Lawyers Trust Account Board, a non-sectarian, not-for-profit organization serving the public interest, designated by Plaintiff's Counsel and approved by the Court.

### **SPECIAL NOTICE TO SECURITIES BROKERS AND OTHER NOMINEES**

The Court has ordered that if you acquired shares of Viatris Inc. common stock in exchange for Mylan N.V. shares directly in the stock-for-stock exchange conducted pursuant to the offering materials issued in connection with the November 2020 merger of Mylan N.V. and Upjohn, Inc. to form Viatris, as nominee for a beneficial owner, then, within seven (7) calendar days after you receive this Notice, you must either: (i) send a copy of this Notice and Claim Form (the "Notice Package") by first class mail to all such beneficial owners; or (ii) provide a list of the names and addresses of such beneficial owners to the Claims Administrator. If you choose to mail the Notice Package yourself, you may obtain from the Claims Administrator (without cost to you) as many additional copies of these documents as you will need to complete the mailing. Regardless of whether you choose to complete the mailing yourself or elect to have the mailing performed for you, you may obtain reimbursement for reasonable administrative costs actually incurred up to \$0.15 per mailing record provided to the Claims Administrator and \$0.15 for each Notice Packet actually mailed plus postage at the rate used by the Claims

Administrator in connection with forwarding the Notice Package that would not have been incurred but for the obligation to forward it, upon submission of appropriate documentation to the Claims Administrator and subject to approval by the Court. All communications concerning the foregoing should be directed to the Claims Administrator by email to [info@ViatrixSecuritiesSettlement.com](mailto:info@ViatrixSecuritiesSettlement.com) or by mail to:

Viatrix Securities Litigation  
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Milwaukee, WI 53217  
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Dated: March 1, 2024

BY ORDER OF THE COURT OF COMMON  
PLEAS OF ALLEGHENY COUNTY,  
PENNSYLVANIA