

If You Purchased Pool Products Directly from PoolCorp between November 22, 2007, and November 21, 2011, You Could Be Affected by a Proposed Class Action Settlement With Pentair Water Pool and Spa, Inc.

Please read the entire Notice carefully, as this Settlement may affect your rights.

What is this lawsuit about?

The lawsuit alleges that PoolCorp and the Manufacturer Defendants entered into agreements in violation of the antitrust laws and that PoolCorp attempted to monopolize the alleged market for Pool Products in the United States in violation of the antitrust laws. The lawsuit claims that, as a result, Plaintiffs paid more for Pool Products purchased from PoolCorp than they otherwise would have paid. Defendants have denied all of these claims and have asserted various defenses to the claims. The Court has not made any decision as to the merits of the Plaintiffs' allegations. The Defendants are Pool Corporation, SCP Distributors LLC, Superior Pool Products LLC, Hayward Industries, Inc., Pentair Water Pool and Spa, Inc., and Zodiac Pool Systems, Inc.

Am I a Class Member?

The Class includes all persons and entities located in the United States that purchased Pool Products in the United States directly from Pool Corporation, SCP Distributors LLC, and Superior Pool Products LLC (collectively, "PoolCorp") from November 22, 2007, to November 21, 2011.

Pool Products are the equipment, products, parts or materials used for the construction, renovation, maintenance, repair, or service of residential and commercial swimming pools. Pool Products include, among other goods, pumps, filters, heaters, cleaners, covers, drains, fittings, diving boards, steps, rails, pool liners, pool walls, chemicals, cleaning tools, and "white goods" (the parts necessary to maintain pool equipment). Pool Products do not include pool toys or games, generic building materials, or products used solely for landscaping or irrigation, Olympic-style pools, or pools used in commercial water parks.

What does the Settlement provide and how do I get a payment?

Under the Pentair Settlement, Pentair has agreed to pay \$6.0 million in cash. If you are a Settlement Class Member, you may be eligible to receive payment from the Settlement.

If you have already submitted a claim form in connection with prior settlements in this case involving Hayward Industries, Inc. and Zodiac Pool Systems, Inc., you do not need to submit a claim form again for it to be considered in the proposed Pentair Settlement. Settlement Class Members who submit a claim by December 11, 2015 (the last date set by the Court to submit claims in the Hayward and Zodiac Settlements), and who have not timely excluded themselves from any of the three settlements, will be eligible to receive a payment from the Pentair Settlement and a payment from the Hayward and Zodiac Settlements.

If you have *not* submitted a claim form in the Hayward or Zodiac Settlements, and you wish to have a claim considered in the Pentair Settlement, you must send in a valid claim form, available at www.PoolProductsAntitrustLitigation.com. Be sure to sign the claim form, and mail it by first-class mail postmarked no later than December 11, 2015 to Pool Products Distribution Market Antitrust Litigation (Direct Purchasers), c/o GCG, P.O. Box 10095, Dublin, OH 43017-6695.

If the Court approves the Pentair Settlement, the Net Settlement Fund will be distributed on a pro rata basis among all Class Members who submit valid and timely claim forms. The Claims Administrator for the Settlement will contact you if more information is needed to determine whether your claim is valid.

There are specialized companies that may offer to fill out and file your claim in return for a percentage of the value of your claim. The Court has not authorized any of these companies to contact you. Before you

sign a contract with one of these companies, you should examine the claim-filing process provided here and decide whether using a specialized company is worth the cost. You can always seek help from the Claims Administrator or Class Counsel.

Can I Exclude Myself?

If you want to keep the right to sue or continue to sue Pentair on your own about the legal issues in this case, then you must exclude yourself from the Settlement Class. **If you exclude yourself from the Settlement Class, you will not get any payment from the Settlement Fund.**

To exclude yourself, you must send a letter saying that you want to be excluded from the Pentair Settlement Class. Important instructions about what the letter needs to contain and where it needs to be sent are available at www.PoolProductsAntitrustLitigation.com. **Your letter must be postmarked by December 11, 2015.**

Do I have a lawyer in this case?

The Court has appointed Russ H. Herman of Herman, Herman & Katz LLC, Robert N. Kaplan of Kaplan Fox & Kilsheimer LLP, Ronald J. Aranoff of Bernstein Liebhard LLP, and Jay L. Himes of Labaton Sucharow LLP to represent the Class. You will not be charged for these lawyers. If you want to be represented by your own lawyer and have that lawyer appear in court for you concerning the Pentair Settlement, you may hire one at your own expense.

These lawyers will ask the Court to approve from the Pentair Settlement Fund an award of attorneys' fees and reimbursement for costs and expenses incurred in the prosecution of the lawsuit in an amount not to exceed \$2,000,000 (one-third of the amount of \$6 million, the total amount of the Pentair Settlement).

How do I object to the Pentair Settlement or any of its terms?

You can object to the Pentair Settlement if you are a Class Member and have not excluded yourself from the Pentair Settlement Class. You can object if you do not like any part of the Settlement, or if you disagree with the Plan of Allocation or the Request for Attorneys' Fees and Reimbursement of Expenses.

To object, you must send a letter to the Court. Important instructions about what the letter needs to contain and where it needs to be sent are available at www.PoolProductsAntitrustLitigation.com. **Your letter must be postmarked by December 11, 2015.**

What happens if I do nothing at all?

If you do nothing, you will remain in the Class for the Pentair Settlement. If you remain in the Class and have *not* previously submitted a claim form for the Hayward and Zodiac Settlements, to qualify for a payment you must send in a claim form.

When will the Judge decide?

The Court will hold a Fairness Hearing to decide whether to approve the terms of the Pentair Settlement at 10:00 a.m. on January 8, 2016, at the United States District Court for the Eastern District of Louisiana, 500 Poydras Street, New Orleans, LA 70130. The hearing may be moved to a different date or time without additional notice, so you should check the Settlement Website, www.PoolProductsAntitrustLitigation.com. If there are objections or comments, the Court will consider them.

You may appear at the hearing but do not need to. If you plan to appear, there are relevant instructions to do so properly on the Settlement Website, www.PoolProductsAntitrustLitigation.com.

Where do I get more information?

This Notice is only a summary. More details are in the Pentair Settlement Agreement available at www.PoolProductsAntitrustLitigation.com.

www.PoolProductsAntitrustLitigation.com

MECHANICAL SPECIFICATIONS	
File Name: PL2_Master Two Thirds.indd	Body Copy Font Size/Leading: 7.5/8
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Ad Unit: 2/3 page (4.75 x 9.625)	Create Date/Time: 7/27/15 @ 10:00 AM PT
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