

UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF WISCONSIN

PENSION TRUST FUND FOR
OPERATING ENGINEERS and ROBERT
LIFSON,

Plaintiffs,

v.

ASSISTED LIVING CONCEPTS, INC.
and LAURIE BEBO,

Defendants.

Case No. 12-C-884-JPS

CLASS ACTION

**MUST BE POSTMARKED BY
FEBRUARY 6, 2014**

PROOF OF CLAIM AND RELEASE FORM

I. GENERAL INSTRUCTIONS

1. To be potentially eligible to recover as a Member of the Class based on your claims in the action entitled, *Pension Trust Fund For Operating Engineers and Robert Lifson v. Assisted Living Concepts, Inc. and Laurie Bebo*, Case No. 12-C-884-JPS (the “Action”), you must complete and, on Page 7 hereof, sign this Proof of Claim and Release Form (“Claim Form”). If you fail to timely file a properly addressed (as set forth in Paragraph 3 below), completed and signed Claim Form, your claim may be rejected and you may be precluded from any recovery from the Settlement Fund created in connection with the proposed Settlement of the Action.
2. Submission of this Claim Form, however, does not assure that you will share in the proceeds of the Settlement of the Action.
3. YOU MUST MAIL YOUR COMPLETED AND SIGNED CLAIM FORM POSTMARKED ON OR BEFORE FEBRUARY 6, 2014, TO:

**ALC SECURITIES LITIGATION
CLAIMS ADMINISTRATOR
c/o A.B. DATA, LTD.
PO BOX 170500
MILWAUKEE, WI 53217-8091**

4. If you are NOT a Member of the Class (as defined below and in the Notice Of Pendency Of Class Action And Proposed Settlement, Final Approval Hearing, And Motion For Attorneys’ Fees And Reimbursement Of Litigation Expenses (“Notice”)), DO NOT submit a Claim Form.
5. If you are a Member of the Class and you did not timely request exclusion in connection with the proposed Settlement, you are bound by the terms of any judgment entered in the Action, including the releases provided therein, WHETHER OR NOT YOU SUBMIT A CLAIM FORM.

II. CLAIMANT IDENTIFICATION

1. If you purchased or otherwise acquired ALC Stock during the period between March 4, 2011 and August 6, 2012, inclusive (the “Class Period”), and held documents evidencing these transactions (i.e., broker confirmation slip(s), etc.) in your name, you are the beneficial purchaser as well as the record purchaser. If, however, you purchased or acquired ALC Stock and the transactional document(s) was/were registered in the name of a third party, such as a nominee or brokerage firm, you are the beneficial purchaser and the third party is the record purchaser.

2. Use Part I of the Claim Form – entitled “Claimant Identification” – to identify each purchaser of record (“nominee”), if different from the beneficial purchaser of ALC Stock which forms the basis of this claim. **THIS CLAIM MUST BE FILED BY THE ACTUAL BENEFICIAL PURCHASER OR PURCHASERS, OR THE LEGAL REPRESENTATIVE OF SUCH PURCHASER OR PURCHASERS, OF ALC STOCK UPON WHICH THIS CLAIM IS BASED.**

NOTE: Separate Claim Forms should be submitted for each separate legal entity (e.g., a claim from Joint Owners should not include separate transactions of just one of the Joint Owners; an Individual should not combine his or her IRA transactions with transactions made solely in the Individual’s name). Conversely, a single Proof of Claim should be submitted on behalf of one legal entity, including all transactions made by that entity, no matter how many separate accounts that entity has (for example, a corporation with multiple brokerage accounts should include all transactions made in ALC Stock during the Class Period on one Proof of Claim, no matter how many accounts the transactions were made in).

3. All joint purchasers must sign this claim. Executors, administrators, guardians, conservators and trustees must complete and sign this claim on behalf of persons represented by them and their authority must accompany this claim and their titles or capacities must be stated. The Social Security (or taxpayer identification) number and telephone number of the beneficial owner may be used in verifying the claim. Failure to provide the foregoing information could delay verification of your claim or result in rejection of the claim.

III. CLAIM FORM

1. Use Part II of the Claim Form – entitled “Transactions in ALC Stock” – to supply all required details of your transaction(s) in ALC Stock. If you need more space or additional schedules, attach separate sheets giving all of the required information in substantially the same form. Sign and print or type your name on each additional sheet.
2. On the schedules, provide all of the requested information with respect to all of your purchases or acquisitions and all of your sales or dispositions of ALC Stock, whether such transactions resulted in a profit or loss. Failure to report all requested information may result in the rejection of your claim.
3. List each transaction separately and in chronological order, by trade date, beginning with the earliest. You must accurately provide the month, day and year of each transaction you list.
4. Copies of broker confirmations or other documentation of your transactions in ALC Stock should be attached to your claim. Failure to provide this documentation could delay verification of your claim or result in rejection of your claim.
5. **NOTICE REGARDING ELECTRONIC FILES:** Certain Claimants with large numbers of transactions may request, or may be requested, to submit information regarding their transactions in electronic files. All Claimants **MUST** submit a manually signed paper Claim Form listing all their transactions, whether or not they also submit electronic copies. If you wish to file your claim electronically, you must contact the Claims Administrator at 866-963-9978, or info@ALCSecuritiesLitigation.com, or visit their website at www.ALCSecuritiesLitigation.com, to obtain the required file layout. No electronic files will be considered to have been properly submitted unless the Claims Administrator issues to the Claimant a written acknowledgment of receipt and acceptance of electronically submitted data.

For Official Use Only



UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF WISCONSIN (MILWAUKEE)
Pension Trust Fund for Operating Engineers and Robert Lifson
v. Assisted Living Concepts, Inc. et al.
Civil Docket for Case #: 2:12-cv-00884-JPS
PROOF OF CLAIM AND RELEASE
PLEASE TYPE OR PRINT

MUST BE POSTMARKED BY
FEBRUARY 6, 2014

PART I: CLAIMANT IDENTIFICATION

Beneficial Owner's Name (First, Middle, Last)

Joint Beneficial Owner's Name (First, Middle, Last)

Address Line 1

Address Line 2 (If Applicable)

City

State

Zip Code

Foreign Province

Foreign Postal Code

Foreign Country

Social Security Number

Taxpayer Identification Number

OR

Check Appropriate box:

- ☐ Individual or Sole Proprietor
☐ Corporation
☐ IRA

- ☐ Partnership
☐ Pension Plan
☐ Trust

☐ Other _____ (please specify)

Telephone Number (Daytime)

Telephone Number (Evening)

Email Address

**WERE YOUR SHARES HELD IN "STREET NAME" (I.E., IN THE NAME OF A STOCK BROKER OR OTHER NOMINEE)?
IF SO, THAT BROKER OR NOMINEE IS THE RECORD OWNER. PLEASE FILL IN THE FOLLOWING LINE.**

Record Owner's Name (if different from beneficial owner listed above); e.g. brokerage firm, bank, nominee, etc.

PART II: TRANSACTIONS IN ALC STOCK

A. INITIAL ALC STOCK HOLDINGS: State the number of shares of ALC Stock the Claimant owned at the opening of trading on March 4, 2011. If none, write “zero” or “0.” If other than zero, be sure to attach the required documentation.		Proof enclosed ☐ Y ☐ N
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B. ALC STOCK PURCHASES: List all purchases or acquisitions of ALC Stock made between March 4, 2011 and November 2, 2012, inclusive. Please note that ALC Stock purchased or acquired during the 90-day look-back period between August 7, 2012 and November 2, 2012, will be used to balance your claim, and not to increase a Recognized Loss. Be sure to attach the required documentation.						
Trade Date(s) (List Chronologically) MM DD YY			Number of Shares Purchased or Acquired	Purchase Price Per Share	Total Amount Paid*	Proof enclosed
/ /						☐ Y ☐ N
/ /						☐ Y ☐ N
/ /						☐ Y ☐ N

*Excluding commissions, taxes & fees

C. ALC STOCK SALES: List all sales of ALC Stock made between March 4, 2011 and November 2, 2012, inclusive. Sales include all dispositions of ALC Stock. Be sure to attach the required documentation.						
Trade Date(s) (List Chronologically) MM DD YY			Number of Shares Sold	Sale Price Per Share	Total Amount Received*	Proof enclosed
/ /						☐ Y ☐ N
/ /						☐ Y ☐ N
/ /						☐ Y ☐ N

*Excluding commissions, taxes & fees

D. UNSOLD ALC STOCK HOLDINGS AT THE CLOSE OF TRADING ON NOVEMBER 2, 2012: State the number of ALC Stock shares the Claimant owned at the close of trading on November 2, 2012. Be sure to attach the required documentation.		Proof enclosed ☐ Y ☐ N
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PART III: RELEASE OF CLAIMS AND SIGNATURE

Definitions

“Released Persons” means each and all of the Defendants and, as to Defendants, the following, only in their respective capacities as such: their past or present directors, officers, partners, employees, controlling shareholders, attorneys, accountants, insurers, predecessors, successors, assigns, parents, subsidiaries, divisions, and joint ventures, and Defendant Bebo’s immediate family (as defined in 17 C.F.R. Section 229.404, Instructions (1)(a)(iii) and (1)(b)(ii)).

“Defendants” means Assisted Living Concepts, Inc. (“ALC”) and Laurie A. Bebo (“Bebo”).

“Released Claims” means to the fullest extent allowed by law, all claims and causes of action (including “Unknown Claims” as defined below) of every nature and description, whether known or unknown, whether arising under federal, state, common or foreign law, that Lead Plaintiff or any other Member of the Class (a) asserted in the Complaint, or (b) could have asserted in any forum, that arise out of or are based upon the allegations, transactions, filings with the United States Securities and Exchange Commission, other public disclosure documents or regulatory filings, public statements, facts, matters or occurrences, representations or omissions involved, set forth, or referred to in the Complaint and that relate to the purchase or sale of ALC Stock during the Class Period. “Released Claims” also means, to the fullest extent allowed by law, all claims and causes of action (including “Unknown Claims”) that Lead Plaintiff or any other Member of the Class could assert arising out of, relating to, or in connection with the defense, settlement or resolution of the Litigation. Notwithstanding the foregoing, “Released Claims” does not include claims (a) asserted in any derivative action or claims brought under the Employee Retirement Income Security Act based on similar allegations, or (b) based upon, relating to or arising out of the interpretation or enforcement of the terms of the Stipulation.

“Class” means all Persons who purchased or otherwise acquired ALC Stock between March 4, 2011 and August 6, 2012, inclusive, and were allegedly damaged thereby. Excluded from the Class are Defendants, present or former executive officers of ALC and their immediate family members (as defined in 17 C.F.R. Section 229.404, Instructions (1)(a)(iii) and 1(b)(ii)). Also excluded from the Class are those Persons who submit valid requests for exclusion.

“Unknown Claims” means any Released Claims, or Defendants’ Released Claims, as applicable, that Lead Plaintiff or any Class Member, or any Defendant as applicable, does not know or does not suspect to exist in his, her, or its favor at the time of the release of the Released Persons or the Persons released from Defendants’ Released Claims, as applicable, which, if known by him, her, or it, might have affected his, her, or its settlement with and release of the Released Persons or the Persons released from Defendants’ Released Claims, as applicable, or might have affected his, her, or its decision(s) with respect to the Settlement. With respect to any and all Released Claims, and any and all Defendants’ Released Claims, the Settling Parties stipulate and agree that, upon the Effective Date, Lead Plaintiff and Defendants shall expressly waive and relinquish, and each of the Class Members shall be deemed to have, and by operation of the Judgment shall have, expressly waived and relinquished the provisions, rights, and benefits conferred by California Civil Code §1542, which provides:

A GENERAL RELEASE DOES NOT EXTEND TO CLAIMS WHICH THE CREDITOR DOES NOT KNOW OR SUSPECT TO EXIST IN HIS OR HER FAVOR AT THE TIME OF EXECUTING THE RELEASE, WHICH IF KNOWN BY HIM OR HER MUST HAVE MATERIALLY AFFECTED HIS OR HER SETTLEMENT WITH THE DEBTOR.

Lead Plaintiff and Defendants shall expressly waive and relinquish, and each of the Class Members shall be deemed to have, and by operation of the Judgment shall have, expressly waived and relinquished, any and all provisions, rights, and benefits conferred by any law of the United States, any state or territory of the United States, or any foreign state or territory, or any principal of common law, which is similar, comparable or equivalent to California Civil Code §1542. Lead Plaintiff, Class Members, or Defendants may hereafter discover facts in addition to or different from those that any of them now knows or believes to be true related to the subject matter of the Released Claims or Defendants’ Released Claims, as applicable; but Lead Plaintiff and Defendants upon the Effective Date shall expressly, fully, finally and forever settle and release and each Class Member, upon the Effective Date, shall be deemed to have, and by operation of Judgment shall have, fully, finally, and forever settled and released any and all Released Claims against all Released Persons, and any and all Defendants’ Released Claims, as applicable, known or unknown, suspected or unsuspected, contingent or non-contingent, whether or not concealed or hidden, which now exist, or heretofore have existed, upon any theory of law or equity now existing or coming into existence in the future, including, but not limited to, conduct that is negligent, intentional, with or without malice, or a breach of any duty, law, regulation or rule, without regard to the subsequent discovery or existence of such different or additional facts. Lead Plaintiff and Defendants acknowledge, and the Class Members shall be deemed by operation of the Judgment to have acknowledged, that the foregoing waiver of “Unknown Claims” (and inclusion of “Unknown Claims” in the definition of “Released Claims” and “Defendants’ Released Claims”) was separately bargained for and is a key element of the Settlement of which this release is a part.

“Defendants’ Released Claims” means all claims and causes of action (including “Unknown Claims” as defined above) of every nature and description, whether known or unknown, whether arising under federal, state, common or foreign law, that any Defendant may have against Lead Plaintiff, Plaintiffs’ Counsel, or any Class Member or any advisor to Lead Plaintiff or Plaintiffs’ Counsel, acting as such, arising out of, relating to, or in connection with the institution, prosecution, investigation, settlement or resolution of the Litigation; provided that Defendants’ Released Claims does not include claims based upon, relating to or arising out of the interpretation or enforcement of the terms of the Stipulation.

The Release

I (We) understand and acknowledge that without further action by anyone, on and after the Effective Date of the Settlement, each Class Member, for good and sufficient consideration, the receipt and adequacy of which are hereby acknowledged, shall be deemed to have, and by operation of law and of the Judgment shall have fully, finally, and forever released, relinquished, discharged and dismissed each and every one of the Released Claims against each and every one of the Released Persons, whether or not a Claim Form is executed and delivered by, or on behalf of, such Class Member, and whether or not I (we) share in the Settlement Fund.

SIGNATURE AND CERTIFICATIONS

By signing and submitting this Claim Form, the Claimant(s) or the person(s) who represents the Claimant(s) certifies, as follows:

I (We) submit this Claim Form under the terms of the Stipulation of Settlement described in the Notice. I (We) also submit to the jurisdiction of the United States District Court for the Eastern District of Wisconsin, with respect to my (our) claim as a Class Member and for purposes of enforcing the release set forth herein. I (We) further acknowledge that I (We) am (are) bound by and subject to the terms of any judgment that may be entered in the Action. I (We) agree to furnish additional information to the Claims Administrator to support this claim if requested to do so. I (We) have not submitted any other claim covering the same purchases or acquisitions of ALC Stock during the Class Period and know of no other person having done so on my (our) behalf.

I (We) hereby acknowledge full and complete satisfaction of, and do hereby fully, finally and forever release, relinquish and discharge and dismiss each and every one of the Released Claims against each and every one of the Released Persons as defined above.

I (We) hereby state the following:

1. that the Claimant(s) is a (are) Class Member(s), as defined herein and in the Notice;
2. that I (we) have not filed a request for exclusion from the Class and that I (we) do not know of any request for exclusion from the Class filed on my (our) behalf with respect to my (our) transactions in ALC Stock;
3. that I (we) own(ed) the ALC Stock identified in the Claim Form, or that, in signing and submitting this Claim Form, I (we) have the authority to act on behalf of the owner(s) thereof;
4. that Claimant(s) may be eligible to receive a distribution from the Net Settlement Fund;
5. that I (we) agree to furnish such additional information with respect to this Claim Form as the parties, the Claims Administrator or the Court may require;
6. that I (we) waive trial by jury, to the extent it exists, and agree to the Court’s summary disposition of the determination of the validity or amount of the claim made by this Claim Form;
7. that I (we) have not assigned or transferred or purported to assign or transfer, voluntarily or involuntarily, any matter released pursuant to this release or any other part or portion thereof;
8. that I (we) have included information about all of my (our) transactions in ALC Stock which occurred during the Class Period and as otherwise requested on this Claim Form; and
9. that I (we) certify that I am (we are) not subject to backup withholding under the provisions of Section 3406(a)(1)(c) of the Internal Revenue Code.

NOTE: If you have been notified by the Internal Revenue Service that you are subject to backup withholding, please strike the language that you are not subject to backup withholding in the certification above. The Internal Revenue Service does not require your consent to any provision other than the certification required to avoid backup withholding.

I (We) declare, under penalty of perjury under the laws of the United States of America, that the statements made and answers given in this Claim Form are true and correct and that the documents submitted herewith are true and genuine.

Signature of Claimant	Print Name of Claimant	Date
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Signature of Joint Claimant, if any	Print Name of Joint Claimant	Date
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IF CLAIMANT IS OTHER THAN AN INDIVIDUAL, OR IS NOT THE PERSON COMPLETING THIS FORM, THE FOLLOWING ALSO MUST BE PROVIDED:

Signature of Person Completing Form	Print Name of Person Completing Form	Date
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Capacity of Person Signing (Executor, President, Trustee, etc.)

THIS CLAIM FORM MUST BE POSTMARKED NO LATER THAN FEBRUARY 6, 2014, AND MUST BE MAILED TO:

ALC SECURITIES LITIGATION
CLAIMS ADMINISTRATOR
c/o A.B. DATA, LTD.
PO BOX 170500
MILWAUKEE, WI 53217-8091

REMINDER CHECKLIST

- * Please sign the Certification Section of the Proof of Claim and Release Form.
- * If this Claim is being made on behalf of Joint Claimants, then both must sign.
- * Please remember to attach supporting documents.
- * **DO NOT SEND ORIGINALS OF ANY SUPPORTING DOCUMENTS.**
- * Do not use highlighter on the Proof of Claim and Release form or supporting documentation.
- * Keep a copy of your Proof of Claim and Release form and all documentation submitted for your records.
- * The Claims Administrator will acknowledge receipt of your Proof of Claim and Release by mail, within 60 days. Your claim is not deemed filed until you receive an acknowledgment postcard. If you do not receive an acknowledgment postcard within 60 days, please call the Claims Administrator toll free at 866-963-9978.
- * If you move, please send your new address to:

ALC SECURITIES LITIGATION
CLAIMS ADMINISTRATOR
c/o A.B. DATA, LTD.
PO BOX 170500
MILWAUKEE, WI 53217-8091

ACCURATE CLAIMS PROCESSING TAKES A SIGNIFICANT AMOUNT OF TIME. THANK YOU FOR YOUR PATIENCE