

UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF VIRGINIA
(Richmond Division)

In re JELD-WEN HOLDING, INC. SECURITIES LITIGATION	}	Civil Action No. 3:20-cv-00112-JAG
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This Document Relates To:	}	<u>CLASS ACTION</u>
ALL ACTIONS.	}	
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**NOTICE OF PENDENCY AND PROPOSED SETTLEMENT OF CLASS ACTION
AND MOTION FOR ATTORNEYS’ FEES AND EXPENSES**

If you purchased the publicly traded common stock of JELD-WEN Holding, Inc. (“JELD-WEN” or the “Company”) during the period from January 26, 2017 through October 15, 2018, inclusive (the “Class Period”), you may be entitled to a payment from a class action settlement.

A Federal Court authorized this Notice. This is not a solicitation from a lawyer.

- This Notice describes important rights you may have and what steps you must take if you wish to participate in the Settlement of this securities class action, wish to object, or wish to be excluded from the Class.¹
- If approved by the Court, the proposed Settlement will create a \$40 million cash fund, plus earned interest, if any, for the benefit of eligible Class Members after the deduction of Court-approved fees, expenses, and Taxes. This is an average recovery of approximately \$0.55 per allegedly damaged share before deductions for awarded attorneys’ fees and litigation expenses, and \$0.39 per allegedly damaged share after deductions for awarded attorneys’ fees and litigation expenses, as discussed more below.
- The Settlement resolves claims by Court-appointed Class Representatives Public Employees’ Retirement System of Mississippi (“MPRS”), the Plumbers and Pipefitters National Pension Fund (“PPNPF”), and Wisconsin Laborers’ Pension Fund (collectively, “Class Representatives” or “Plaintiffs”) that have been asserted on behalf of the Class (defined below) against defendants JELD-WEN Holding, Inc. (“JELD-WEN” or the “Company”), and Mark A. Beck, L. Brooks Mallard, Kirk S. Hachigian, Gary S. Michel (collectively, the “Individual Defendants” and with JELD-WEN, the “Jeld-Wen Defendants”), and Onex Corporation (“Onex”) and its affiliated funds and entities, specifically Onex Partners Manager LP, Onex Partners III LP, Onex Partners III GP LP, Onex US Principals LP, Onex Partners III PV LP, Onex Partners III Select LP, Onex BP Co-Invest LP, Onex Advisor Subco III LLC, Onex American Holdings II LLC, OAH Wind LLC, BP EI LLC and BP EI II LLC (together, the “Onex Defendants,” and collectively with the Jeld-Wen Defendants, the “Defendants”). It avoids the costs and risks of continuing the litigation; pays money to eligible investors; and releases the Released Defendant Parties (defined below) from liability.

If you are a Class Member, your legal rights will be affected by this Settlement whether you act or do not act. Please read this Notice carefully.

¹ The terms of the Settlement are in the Stipulation and Agreement of Settlement, dated as of June 4, 2021 (the “Stipulation”), which can be viewed at www.JELD-WENSecuritiesSettlement.com. All capitalized terms not defined in this Notice have the same meanings as in the Stipulation.

YOUR LEGAL RIGHTS AND OPTIONS IN THIS SETTLEMENT

SUBMIT A CLAIM FORM ON OR BEFORE NOVEMBER 15, 2021	The <u>only</u> way to get a payment. <i>See</i> Question 8 for details.
EXCLUDE YOURSELF FROM THE CLASS ON OR BEFORE NOVEMBER 1, 2021	Get no payment. This is the only option that, assuming your claim is timely brought, might allow you to ever bring or be part of any other lawsuit against Defendants and/or the other Released Defendant Parties concerning the Released Claims. <i>See</i> Question 10 for details.
OBJECT ON OR BEFORE NOVEMBER 1, 2021	Write to the Court about why you do not like the Settlement, the Plan of Allocation for distributing the proceeds of the Settlement, and/or Class Counsel’s Fee and Expense Application. If you object, you will still be in the Class. <i>See</i> Question 14 for details.
PARTICIPATE IN A HEARING ON NOVEMBER 22, 2021 AND FILE A NOTICE OF INTENTION TO APPEAR BY NOVEMBER 1, 2021	Ask to speak in Court at the Settlement Hearing about the Settlement. <i>See</i> Question 18 for details.
DO NOTHING	Get no payment. Give up rights. Still be bound by the terms of the Settlement.

- These rights and options—and the deadlines to exercise them—are explained below.
- The Court in charge of this case still has to decide whether to approve the proposed Settlement. Payments will be made to all Class Members who timely submit valid Claim Forms, if the Court approves the Settlement and after any appeals are resolved.

PSLRA SUMMARY OF THE NOTICE

Statement of the Class’s Recovery

1. Class Representatives have entered into the proposed Settlement with Defendants which, if approved by the Court, will resolve the Action in its entirety. Subject to Court approval, Class Representatives, on behalf of the Class, have agreed to settle the Action in exchange for a payment of \$40,000,000 in cash (the “Settlement Amount”), which will be deposited into an interest-bearing Escrow Account (the “Settlement Fund”). Based on Class Representatives’ damages expert’s estimate of the number of shares of JELD-WEN publicly traded common stock eligible to participate in the Settlement, and assuming that all investors eligible to participate in the Settlement do so, it is estimated that the average recovery, before deduction of any Court-approved fees and expenses, such as attorneys’ fees, litigation expenses, awards to Class Representatives pursuant to the PSLRA, Taxes, and Notice and Administration Expenses, would be approximately \$0.55 per allegedly damaged share.² If the Court approves Class Counsel’s Fee and Expense Application (discussed below), the average recovery would be approximately \$0.39 per allegedly damaged share. **These average recovery amounts are only estimates and Class Members may recover more or less than these estimates.** A Class Member’s actual recovery will depend on, for example: (i) the number of claims submitted; (ii) the amount of the Net Settlement Fund; (iii) when and how many shares of JELD-WEN publicly traded common stock the Class Member purchased during the Class Period; and (iv) whether and when the Class Member sold JELD-WEN publicly traded common stock. *See* the Plan of Allocation beginning on page 10 for information on the calculation of your Recognized Claim.

Statement of Potential Outcome of Case if the Action Continued to Be Litigated

2. The Parties disagree about both liability and damages and do not agree about the amount of damages that would be recoverable if Class Representatives were to prevail on each claim. The issues that the Parties disagree about include, for example: (i) whether Defendants made any statements or omitted any facts that were materially false or misleading, or otherwise actionable under the federal securities laws; (ii) whether any such statements or omissions were made with the requisite level of intent or recklessness; (iii) the amounts by which the price of JELD-WEN publicly traded common stock was allegedly artificially inflated, if at all, during the Class Period; and (iv) the extent to which factors unrelated to the alleged statements or omissions, such as general market, economic, and industry conditions, influenced the trading prices of JELD-WEN publicly traded common stock during the Class Period.

² An allegedly damaged share might have been traded, and potentially damaged, more than once during the Class Period, and the average recovery indicated above represents the estimated average recovery for each share that allegedly incurred damages.

3. Defendants have denied and continue to deny any and all allegations of wrongdoing or fault asserted in the Action, deny that they have committed any act or omission giving rise to any liability or violation of law, and deny that Class Representatives and the Class have suffered any loss attributable to Defendants' actions or omissions.

Statement of Attorneys' Fees and Expenses Sought

4. Class Counsel will apply to the Court, on behalf of all Plaintiffs' Counsel, for an award of attorneys' fees from the Settlement Fund in an amount not to exceed 25% of the Settlement Fund, *i.e.*, \$10,000,000, plus accrued interest at the same rate earned by the Settlement Fund, if any.³ Class Counsel will also apply for payment of litigation expenses incurred in prosecuting the Action in an amount not to exceed \$1,500,000, plus accrued interest at the same rate earned by the Settlement Fund, which may include an application pursuant to the Private Securities Litigation Reform Act of 1995 ("PSLRA") for the reasonable costs and expenses (including lost wages) of Class Representatives directly related to their representation of the Class. If the Court approves Class Counsel's Fee and Expense Application in full, the average amount of fees and expenses is estimated to be approximately \$0.16 per allegedly damaged share of JELD-WEN publicly traded common stock. A copy of the Fee and Expense Application will be posted on www.JELD-WENSecuritiesSettlement.com after it has been filed with the Court.

Reasons for the Settlement

5. For Class Representatives, the principal reason for the Settlement is the guaranteed cash benefit to the Class. This benefit must be compared to the uncertainty of being able to prove the allegations in the Complaint; the risk that the Court may grant some or all of the anticipated summary judgment motions to be filed by Defendants; the uncertainty of a greater recovery after a trial and appeals; and the difficulties and delays inherent in such litigation.

6. For Defendants, who deny all allegations of wrongdoing or liability whatsoever and deny that Class Members were damaged, the principal reasons for entering into the Settlement are to end the burden, expense, uncertainty, and risk of further litigation.

Identification of Representatives

7. Class Representatives and the Class are represented by Class Counsel: James W. Johnson, Esq., Labaton Sucharow LLP, 140 Broadway, New York, NY 10005, (888) 219-6877, settlementquestions@labaton.com; and Robert M. Rothman, Esq., Robbins Geller Rudman & Dowd LLP, 58 South Service Road, Suite 200, Melville, NY 11747, (800) 449-4900.

8. Further information regarding the Action, the Settlement, and this Notice may be obtained by contacting the Claims Administrator: Epiq Systems, (855) 867-0659, P.O. Box 6397, Portland, OR 97228-6397, www.JELD-WENSecuritiesSettlement.com.

Please Do Not Call the Court with Questions About the Settlement.

BASIC INFORMATION

1. WHY DID I GET THIS NOTICE?

9. The Court authorized that this Notice be sent to you because you or someone in your family may have purchased JELD-WEN publicly traded common stock during the period from January 26, 2017 through October 15, 2018, inclusive (the "Class Period"). **Receipt of this Notice does not mean that you are a member of the Class or that you will be entitled to receive a payment. The Parties do not have access to your individual investment information. If you wish to be eligible for a payment, you are required to submit the Claim Form that is being distributed with this Notice. See Question 8 below.**

10. The Court directed that this Notice be sent to potential Class Members because they have a right to know about the proposed Settlement of this class action lawsuit, and about all of their options, before the Court decides whether to approve the Settlement.

11. The Court in charge of the Action is the United States District Court for the Eastern District of Virginia, and the case is known as *In re JELD-WEN Holding, Inc. Securities Litigation*, Civil Action No. 3:20-cv-00112-JAG. The Action is assigned to the Honorable John A. Gibney, Jr., United States District Judge.

³ Plaintiffs' Counsel are Labaton Sucharow LLP, Robbins Geller Rudman & Dowd LLP, Cohen Milstein Sellers & Toll LLP, O'Donoghue & O'Donoghue LLP, Phelan Petty, and Neville Law LLC.

2. HOW DO I KNOW IF I AM PART OF THE CLASS?

12. By a March 29, 2021 Order, the Court certified the Action as a class action on behalf of the following Class. Everyone who fits the following description is a Class Member and subject to the Settlement unless they are an excluded person (*see* Question 3 below) or take steps to exclude themselves from the Class (*see* Question 10 below):

All persons and entities who or which, during the period from January 26, 2017 through October 15, 2018, inclusive (the “Class Period”), purchased the publicly traded common stock of JELD-WEN Holding, Inc.

13. If one of your mutual funds purchased JELD-WEN publicly traded common stock during the Class Period, that does not make you a Class Member, although your mutual fund may be. You are a Class Member only if you individually purchased JELD-WEN publicly traded common stock during the Class Period. Check your investment records or contact your broker to see if you have any eligible purchases. The Parties do not independently have access to your trading information.

3. ARE THERE EXCEPTIONS TO BEING INCLUDED?

14. Yes. There are some individuals and entities who are excluded from the Class by definition. Excluded from the Class are: (1) the Defendants; (2) members of the immediate family of any Defendant who is an individual; (3) any person who was an officer or director of JELD-WEN, Onex, or any Onex affiliated fund during the Class Period; (4) any firm, trust, corporation, or other entity in which any Defendant has or had a controlling interest; (5) JELD-WEN’s or Onex’s employee retirement and benefit plan(s), if any, and their participants or beneficiaries, to the extent they made purchases through such plan(s); (6) the legal representatives, affiliates, heirs, successors-in-interest, or assigns of any such excluded person or entity; and (7) those who timely and validly seek exclusion from the Class in accordance with the procedures described in Question 10 below.

4. WHY IS THIS A CLASS ACTION?

15. In a class action, one or more persons or entities (in this case, Class Representatives) sue on behalf of people and entities who have similar claims. Together, these people and entities are a “class,” and each is a “class member.” A class action allows one court to resolve, in a single case, many similar claims that, if brought separately by individual people, might be too small economically to litigate. One court resolves the issues for all class members at the same time, except for those who exclude themselves, or “opt-out,” from the class. In this Action, the Court has appointed the Public Employees’ Retirement System of Mississippi, the Plumbers and Pipefitters National Pension Fund, and the Wisconsin Laborers’ Pension Fund to serve as Class Representatives and has appointed Labaton Sucharow LLP and Robbins Geller to serve as Class Counsel.

5. WHAT IS THIS CASE ABOUT AND WHAT HAS HAPPENED SO FAR?

16. JELD-WEN, one of the largest door and window manufacturers, makes and sells interior molded doors. JELD-WEN also manufactures doorskins, which are the principal component of interior molded doors.

17. On February 19, 2020, a securities class action complaint was filed, styled *Cambridge Retirement System v. Jeld-Wen Holding Inc., et al.*, No. 3:20-cv-00112. By Order dated May 8, 2020, the Court ordered that the case be recaptioned as *In re JELD-WEN Holding, Inc. Securities Litigation*, Civil Action No. 3:20-cv-00112-JAG; appointed MPERS and PPNPF as Lead Plaintiffs; and appointed Labaton Sucharow and Robbins Geller as Co-Lead Counsel.

18. On June 22, 2020, Class Representatives filed and served their Consolidated Class Action Complaint (the “Complaint”) asserting claims against the Jeld-Wen Defendants under Section 10(b) of the Securities Exchange Act of 1934 (the “Exchange Act”) and Rule 10b-5 promulgated thereunder, and against the Individual Defendants and the Onex Defendants under Section 20(a) of the Exchange Act. Among other things, the Complaint alleges that Defendants made materially false and misleading statements and omissions to investors concerning JELD-WEN’s allegedly anticompetitive conduct and financial results in the doorskins and interior molded door markets and the merit of a lawsuit filed against JELD-WEN by an interior door manufacturer. The Complaint alleges that the price of JELD-WEN publicly traded common stock was artificially inflated as a result of Defendants’ allegedly false and misleading statements, and declined when the truth was allegedly revealed.

19. Defendants have denied and continue to deny each and every one of the claims alleged by Class Representatives in the Action, including all claims in the Complaint, and specifically deny any wrongdoing and that they have committed any act or omission giving rise to any liability or violation of law. On July 29, 2020, Defendants filed and served their motions to dismiss the Complaint. On August 28, 2020, Class Representatives filed and served their omnibus memorandum of law in opposition to the motions to dismiss and, on September 11, 2020, Defendants filed and served their reply papers. Oral argument on Defendants' motions to dismiss was held on September 25, 2020, and on October 26, 2020, the Court entered its Opinion and Order denying Defendants' motions in full. Discovery in the Action commenced promptly after the Court issued the order denying Defendants' motions to dismiss and continued until March 29, 2021.

20. Before reaching the agreement in principle to settle the Action, Plaintiffs and Defendants conducted extensive class, fact and expert discovery relating to the claims, defenses, and underlying events and transactions that are the subject of the Action. Plaintiffs, Defendants, and third parties collectively produced over three million pages of documents, and the Parties took 31 party, non-party, and expert depositions. The Parties also exchanged nine expert reports addressing topics relevant to the claims and defenses asserted in the Action.

21. During the pendency of discovery, the Parties concurrently briefed Plaintiffs' motion for class certification. On January 18, 2021, Plaintiffs filed their motion to certify the Action as a class action. On February 2, 2021, Defendants filed their opposition to the motion to certify the Action as a class action, and on February 8, 2021, Plaintiffs filed their reply. A hearing was held on March 4, 2021, and on March 29, 2021, the Court granted Plaintiffs' motion, certifying the Class and appointing Plaintiffs as "Class Representatives" and Co-Lead Counsel as "Class Counsel."

22. On April 12, 2021, the Jeld-Wen Defendants filed a petition with the United States Court of Appeals for the Fourth Circuit, pursuant to Federal Rule of Civil Procedure 23(f), seeking leave to appeal the Court's certification of the Class. That appeal was captioned *In re JELD-WEN Holding, Inc. Securities Litigation*, No. 21-159 (4th Cir.). On April 23, 2021, Class Representatives filed their opposition to that petition.

23. Trial of the Action was scheduled by the Court to begin in July 2021.

24. On April 20, 2021, Class Counsel and Defendants' Counsel participated in a full-day mediation session before Robert Meyer, Esq. of JAMS (the "Mediator"). In advance of that session, the Parties provided detailed mediation statements and exhibits to the Mediator, which addressed issues of both liability and damages. At the end of the mediation, following extensive arm's-length negotiations, as well as additional efforts by the Mediator, the Parties reached an agreement in principle to settle the Action for \$40,000,000, subject to the execution of a customary "long form" stipulation and agreement of settlement and related papers.

6. WHAT ARE THE REASONS FOR THE SETTLEMENT?

25. The Court did not finally decide in favor of Class Representatives or Defendants. Instead, both sides agreed to a settlement. Class Representatives and Class Counsel believe that the claims asserted in the Action have merit. They recognize, however, the expense and length of continued proceedings needed to pursue the claims through trial and appeals, as well as the difficulties in establishing liability. Assuming the claims proceeded to trial, the Parties would present factual and expert testimony on each of the disputed issues, and there is risk that the Court or jury would resolve these issues unfavorably against Class Representatives and the Class. In light of the Settlement and the guaranteed cash recovery to the Class, Class Representatives and Class Counsel believe that the proposed Settlement is fair, reasonable, and adequate, and in the best interests of the Class.

26. Defendants have denied and continue to deny each and every one of the claims alleged by Class Representatives in the Action, including all claims in the Complaint, and specifically deny any wrongdoing and that they have committed any act or omission giving rise to any liability or violation of law. Defendants deny the allegations that they knowingly, or otherwise, made any material misstatements or omissions; that any member of the Class has suffered damages; that the prices of JELD-WEN's publicly traded common stock were artificially inflated by reason of the alleged misrepresentations, omissions, or otherwise; or that members of the Class were harmed by the conduct alleged. Nonetheless, Defendants have concluded that continuation of the Action would be protracted and expensive, and have taken into account the uncertainty and risks inherent in any litigation, especially a complex case like this Action.

THE SETTLEMENT BENEFITS

7. WHAT DOES THE SETTLEMENT PROVIDE?

27. In exchange for the Settlement and the release of the Released Claims against the Released Defendant Parties (see Question 9 below), Defendants have agreed to cause a \$40 million cash payment to be made, which, along with any interest earned, will be distributed after deduction of Court-awarded attorneys' fees and litigation expenses, Notice and Administration Expenses, Taxes, and any other fees or expenses approved by the Court (the "Net Settlement Fund"), to Class Members who submit valid and timely Claim Forms and are found to be eligible to receive a distribution from the Net Settlement Fund.

8. HOW CAN I RECEIVE A PAYMENT?

28. To qualify for a payment from the Net Settlement Fund, you must submit a timely and valid Claim Form. A Claim Form is included with this Notice. You may also obtain one from the website dedicated to the Settlement: www.JELD-WENSecuritiesSettlement.com, or submit a claim online at www.JELD-WENSecuritiesSettlement.com. You can also request that a Claim Form be mailed to you by calling the Claims Administrator toll-free at (855) 867-0659.

29. Please read the instructions contained in the Claim Form carefully, fill out the Claim Form, include all the documents the form requests, sign it, and mail or submit it to the Claims Administrator so that it is **postmarked or received no later than November 15, 2021**.

9. WHAT AM I GIVING UP TO RECEIVE A PAYMENT AND BY STAYING IN THE CLASS?

30. If you are a Class Member and do not timely and validly exclude yourself from the Class, you will remain in the Class and that means that, upon the "Effective Date" of the Settlement, you will release all "Released Claims" against the "Released Defendant Parties." All of the Court's orders in the Action, whether favorable or unfavorable, will apply to you and legally bind you.

(a) **"Released Claims"** means any and all claims, rights, liabilities, suits, debts, obligations, demands, damages, losses, judgments, matters, issues, including both known claims and Unknown Claims (as defined below), and causes of action of every nature and description whatsoever, in law, equity, or otherwise, whether accrued or unaccrued, fixed or contingent, liquidated or unliquidated, direct or indirect, whether arising under federal, state, local, statutory, common law, foreign law, or any other law, rule, or regulation, and whether class and/or individual in nature, concerning, based on, arising out of, or in connection with both: (i) the purchase, or other acquisition of, JELD-WEN publicly traded common stock by Plaintiffs or any other Class Member during the period from January 26, 2017 through October 15, 2018, inclusive; and (ii) the allegations, transactions, acts, facts, matters, occurrences, disclosures, statements, filings, representations, omissions, or events that were or could have been alleged or asserted in the Action. Released Claims do not include: (1) claims to enforce the Settlement; (2) claims asserted in any actions arising under The Employee Retirement Income Security Act of 1974 pending, or the subject of an appeal, as of the date of disclosure of the Settlement; or (3) claims asserted in any purported derivative actions pending, or the subject of an appeal, as of the date of disclosure of the Settlement.

(b) **"Released Defendant Parties"** means Defendants and each of their respective predecessors, successors, parent corporations, sister corporations, past, present, or future subsidiaries, affiliates, principals, assigns, assignors, legatees, devisees, executors, administrators, estates, heirs, spouses, immediate family members, receivers and trustees, settlors, beneficiaries, officers, directors, members, shareholders, employees, independent contractors, servants, agents, partners, insurers, reinsurers, representatives, attorneys, legal representatives, auditors, accountants, and successors-in-interest, in their capacities as such.

(c) **"Unknown Claims"** means any and all Released Claims that Class Representatives or any other Releasing Plaintiff do not know or suspect to exist in his, her, or its favor at the time of the release of the Released Defendant Parties, and any and all Released Defendants' Claims that any Defendant or any other Releasing Defendant does not know or suspect to exist in his, her, or its favor at the time of the release of the Released Plaintiff Parties, which if known by him, her, or it might have affected his, her, or its decision(s) with respect to the Settlement, including the decision to object to the terms of the Settlement or to exclude himself, herself, or itself from the Class. With respect to any and all Released Claims and Released Defendants' Claims, the Parties stipulate and agree that, upon the Effective Date, Class Representatives and Defendants shall expressly, and each Releasing Plaintiff and Releasing Defendant shall be deemed to have, and by operation of the Judgment or

Alternative Judgment shall have, to the fullest extent permitted by law, expressly waived and relinquished any and all provisions, rights and benefits conferred by any law of any state or territory of the United States or foreign law, 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 or released party.

Class Representatives, other Class Members, or Defendants may hereafter discover facts, legal theories, or authorities in addition to or different from those which any of them now knows, suspects, or believes to be true with respect to the Action, the Released Claims, or the Released Defendants' Claims, but Class Representatives and Defendants shall expressly, fully, finally, and forever settle and release, and each Releasing Plaintiff and Releasing Defendant shall be deemed to have fully, finally, and forever settled and released, and upon the Effective Date and by operation of the Judgment or Alternative Judgment shall have settled and released, fully, finally, and forever, any and all Released Claims and Released Defendants' Claims as applicable, without regard to the subsequent discovery or existence of such different or additional facts, legal theories, or authorities. Class Representatives and Defendants acknowledge, and all Releasing Plaintiff and Releasing Defendant by operation of law shall be deemed to have acknowledged, that the inclusion of "Unknown Claims" in the definition of Released Claims and Released Defendants' Claims was separately bargained for and was a material element of the Settlement.

31. The "Effective Date" will occur when an Order entered by the Court approving the Settlement becomes Final and is not subject to appeal. Upon the "Effective Date," Defendants will also provide a release of any claims against Class Representatives and the Class arising out of or related to the institution, prosecution, or settlement of the claims in the Action.

EXCLUDING YOURSELF FROM THE CLASS

32. If you want to keep any right you may have to sue or continue to sue Defendants and the other Released Defendant Parties on your own concerning the Released Claims, then you must take steps to remove yourself from the Class. This is called excluding yourself or "opting out." **Please note:** If you decide to exclude yourself from the Class, there is a risk that any lawsuit you may file may be dismissed, including because the suit is not filed within the applicable time periods required for filing suit. Defendants have the option to terminate the Settlement if a certain amount of Class Members request exclusion.

10. HOW DO I EXCLUDE MYSELF FROM THE CLASS?

33. To exclude yourself from the Class, you must mail a signed letter stating that you request to be "excluded from the Class in *In re JELD-WEN Holding, Inc. Securities Litigation*, Civil Action No. 3:20-cv-00112-JAG (E.D. Va.)." You cannot exclude yourself by telephone or e-mail. Each request for exclusion must also: (i) state the name, address, and telephone number of the person or entity requesting exclusion; (ii) state the number of shares of JELD-WEN publicly traded common stock the person or entity purchased and sold during the Class Period, as well as the dates and prices of each such purchase and sale; and (iii) be signed by the Person requesting exclusion or an authorized representative. A request for exclusion must be mailed so that it is **received no later than November 1, 2021** at:

JELD-WEN Securities Settlement
c/o Epiq Systems
P.O. Box 6397
Portland, OR 97228-6397

34. This information is needed to determine whether you are a member of the Class. Your exclusion request must comply with these requirements in order to be valid.

35. If you ask to be excluded, do not submit a Claim Form because you cannot receive any payment from the Net Settlement Fund. Also, you cannot object to the Settlement because you will not be a Class Member and the Settlement will not affect you. If you submit a valid exclusion request, you will not be legally bound by anything that happens in the Action, and you may be able to sue (or continue to sue) Defendants and the other Released Defendant Parties in the future.

11. IF I DO NOT EXCLUDE MYSELF, CAN I SUE DEFENDANTS AND THE OTHER RELEASED DEFENDANT PARTIES FOR THE SAME REASONS LATER?

36. No. Unless you properly exclude yourself, you will give up any rights to sue Defendants and the other Released Defendant Parties for any and all Released Claims. If you have a pending lawsuit against any of the Released Defendant Parties, **speak to your lawyer in that case immediately**. You must exclude yourself from this Class to continue your own lawsuit, assuming that lawsuit was timely brought. Remember, the exclusion deadline is **November 1, 2021**.

THE LAWYERS REPRESENTING YOU

12. DO I HAVE A LAWYER IN THIS CASE?

37. Labaton Sucharow LLP and Robbins Geller Rudman & Dowd LLP are Class Counsel in the Action and represent all Class Members. You will not be separately charged for these lawyers. The Court will determine the amount of attorneys' fees and litigation expenses, which will be paid from the Settlement Fund. If you want to be represented by your own lawyer, you may hire one at your own expense.

13. HOW WILL THE LAWYERS BE PAID?

38. Class Counsel have been prosecuting the Action on a contingent basis and have not been paid for any of their work. Class Counsel will seek, on behalf of all Plaintiffs' Counsel, an attorneys' fee award of no more than 25% of the Settlement Fund, *i.e.*, \$10,000,000, plus accrued interest, if any. Class Counsel will also seek payment of litigation expenses incurred in the prosecution of the Action of no more than \$1,500,000, plus accrued interest, if any, which may include an application in accordance with the PSLRA for the reasonable costs and expenses (including lost wages) of the Class Representatives directly related to their representation of the Class. Any attorneys' fees and expenses awarded by the Court will be paid from the Settlement Fund. Class Members are not personally liable for any such fees or expenses.

OBJECTING TO THE SETTLEMENT, THE PLAN OF ALLOCATION, OR THE FEE AND EXPENSE APPLICATION

14. HOW DO I TELL THE COURT THAT I DO NOT LIKE SOMETHING ABOUT THE PROPOSED SETTLEMENT?

39. If you are a Class Member, you can object to the Settlement or any of its terms, the proposed Plan of Allocation of the Net Settlement Fund, and/or Class Counsel's Fee and Expense Application. You may write to the Court about why you think the Court should not approve any or all of the Settlement terms or related relief. If you would like the Court to consider your views, you must file a proper objection within the deadline, and according to the following procedures.

40. To object, you must send a signed letter stating that you object to the proposed Settlement, the Plan of Allocation, and/or the Fee and Expense Application in "*In re JELD-WEN Holding, Inc. Securities Litigation*, Civil Action No. 3:20-cv-00112-JAG (E.D. Va.)." The objection must also: (i) state the name, address, telephone number, and e-mail address of the objector and must be signed by the objector; (ii) contain a statement of the Class Member's objection or objections and the specific reasons for the objection, including whether it applies only to the objector, to a specific subset of the Class, or to the entire Class, and any legal and evidentiary support (including witnesses) the Class Member wishes to bring to the Court's attention; (iii) include documents sufficient to show the objector's membership in the Class, including the number of shares of JELD-WEN publicly traded common stock purchased and sold during the Class Period, as well as the dates and prices of each such purchase and sale; and (iv) identify all other class action settlements the objector has previously objected to. Unless otherwise ordered by the Court, any Class Member who does not object in the manner described in this Notice will be deemed to have waived any objection and will be foreclosed from making any objection to the proposed Settlement, the Plan of Allocation, and/or Class Counsel's Fee and Expense Application. Your objection must be filed with the Court **no later than November 1, 2021** and be mailed or delivered to the following counsel so that it is **received no later than November 1, 2021**:

Court

Clerk of the Court
United States District Court
Eastern District of Virginia
(Richmond Division)
Spottswood W. Robinson III
and Robert R. Merhige, Jr.,
Federal Courthouse
701 East Broad Street
Richmond, VA 23219

Class Counsel

Labaton Sucharow LLP
James W. Johnson, Esq.
140 Broadway
New York, NY 10005

**Robbins Geller Rudman &
Dowd LLP**
Robert M. Rothman, Esq.
58 South Service Rd., Suite 200
Melville, NY 11747

JELD-WEN Defendants' Counsel

Kirkland & Ellis LLP
Lindsey Weiss Harris, Esq.
601 Lexington Avenue
New York, NY 10022

Onex Defendants' Counsel

**Fried Frank Harris Shriver &
Jacobson LLP**
Peter Simmons, Esq.
1 New York Plaza
New York, NY 10004

41. You do not need to attend the Settlement Hearing to have your written objection considered by the Court. However, any Class Member who has complied with the procedures described in this Question 14 and below in Question 18 may appear at the Settlement Hearing and be heard, to the extent allowed by the Court. An objector may appear in person or arrange, at his, her, or its own expense, for a lawyer to represent him, her, or it at the Settlement Hearing.

15. WHAT IS THE DIFFERENCE BETWEEN OBJECTING AND SEEKING EXCLUSION?

42. Objecting is telling the Court that you do not like something about the proposed Settlement, Plan of Allocation, or Class Counsel's Fee and Expense Application. You can still recover money from the Settlement. You can object *only* if you stay in the Class. Excluding yourself is telling the Court that you do not want to be part of the Class. If you exclude yourself from the Class, you have no basis to object because the Settlement and the Action no longer affect you.

THE SETTLEMENT HEARING

16. WHEN AND WHERE WILL THE COURT DECIDE WHETHER TO APPROVE THE SETTLEMENT?

43. The Court will hold the Settlement Hearing on **November 22, 2021 at 1:30 p.m.**, either remotely or in person, in Courtroom 6000 at the United States District Court for the Eastern District of Virginia, Richmond Division, Spottswood W. Robinson III and Robert R. Merhige, Jr., Federal Courthouse, 701 East Broad Street, Richmond, VA 23219.

44. At this hearing, the Honorable John A. Gibney, Jr. will consider whether: (i) the Settlement is fair, reasonable, adequate, and should be approved; (ii) the Plan of Allocation is fair and reasonable, and should be approved; and (iii) the application of Class Counsel for an award of attorneys' fees and payment of litigation expenses is reasonable and should be approved. The Court will take into consideration any written objections filed in accordance with the instructions in Question 14 above. We do not know how long it will take the Court to make these decisions.

45. The Court may change the date and time of the Settlement Hearing, or hold the hearing remotely, without another individual notice being sent to Class Members. If you want to attend the hearing, you should check with Class Counsel beforehand to be sure that the date and/or time has not changed, or periodically check the Settlement website at www.JELD-WENSecuritiesSettlement.com to see if the Settlement Hearing stays as scheduled or is changed.

17. DO I HAVE TO COME TO THE SETTLEMENT HEARING?

46. No. Class Counsel will answer any questions the Court may have, but you are welcome to attend at your own expense. If you submit a valid and timely objection, the Court will consider it and you do not have to come to Court to discuss it. You may have your own lawyer attend (at your own expense), but it is not required. If you do hire your own lawyer, he or she must file and serve a Notice of Appearance in the manner described in the answer to Question 18 below **no later than November 1, 2021**.

18. MAY I SPEAK AT THE SETTLEMENT HEARING?

47. You may ask the Court for permission to speak at the Settlement Hearing. To do so, you must, **no later than November 1, 2021**, submit a statement that you, or your attorney, intend to appear in “*In re JELD-WEN Holding, Inc. Securities Litigation*, Civil Action No. 3:20-cv-00112-JAG (E.D. Va.)” If you intend to present evidence at the Settlement Hearing, you must also include in your objection (prepared and submitted according to the answer to Question 14 above) the identities of any witnesses you may wish to call to testify and any exhibits you intend to introduce into evidence at the Settlement Hearing. You may not speak at the Settlement Hearing if you exclude yourself from the Class or if you have not provided written notice of your intention to speak at the Settlement Hearing in accordance with the procedures described in this Question 18 and Question 14 above.

IF YOU DO NOTHING

19. WHAT HAPPENS IF I DO NOTHING AT ALL?

48. If you do nothing and you are a member of the Class, you will receive no money from this Settlement and you will be precluded from starting a lawsuit, continuing with a lawsuit, or being part of any other lawsuit against Defendants and the other Released Defendant Parties concerning the Released Claims. To share in the Net Settlement Fund, you must submit a Claim Form (*see* Question 8 above). To start, continue, or be a part of any other lawsuit against Defendants and the other Released Defendant Parties concerning the Released Claims, you must exclude yourself from the Class (*see* Question 10 above).

GETTING MORE INFORMATION

20. ARE THERE MORE DETAILS ABOUT THE SETTLEMENT?

49. This Notice summarizes the proposed Settlement. More details are contained in the Stipulation. You may review the Stipulation filed with the Court or other documents in the case during business hours at the office of the Clerk of the Court, United States District Court for the Eastern District of Virginia (Richmond Division), Spottswood W. Robinson III and Robert R. Merhige, Jr., Federal Courthouse, 701 East Broad Street, Richmond, VA 23219. (Please check the Court’s website, www.vaed.uscourts.gov, for information about Court closures before visiting.) Subscribers to PACER, a fee-based service, can also view the papers filed publicly in the Action through the Court’s on-line Case Management/Electronic Case Files System at <https://www.pacer.gov>.

50. You can also get a copy of the Stipulation, and other documents related to the Settlement, as well as additional information about the Settlement by visiting the website dedicated to the Settlement, www.JELD-WENSecuritiesSettlement.com. You may also call the Claims Administrator toll free at (855) 867-0659 or write to the Claims Administrator at *JELD-WEN Securities Settlement*, c/o Epiq Systems, P.O. Box 6397, Portland, OR 97228-6397. **Please do not call the Court with questions about the Settlement.**

PLAN OF ALLOCATION OF THE NET SETTLEMENT FUND

21. HOW WILL MY CLAIM BE CALCULATED?

51. The Plan of Allocation set forth below is the plan for calculating claims and distributing the proceeds of the Settlement that is being proposed by Class Representatives and Class Counsel to the Court for approval. The Court may approve this Plan of Allocation or modify it without additional notice to the Class. Any order modifying the Plan of Allocation will be posted on the Settlement website at: www.JELD-WENSecuritiesSettlement.com.

52. As noted above, the Settlement Amount and the interest it earns is the “Settlement Fund.” The Settlement Fund, after deduction of Court-approved attorneys’ fees and litigation expenses, Notice and Administration Expenses, Taxes, and any other fees or expenses approved by the Court, is the “Net Settlement Fund.” The Net Settlement Fund will be distributed to members of the Class who timely submit valid Claim Forms that show a “Recognized Claim” according to the Court-approved Plan of Allocation. Class Members who do not timely submit valid Claim Forms will not share in the Net Settlement Fund, but will still be bound by the Settlement.

53. The objective of this Plan of Allocation is to distribute the Net Settlement Fund among those Class Members who allegedly suffered economic losses as a result of the alleged wrongdoing. To design this Plan, Class Counsel conferred with Class Representatives’ damages expert. This Plan is intended to be generally consistent

with an assessment of, among other things, the damages that Class Representatives and Class Counsel believe were recoverable in the Action. The Plan of Allocation, however, is not a formal damages analysis and the calculations made pursuant to the Plan are not intended to be estimates of, nor indicative of, the amounts that Class Members might have been able to recover after a trial. The calculations pursuant to the Plan of Allocation are also not estimates of the amounts that will be paid to Authorized Claimants. An individual Class Member's recovery will depend on, for example: (i) the total number and value of claims submitted; (ii) when the claimant purchased JELD-WEN publicly traded common stock; and (iii) whether and when the claimant sold his, her, or its shares of JELD-WEN publicly traded common stock. The computations under the Plan of Allocation are only a method to weigh the claims of Authorized Claimants against one another for the purposes of making *pro rata* allocations of the Net Settlement Fund. The Claims Administrator will determine each Authorized Claimant's *pro rata* share of the Net Settlement Fund based upon each Authorized Claimant's "Recognized Claim."

54. For losses to be compensable damages under the federal securities laws, the disclosure of the allegedly misrepresented information must be the cause of the decline in the price of the securities at issue. In this case, Class Representatives allege that Defendants issued false statements and omitted material facts during the Class Period, which allegedly artificially inflated the price of JELD-WEN publicly traded common stock. In developing the Plan of Allocation, Class Representatives' damages expert calculated the estimated amount of alleged artificial inflation in the per share prices of JELD-WEN common stock that was allegedly proximately caused by Defendants' alleged materially false and misleading statements and omissions.

55. In this Action, Class Representatives allege that corrective information allegedly impacting the price of JELD-WEN common stock (which is referred to as a "corrective disclosure") was released to the market on October 15, 2018. Class Representatives further allege that an analysis privately distributed by a stock analyst to certain investors caused the price of JELD-WEN common stock to decline on August 8, 2018. In order to have a "Recognized Loss Amount" for a purchase under the Plan of Allocation, shares of JELD-WEN publicly traded common stock must have been purchased during the Class Period and held through at least August 8, 2018.⁴

CALCULATION OF RECOGNIZED LOSS AMOUNTS

56. For purposes of determining whether a claimant has a "Recognized Claim," if a Class Member has more than one purchase or sale of JELD-WEN publicly traded common stock during the Class Period, all purchases and sales will be matched on a "First In First Out" (FIFO) basis. Class Period sales will be matched against purchases in chronological order, beginning with the earliest purchase made during the Class Period.

57. Based on the formulas stated below, a "Recognized Loss Amount" will be calculated for each purchase of JELD-WEN publicly traded common stock during the Class Period that is listed on the Claim Form and for which adequate documentation is provided. If a Recognized Loss Amount calculates to a negative number or zero under the formulas below, that Recognized Loss Amount will be zero.

58. **For each share of JELD-WEN publicly traded common stock purchased: (i) in the JELD-WEN initial public offering on or about January 26, 2017; or (ii) via market transactions from January 27, 2017 through and including the close of trading on October 15, 2018, and:**

(a) Sold prior to the close of trading on August 7, 2018, the Recognized Loss Amount per share will be \$0.00;

(b) Sold on August 8, 2018 at a price equal to or greater than \$24.84 per share, the Recognized Loss Amount per share will be \$0.00;⁵

(c) Sold prior to the close of trading on August 8, 2018 at a price less than \$24.84 per share, the Recognized Loss Amount per share will be **the lesser of:** (i) \$2.38 per share, or (ii) the purchase price *minus* the sale price;

(d) Sold from August 9, 2018 through and including the close of trading on October 15, 2018, the Recognized Loss Amount per share will be **the lesser of:** (i) the decline in inflation during the holding period (as presented in **Table A** below), or (ii) the purchase price per share *minus* the sale price per share; and

⁴ Any transactions in JELD-WEN common stock executed outside of regular trading hours for the U.S. financial markets shall be deemed to have occurred during the next regular trading session.

⁵ Class Representatives allege that at approximately 2:47 PM Eastern Time on August 8, 2018, an analysis privately distributed by a stock analyst to certain investors caused the price of JELD-WEN common stock to decline. The average transaction price for all trades conducted at 2:47 PM Eastern Time on August 8, 2018 was \$24.84 per share, according to data from the Trade-and-Quote database.

(e) Sold from October 16, 2018 through and including the close of trading on January 11, 2019, the Recognized Loss Amount per share will be **the least of**: (i) the decline in inflation during the holding period (as presented in **Table A** below), (ii) the purchase price per share *minus* the sale price per share, or (iii) the purchase price per share *minus* the average closing price of JELD-WEN common stock between October 16, 2018 and the date of sale as stated in **Table B** at the end of this Notice; and

(f) Held as of the close of trading on January 11, 2019, the Recognized Loss Amount per share will be **the lesser of**: (i) the decline in inflation during the holding period (as presented in **Table A** below), or (ii) the purchase price per share *minus* \$16.47, the average closing price of JELD-WEN common stock between October 16, 2018 and January 11, 2019 (the last entry on **Table B** at the end of this Notice).⁶

ADDITIONAL PROVISIONS OF THE PLAN OF ALLOCATION

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

60. The Net Settlement Fund will be distributed to Authorized Claimants on a *pro rata* basis based on the relative size of their Recognized Claims. Specifically, a "Distribution Amount" will be calculated for each Authorized Claimant, which will be the Authorized Claimant's Recognized Claim divided by the total Recognized Claims of all Authorized Claimants, multiplied by the total amount in the Net Settlement Fund. Given the costs of distribution, the Net Settlement Fund will be allocated among all Authorized Claimants whose Distribution Amount is \$10.00 or greater.

61. Purchases and sales of JELD-WEN publicly traded common stock will be deemed to have occurred on the "contract" or "trade" date as opposed to the "settlement" or "payment" date. The receipt or grant of shares of JELD-WEN publicly traded common stock by gift, inheritance, or operation of law during the Class Period will not be deemed an eligible purchase or sale of JELD-WEN publicly traded common stock for the calculation of a claimant's Recognized Claim, nor will the receipt or grant be deemed an assignment of any claim relating to the purchase of JELD-WEN common stock unless: (i) the donor or decedent purchased the shares during the Class Period; (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 those shares; and (iii) it is specifically so provided in the instrument of gift or assignment.

62. The date of covering a "short sale" will be deemed to be the date of purchase of the JELD-WEN common stock. The date of a "short sale" will be deemed to be the date of sale of JELD-WEN common stock. Under the Plan of Allocation, however, the Recognized Loss Amount on "short sales" is zero. In the event that a claimant has an opening short position in JELD-WEN common stock, his, her, or its earliest Class Period purchases of JELD-WEN common stock will be matched against the opening short position, and not be entitled to a recovery, until that short position is fully covered.

63. Option contracts are not securities eligible to participate in the Settlement. With respect to shares of JELD-WEN common stock purchased or sold through the exercise of an option, the purchase/sale date of the JELD-WEN common stock is the exercise date of the option and the purchase/sale price of the JELD-WEN common stock is the exercise price of the option.

64. If a claimant had a market gain with respect to his, her, or its overall transactions in JELD-WEN publicly traded common stock during the Class Period, the value of the claimant's Recognized Claim will be zero. If a claimant suffered an overall market loss with respect to his, her, or its overall transactions in JELD-WEN common stock during the Class Period but that market loss was less than the claimant's total Recognized Claim calculated above, then the claimant's Recognized Claim will be limited to the amount of the actual market loss. For purposes of determining whether a claimant had a market gain with respect to his, her, or its overall transactions in JELD-WEN common stock during the Class Period or suffered a market loss, the Claims Administrator will

⁶ Under Section 21(D)(e)(1) of the Exchange Act, "in any private action arising under this Act in which the plaintiff seeks to establish damages by reference to the market price of a security, the award of damages to the plaintiff shall not exceed the difference between the purchase or sale price paid or received, as appropriate, by the plaintiff for the subject security and the mean trading price of that security during the 90-day period beginning on the date on which the information correcting the misstatement or omission that is the basis for the action is disseminated to the market." Consistent with the requirements of the statute, Recognized Loss Amounts are reduced to an appropriate extent by taking into account the closing prices of JELD-WEN common stock during the 90-day look-back period. The mean (average) closing price for JELD-WEN common stock during this 90-day look-back period was \$16.47.

determine the difference between: (i) the Total Purchase Amount⁷ and (ii) the sum of the Total Sales Proceeds⁸ and Holding Value.⁹ This difference will be deemed a claimant's market gain or loss with respect to his, her, or its overall transactions in JELD-WEN common stock during the Class Period.

65. Distributions will be made to eligible Authorized Claimants after all claims have been processed and after the Court has finally approved the Settlement. If there is any balance remaining in the Net Settlement Fund (whether by reason of tax refunds, uncashed checks or otherwise) after a reasonable amount of time from the date of initial distribution of the Net Settlement Fund, and after payment of outstanding Notice and Administration Expenses, Taxes, attorneys' fees and expenses, and any awards to Class Representatives, the Claims Administrator shall, if feasible, reallocate (which reallocation may occur on multiple occasions) such balance among Authorized Claimants who have cashed their checks in an equitable and economic fashion. Thereafter, any *de minimis* balance that still remains in the Net Settlement Fund after re-distribution(s) and after payment of outstanding Notice and Administration Expenses, Taxes, and attorneys' fees and expenses and any awards to Class Representatives, shall be donated to the Virginia Health Care Foundation and Central Virginia Legal Aid Society, or a non-profit and non-sectarian organization(s) chosen by the Court.

66. Payment pursuant to the Plan of Allocation or such other plan of allocation as may be approved by the Court will be conclusive against all claimants. No person will have any claim against Class Representatives, Plaintiffs' Counsel, Class Representatives' damages expert, the Claims Administrator, or other agent designated by Class Counsel, arising from determinations or distributions to claimants made substantially in accordance with the Stipulation, the Plan of Allocation approved by the Court, or further orders of the Court. Class Representatives, Defendants, Defendants' Counsel, and all other Released Parties will have no responsibility for or liability whatsoever for the investment or distribution of the Settlement Fund, the Net Settlement Fund, the Plan of Allocation or the determination, administration, calculation, or payment of any Claim Form or non-performance of the Claims Administrator, the payment or withholding of Taxes owed by the Settlement Fund or any losses incurred in connection therewith.

67. Each claimant is deemed to have submitted to the jurisdiction of the United States District Court for the Eastern District of Virginia with respect to his, her, or its claim.

SPECIAL NOTICE TO SECURITIES BROKERS AND NOMINEES

68. If you purchased JELD-WEN publicly traded common stock (CUSIP: 47580P103) during the Class Period for the beneficial interest of a person or entity other than yourself, the Court has directed that **WITHIN TEN (10) CALENDAR DAYS OF YOUR RECEIPT OF THIS NOTICE, YOU MUST EITHER:** (a) provide a list of the names and addresses of all such beneficial owners to the Claims Administrator and the Claims Administrator is ordered to send the Notice promptly to such identified beneficial owners; or (b) request additional copies of this Notice and the Claim Form from the Claims Administrator, which will be provided to you free of charge, and **WITHIN TEN (10) CALENDAR DAYS** of receipt, mail the Notice and Claim Form directly to all the beneficial owners of those shares. If you choose to follow procedure (b), the Court has also directed that, upon making that mailing, **YOU MUST SEND A STATEMENT** to the Claims Administrator confirming that the mailing was made as directed and keep a record of the names and mailing addresses used. Nominees shall also provide email addresses for all such beneficial owners to the Claims Administrator, to the extent they are available. You are entitled to reimbursement from the Settlement Fund of your reasonable expenses actually incurred in connection with the foregoing, including reimbursement of postage expense and the cost of ascertaining the names and addresses of beneficial owners. Those expenses will be paid upon request and submission of appropriate supporting documentation and timely compliance with the above directives. All communications concerning the foregoing should be addressed to the Claims Administrator:

JELD-WEN Securities Settlement
c/o Epiq Systems
P.O. Box 6397
Portland, OR 97228-6397

Dated: August 17, 2021

BY ORDER OF THE UNITED STATES
DISTRICT COURT
EASTERN DISTRICT OF VIRGINIA

⁷ The "Total Purchase Amount" is the total amount the claimant paid (excluding commissions and other charges) for JELD-WEN common stock purchased during the Class Period.

⁸ The total amount received (excluding commissions and other charges) for JELD-WEN common stock sold during the Class Period will be the "Total Sales Proceeds."

⁹ The Claims Administrator will ascribe a value of \$17.28 per share for JELD-WEN common stock purchased during the Class Period and still held as of the close of trading on October 16, 2018 (the "Holding Value").

TABLE A

Inflation Decline Per Date of Purchase and Date of Sale

PURCHASE DATE	DATE OF SALE		
	January 26, 2017 through August 7, 2018	August 8, 2018 through October 15, 2018	Sold on or Retained Beyond October 16, 2018
January 26, 2017 through August 7, 2018	\$0.00	\$2.38	\$4.37
August 8, 2018 through October 15, 2018		\$0.00	\$1.99
Purchased on or After October 16, 2018			\$0.00

TABLE B

**JELD-WEN Closing Price and Average Closing Price
October 16, 2018–January 11, 2019**

Date	Closing Price	Average Price Between October 16, 2018 and Date Shown	Date	Closing Price	Average Price Between October 16, 2018 and Date Shown
10/16/2018	\$17.28	\$17.28	11/28/2018	\$19.05	\$17.26
10/17/2018	\$17.21	\$17.25	11/29/2018	\$19.09	\$17.31
10/18/2018	\$17.13	\$17.21	11/30/2018	\$19.06	\$17.37
10/19/2018	\$16.94	\$17.14	12/3/2018	\$19.10	\$17.42
10/22/2018	\$16.67	\$17.05	12/4/2018	\$18.03	\$17.43
10/23/2018	\$16.56	\$16.97	12/6/2018	\$17.48	\$17.44
10/24/2018	\$15.93	\$16.82	12/7/2018	\$16.88	\$17.42
10/25/2018	\$16.22	\$16.74	12/10/2018	\$15.53	\$17.37
10/26/2018	\$15.49	\$16.60	12/11/2018	\$15.35	\$17.32
10/29/2018	\$15.21	\$16.46	12/12/2018	\$15.30	\$17.27
10/30/2018	\$16.20	\$16.44	12/13/2018	\$14.72	\$17.21
10/31/2018	\$16.26	\$16.43	12/14/2018	\$14.27	\$17.14
11/1/2018	\$17.03	\$16.47	12/17/2018	\$14.17	\$17.07
11/2/2018	\$17.03	\$16.51	12/18/2018	\$14.31	\$17.00
11/5/2018	\$17.36	\$16.57	12/19/2018	\$14.41	\$16.95
11/6/2018	\$17.04	\$16.60	12/20/2018	\$14.12	\$16.89
11/7/2018	\$17.00	\$16.62	12/21/2018	\$14.02	\$16.82
11/8/2018	\$17.90	\$16.69	12/24/2018	\$13.47	\$16.75
11/9/2018	\$18.00	\$16.76	12/26/2018	\$14.32	\$16.70
11/12/2018	\$18.01	\$16.82	12/27/2018	\$14.17	\$16.65
11/13/2018	\$18.11	\$16.88	12/28/2018	\$14.43	\$16.61
11/14/2018	\$17.67	\$16.92	12/31/2018	\$14.21	\$16.56
11/15/2018	\$17.87	\$16.96	1/2/2019	\$14.66	\$16.53
11/16/2018	\$17.95	\$17.00	1/3/2019	\$14.78	\$16.50
11/19/2018	\$17.76	\$17.03	1/4/2019	\$15.63	\$16.48
11/20/2018	\$17.72	\$17.06	1/7/2019	\$16.05	\$16.47
11/21/2018	\$18.01	\$17.09	1/8/2019	\$16.45	\$16.47
11/23/2018	\$18.00	\$17.13	1/9/2019	\$16.52	\$16.47
11/26/2018	\$17.99	\$17.16	1/10/2019	\$16.40	\$16.47
11/27/2018	\$18.31	\$17.20	1/11/2019	\$16.37	\$16.47