

CANADA

**PROVINCE OF QUÉBEC
DISTRICT OF MONTRÉAL**

**SUPERIOR COURT
(Class Action Division)**

No.: 500-06-001368-253

**DR. BRUCE J. GRIERSON
MARTINE CAPLETTE
JEAN-FRANCOIS TURGEON
JEAN GIROUX
YVES LANGLOIS
YVES PÉPIN
CHRISTIAN TURGEON**

Plaintiffs

v.

**RIO TINTO PLC
RIO TINTO CANADA MANAGEMENT INC.
RIO TINTO FER ET TITANE INC.**

Defendants

**APPLICATION FOR APPROVAL OF DISSEMINATION
NOTICES OF PRE-APPROVAL TO CLASS MEMBERS
(Art. 576, 571, 581 and 590 C.C.P.)**

**TO THE ONE OF THE HONOURABLE JUDGES OF THE SUPERIOR COURT, SITTING
IN THE CLASS ACTION DIVISION IN AND FOR THE DISTRICT OF MONTREAL, THE
PLAINTIFFS STATE THE FOLLOWING:**

1. On or around March 10, 2025, the Plaintiffs filed an *Application for Authorization of a Class Action for Settlement Purposes and to Approve a Settlement Agreement* in the Court record (the “**Application for Authorization**”).
2. Pursuant to the Application for Authorization, Plaintiffs request the authorization to institute a class action for the sole purpose of seeking approval of a settlement agreement, on behalf of certain individuals with defined benefits entitlements under the *Multi-Employer Rio Tinto Canadian Business Units Pension Plan for Certain Non-Unionized Employees* (including predecessor pension plans, collectively the “**RTCBU Plan**”) and/or Supplementary Executive Retirement Plans supplementing entitlements under the RTCBU Plan (“**SERP**”).

3. Plaintiffs seek to institute a class action for settlement purposes for the benefit of the following class:

- a. Sub-group 1: "**RTCBU Plan Retirees**", which means:
 - i. the retired members under the RTCBU Plan who, on December 31, 2023, were in receipt of a lifetime defined benefit pension from the RTCBU Plan or in accordance with a SERP, with the exception of those retired members who began receiving their pension payments between January 1, 2023 and December 31, 2023;
 - ii. the former members who had defined benefit entitlements under the RTCBU Plan or the Predecessor Plans and who: (i) withdrew the present value of their pension benefits from such registered plan upon their termination of employment and (ii) were only in receipt of a lifetime pension in accordance with a SERP on December 31, 2023, with the exception of those retired members who began receiving their pension payments between January 1, 2023 and December 31, 2023; and
 - iii. the surviving spouses of retired or former members in Sub-group 1(i) or Sub-group 1(ii) above if such surviving spouses were in receipt of a lifetime pension from the RTCBU Plan or a SERP on December 31, 2023.

The RTCBU Plan Retirees who will not have opted out are referenced as the "**Settling RTCBU Plan Retirees**."

- b. Sub-group 2: All individuals with defined benefit entitlements under the RTCBU Plan, who will be subject to the Use of Surplus and Indexation Policy once adopted.
4. Prior to the filing of the Application for Authorization, the Plaintiffs and the Defendants entered into a Settlement Agreement executed on or around February 19, 2025 (the "**Settlement Agreement**"), the approval of which is sought from this Court in the Application for Authorization.
5. As a result, the Class Members must be informed that a hearing will be held in the context of the Application for Authorization to obtain the approval of the Settlement Agreement.
6. For this purpose, the Plaintiffs and the Defendants seek this Court's approval of the draft versions of the *Notice Regarding Proposed Class Action and Settlement Approval Hearing* (the "**Settlement Notices**"), filed in support herewith as **Exhibit R-1**.
7. The Pre-Approval Notices are meant to inform the Class Members *inter alia* of the following elements:

- a. The proposed class action and the principal contentious issue arising therefrom, being the indexation of defined pension benefits of the RTCBU Plan;
 - b. The description of the Class and the two (2) sub-groups;
 - c. The contact information of class counsel and the district in which the class action procedures are to proceed;
 - d. The essential terms of the Settlement Agreement;
 - e. The conditions for eligibility for a distribution of the Settlement Amount and the Contingent Settlement Amount (as these terms are described in the Settlement Agreement) and the distribution modalities;
 - f. The date, time and place of the hearing on the Application for Authorization;
 - g. The Class Members' right to opt out of class and the procedure for doing so;
 - h. The Class Members' right to object to the proposed settlement or the proposed distribution plan and attend the hearing, if they choose to do so.
8. The parties to the Settlement Agreement agreed that the Settlement Notices shall be disseminated to Class Members in accordance to the plan of dissemination set out at Schedule "C" of the Settlement Agreement, filed as a stand-alone document in support herewith as **Exhibit R-2**.
9. The Defendants intend to mandate Concilia Services Inc. to send the notices in accordance with the plan of dissemination (Exhibit R-2).
10. The Defendants consent to the conclusions of this Application.

FOR THESE REASONS, MAY IT PLEASE THE COURT TO:

GRANT the present *Application for Approval of Dissemination of Notices of Settlement to Class Members* (the "**Application**");

APPROVE substantially the form and content of the *Notice Regarding Proposed Class Action and Settlement Approval Hearing* (the "**Settlement Notices**") (Exhibit R-1);

AUTHORIZE the dissemination of the Pre-Approval Notices in accordance with the dissemination plan set out in the *Notice Plan* (Exhibit R-2) and as set forth in this judgment;

AUTHORIZE the Defendants to communicate to Concilia Services Inc. the list of Class Members they hold, as well as their last known residential address or email address (as the case may be), in order to facilitate the distribution of the Pre-Approval Notices to Class Members;

ORDERS that Concilia Services Inc. shall maintain confidentiality over and shall not share the information provided pursuant to this judgment with any other person, unless doing so is strictly necessary for executing the notice plan;

ORDERS AND DECLARES that this judgment constitutes a judgment compelling the production of the information from the Defendant within the meaning of applicable privacy laws, and that this judgment satisfies the requirements of all applicable privacy laws;

RELEASES the Defendants from any and all obligations pursuant to applicable privacy laws and regulations in relation to the communication of any personal and/or private information to Concilia Services Inc.;

ORDERS Concilia Services Inc. to notify the Pre-Approval notices pursuant to the Notice Plan within X days of the present judgment;

ORDERS that the date and time of the settlement approval hearing shall be set forth in the Pre-Approval Notice, but may be adjourned by the Court without further notice to the Settlement Class Members, other than such notice as may be posted on Class Counsel's website;

THE WHOLE without costs considering the absence of contestation.

MONTRÉAL, March 19, 2025

Woods s.e.n.c.r.l./uP

Woods LLP

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Schedule B – Notice

NOTICE REGARDING PROPOSED CLASS ACTION AND SETTLEMENT APPROVAL HEARING

READ THIS NOTICE CAREFULLY AS IT MAY AFFECT YOUR RIGHTS

An *Application for authorization of a class action for settlement purposes and to obtain approval of a settlement agreement* (the “**Application for authorization and settlement approval**”) has been filed by ■ against Rio Tinto Fer et Titane Inc. (“RTFT”), Rio Tinto Canada Management Inc. and Rio Tinto plc (hereinafter the “**Defendants**”) regarding claims for indexation of pensions under the *Multi-Employer Rio Tinto Canadian Business Units Pension Plan for Certain Non-Unionized Employees* (the “**RTCBU Plan**”).

1. What is a class action?

A class action is a lawsuit brought by one person on behalf of a large group of people.

2. What is this Proposed Class Action about?

■ allege that, in the early 1980s, RTFT (through its Board of Directors) would have adopted an alleged indexation policy for the *Régime des cadres de QIT Fer et Titane inc.* providing for biennial indexation of non-unionized employees’ pensions subject to a single condition relating to the short- and- long term profitability of RTFT. The Defendants deny this allegation.

A proposed settlement (the “**Settlement Agreement**”) was reached between ■ and the Defendants. In the *Application for authorization*, ■ requests that the Court authorize the Class action for Settlement Purposes and approve the proposed Settlement Agreement (the “**Proposed Class Action**”).

Unless otherwise defined herein, capitalized terms used in this notice have the meanings given to them in the Settlement Agreement.

3. Who is affected by this Proposed Class Action?

If authorized by the Court, the Proposed Class Action will affect all individuals with defined benefit entitlements under the RTCBU Plan and related individual supplementary executive retirement plans.

■ is seeking authorization to bring the proposed a class action on behalf of the following Class Members:

Sub-group 1: “RTCBU Plan Retirees” which means:

- i. the retired members under the RTCBU Plan who, on December 31, 2023, were in receipt of a lifetime defined benefit pension from the RTCBU Plan or in accordance with a SERP, with the exception of those retired members who

began receiving their pension payments between January 1, 2023 and December 31, 2023;

- ii. the former members who had defined benefit entitlements under the RTCBU Plan or the Predecessor Plans and who: (i) withdrew the present value of their pension benefits from such registered plan upon their termination of employment and (ii) were only in receipt of a lifetime pension in accordance with a SERP on December 31, 2023, with the exception of those retired members who began receiving their pension payments between January 1, 2023 and December 31, 2023; and
- iii. the surviving spouses of retired or former members in Sub-group 1(i) or Sub-group 1(ii) above if such surviving spouses were in receipt of a lifetime pension from the RTCBU Plan or a SERP on December 31, 2023.

Sub-group 2: all individuals with defined benefit entitlements under the RTCBU Plan, who will be subject to the Use of Surplus and Indexation Policy, as further detailed in point 4(c) below, once adopted. It is understood that members of Sub-group 1 may be included in Sub-group 2.

4. What does the proposed settlement provide?

The Defendants have agreed to:

- a) pay \$13,500,000 (the “**Settlement Amount**”) to the RTCBU Plan Retirees who do not opt out of the Proposed Class Action following the process set out in this notice;
- b) pay to any RTCBU Plan Retirees who do not opt out of the Proposed Class Action and who earn less than \$50,000 per year as a retirement benefit as of December 31, 2023 any amounts left unclaimed after July 30, 2025 (the “**Contingent Supplemental Amount**”) out of the \$1,500,000 budget allocated to the temporary hardship program announced in April 2024 and on or around August 30, 2024;
- c) adopt a Use of Surplus and Indexation Policy. A copy of the Use of Surplus and Indexation Policy is found at Schedule ■ to the proposed Settlement Agreement, available here: **[hyperlink]**.

In addition to the Settlement Amount and the Contingent Supplemental Amount, the Defendants have also agreed to pay (i) Class Counsel legal fees as approved by the Court in line with the estimated amount of \$400,000 plus disbursement and taxes; (ii) the cost of distributing notices to the Class; and (iii) the cost of administering the Distribution Protocol described below.

The Settlement Agreement is only a compromise that seeks to resolve disputed claims, and is made without any admission on the merits of these disputed claims and/or of liability or wrongdoing on the part of the Defendants.

Court approval is required before the Settlement Agreement becomes effective.

5. When will the *Application for authorization and settlement approval* be heard by the Court?

The *Application for authorization and settlement approval* will be heard by the Court on [NTD: Date, hour] in room █ of the Montréal Courthouse or by means of a digital hearing. The date and time of the hearing may be changed by the Court; if so, an update will be posted on Class Counsel's website: [link].

If the proposed Settlement Agreement is approved, it will be binding on the Class Members (unless they opt out of the Proposed Class Action as set out below).

6. Who is eligible for a distribution of a portion of the Settlement Amount and the Contingent Supplemental Amount (if any) and how will these amounts be distributed?

To be eligible to receive a distribution of the Settlement Amount and the Contingent Supplemental Amount (if any), you must:

- 1) be a retired or former member with defined benefit entitlements under the RTCBU Plan or a supplemental executive retirement plan supplementing entitlements under the RTCBU Plan who was in receipt of a lifetime pension from either or both plans on December 31, 2023 (with the exception of those retired members who began receiving their pension payments between January 1, 2023 and December 31, 2023); and
- 2) not have opted-out of the Proposed Class Action.

The surviving spouse of such a retired or member in receipt of a survivor pension on December 31, 2023 are also eligible to receive a distribution of the Settlement Amount and the Contingent Supplemental Amount (if any).

If the Court approves the proposed Settlement Agreement and the Distribution Protocol, the Settlement Amount and the Contingent Supplemental Amount (if any) shall be distributed to each RTCBU Plan Retiree who does not opt out of the Proposed Class Action in accordance with the following formula: your portion of the Settlement Amount will be proportional to your loss of purchasing power from the later of (i) 2011 or (ii) your retirement date compared to the loss of purchasing power of all Settling RTCBU Plan Retirees. A copy of the Distribution Protocol is annexed as Schedule D to the proposed Settlement Agreement and is available here: [hyperlink].

You do not need to submit a claim or apply for a distribution of the Settlement Amount and the Contingent Supplemental Amount (if any).

7. Excluding yourself from the Proposed Class Action (Opting Out)

If you are a Class Member, and the Court approves the proposed Settlement Agreement, you will be bound by the terms of the Settlement Agreement unless you opt out of the Proposed Class Action. Class Members who do not opt out will not be permitted to bring other legal proceedings

in relation to the matters alleged in the Proposed Class Action against the Defendants, or against any person released by the proposed Settlement Agreement.

If you opt out of the Proposed Class Action, you will preserve the right to sue the Defendants by instituting your own individual action, at your own expense, regarding the allegations made in the Proposed Class Action. However, you will not benefit from the Settlement Agreement.

If you decide to opt out of the Proposed Class Action, you must complete and submit the attached Opt-Out Form before ■. Your completed Opt-Out Form must be mailed before ■ to the following address:

Montreal Court House
Clerk of the Superior Court of Quebec
(C.S.M. ■)
1, Notre-Dame Street East,
Montreal (QC) H2Y 1B6

Your Opt-Out Form must also be sent before ■ electronically or by mail to:

[Class Counsel Address]

If you do not comply with these opt-out procedures, you will remain a Class Member, which means you will be part of the Proposed Class Action and bound by the proposed Settlement Agreement if approved by the Court.

8. You may object to the proposed settlement and/or to the proposed Distribution Plan

Class Members have the right to object to the Court's approval of the Settlement Agreement. A Class Member will remain a Class Member whether they object to the Settlement Agreement or not. If the Settlement Agreement is approved by the Court, all Class Members will lose any right to sue the Defendants in relation to the Released Claims (as defined in the Settlement Agreement), unless they opt out.

If you wish to object, you must send a written objection no later than ■ by e-mail to Class Counsel at **[NTD: email]**.

Class Counsel will provide the Court a copy of all objections received before ■. Any attempt to object after this time will not be valid. A written objection must include:

- the name of the lawsuit and Court file number, being : ■
- your full name, address, e-mail and telephone number;
- a brief statement of the reasons for your objection; and
- whether you plan to attend the hearing in person or through a lawyer and, if by lawyer, the name, address, e-mail address and telephone number of the lawyer.

Class members who do not oppose the proposed Settlement Agreement do not need to appear at the hearing of the *Application for authorization and settlement approval* or take any other action at this time.

9. For more information

If you have any questions, please do not hesitate to contact Class Counsel representing the Plaintiff(s) and Class Members:

[NTD: names and address of Class Counsel]

You may also contact Telus Health at:

[NTD: Coordinates]

In case of discrepancy between this notice and the Settlement Agreement, the Settlement Agreement will prevail.

The publication and dissemination of this notice have been approved and ordered by the Court.

Schedule C: Notice Plan

The Notices to class members shall be disseminated in the following manner:

1. A bilingual copy of the Notice (Schedule B) will be sent to all Class members, as follows:
 - a. The Notice will be sent by mail to all Class members who are RTCBU Plan retirees, surviving spouses, beneficiaries and deferred plan members.
 - b. The Notice will be sent by email to all Class members who are active employees of Rio Tinto.

**SUPERIOR COURT
DISTRICT OF MONTRÉAL
PROVINCE OF QUÉBEC**

BRUCE J. GRIERSON ET AL.

Plaintiffs

v.

**RIO TINTO PLC
RIO TINTO CANADA MANAGEMENT INC.
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Defendants

**APPLICATION FOR APPROVAL OF DISSEMINATION
NOTICES OF PRE-APPROVAL TO CLASS
MEMBERS AND EXHIBITS R-1 AND R-2
(Art. 576, 571, 581 and 590 C.C.P.)**

ORIGINAL

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