Securities and Exchange Commission Washington, D.C. 20549

Schedule 13G

(Rule 13d-102)

Information to be Included in Statements Filed Pursuant to § 240.13d-1(b), (c) and (d) and Amendments Thereto Filed Pursuant to § 240.13d-2

UNDER THE SECURITIES EXCHANGE ACT OF 1934

(Amendment No. 4)*

Vertex, Inc.

(Name of Issuer)

Class A Common Stock, \$0.001 par value per share

(Title of Class of Securities)

92538J106

(CUSIP Number)

September 30, 2024

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

☐ Rule 13d-1(b)					
☐ Rule 13d-1(c)					
⊠ Rule 13d-1(d)					
* The remainder of t	his cover page shall be filled ou	ut for a reporting person's	s initial filing on this form	with respect to the subject	class of securities, and for

any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP N	No. 92538J10	06		Schedule 13G	Page 2 of 25			
1	Names of Reporting Persons							
	Amanda Radcliffe							
2	Check the	Appropri	iate Box if a Memb	per of a Group	(a) ⊠ (b) □			
					(6) 🗆			
3	SEC Use O	nly						
4	Citizenship	or Place	e of Organization					
			C					
	United Sta	<u>tes</u> 5	Cala Vatina D	ower.				
		3	Sole Voting Po	ower				
			33,183,557	7.223				
			Chanad Vatina	. Da				
		6	Shared Voting	Power				
	of Shares		84,210					
	ally Owned		0.1.5: :::	D.				
Person V	Reporting Vith	7	Sole Dispositi	ve Power				
			33,183,557	7.223				
		8	Shared Dispos	sitive Power				
		Ü	_	34.010.00				
			84,210					
9	Aggregate A	Amount	Beneficially Owne	ed by Each Reporting Person				
	22.20		.2					
	33,26	7,767.22	33					
10	Check if the	e Aggre	gate Amount in Ro	ow (9) Excludes Certain Shares				
	No.4 A		1.					
	Not A	pplicab	ie					
11	Percent of 0	Class Re	presented by Amo	ount in Row 9				
	21.3%	,						
	21.3 /	0						
12	Type of Rep	porting I	Person					
	IN							
	114							

CUSIP	No. 92538J10	06		Schedule 13G	Page 3 of 25		
1	Names of Reporting Persons						
	Stefanie Thompson						
	200111110 17	р.	-				
2	Check the	Appropri	iate Box if a Memb	per of a Group	(a) ⊠		
					(b) □		
3	SEC Use O	nlv					
)					
	a:: 1:	7.1					
4	Citizenship	or Place	e of Organization				
	United Sta	tes					
		5	Sole Voting Po	ower			
			32,980,93	1 599			
			32,960,93	1.300			
		6	Shared Voting	Power			
NT1	C C1		0				
	of Shares		0				
by Each	Reporting	7	Sole Dispositi	ve Power			
Person V	With						
			32,980,934	4.588			
		8	Shared Dispos	sitive Power			
			_				
			0				
9	Aggregate .	Amount	Beneficially Own	ed by Each Reporting Person			
				, ,			
	32,98	0,934.58	88				
10	Check if the	e Aggres	gate Amount in Ro	ow (9) Excludes Certain Shares			
	Not A	pplicab	le				
11	Percent of 0	Class Re	presented by Amo	unt in Row 9			
			r				
	21.1%	ó					
12	Type of Re	porting I	Person				
	IN						

CUSIP	No. 92538J10)6		Schedule 13G	Page 4 of 25		
1	Names of Reporting Persons						
	Jeffrey We						
2			ate Box if a Memb	per of a Group	(a) ⊠		
2	Check the A	хрргорга	ate box ii a ivieiii	er of a Group	(a) ⊠ (b) □		
3	SEC Use O	nly					
4	Citizenship	or Place	of Organization				
	United Sta						
		5	Sole Voting Po	ower			
			8,031,822.	237			
		6	Shared Voting	Power			
	of Shares ally Owned		84,7	78			
	Reporting	7	Sole Dispositi	ve Power			
reison with			8,031,822.	237			
		8	Shared Dispos	itive Power			
			84,7	78			
9	Aggregate A	Amount	Beneficially Own	ed by Each Reporting Person			
	8,166,	600.237					
10	Check if the	e Aggreg	ate Amount in Ro	w (9) Excludes Certain Shares			
	Not Applicable						
11	11 Percent of Class Represented by Amount in Row 9						
	5.2%						
12	Type of Rep	oorting P	erson				
	IN						

CUSIP	No. 92538J1	06		Schedule 13G	Page 5 of 25
1	Names of F	Reportir	ng Persons		
	Christoph				
	_				
2	Check the	Approp	riate Box if a Memb	er of a Group	(a) ⊠ (b) □
3	SEC Use C)nlv			
3	SEC OSC C	nii y			
4	Citizenship	or Plac	ce of Organization		
	United Sta	ites			
		5	Sole Voting Po	wer	
			5,629.040	í	
		6	Shared Voting	Power	
Number	r of Shares		112,580.91	8	
	ially Owned Reporting	7	Sole Dispositiv	a Dower	
Person '		/			
			5,629.04	5	
		8	Shared Dispos	tive Power	
			112,580.91	8	
9	Aggregate	Amoun	t Beneficially Owne	d by Each Reporting Person	
	118,2	09.964			
10	Check if th	e Aggre	egate Amount in Ro	w (9) Excludes Certain Shares	
	Not A	Applica	ble		
11	Percent of	Class R	epresented by Amou	ant in Row 9	
	0.1%)			
12	Type of Re	porting	Person		
	IN				
	111				

CUSIP No. 92538	USIP No. 92538J106 Schedule 13G Page 6 c						
1 Names of	1 Names of Reporting Persons						
Benjam	in Schm	erin					
2 Check the	he Appro	priate Box if a Mem	per of a Group	(a) ⊠ (b) □			
3 SEC Us	e Only						
4 Citizens	hip or Pla	ace of Organization					
United	States						
	5	Sole Voting Po	ower				
		4,221.784					
	6	Shared Voting	Power				
Number of Shares Beneficially Owne		0					
by Each Reporting Person With		Sole Dispositi	ve Power				
		4,221.784					
	8	Shared Dispos	itive Power				
		0					
9 Aggrega	ate Amou	nt Beneficially Own	ed by Each Reporting Person				
4,2	221.784						
10 Check is	f the Agg	regate Amount in Ro	ow (9) Excludes Certain Shares				
No	Not Applicable						
11 Percent	of Class 1	Represented by Amo	unt in Row 9				
Le	ess than 0	.1%					
12 Type of	Reporting	g Person					
IN							

CUSIP No. 92538J1	06		Schedule 13G	Page 7 of 25		
1 Names of	1 Names of Reporting Persons					
Conrad R	adcliff	ëe				
			6.0	() [7]		
2 Check the	Appro	priate Box if a Member	of a Group	(a) ⊠ (b) □		
3 SEC Use 0	Only					
	-					
4 Citizenshi	p or Pla	ace of Organization				
United St	ates					
	5	Sole Voting Pow	er			
		0				
	6	Shared Voting Po	ower			
Number of Shares		2,731,647.37	7			
Beneficially Owned by Each Reporting						
Person With	7	Sole Dispositive	Power			
		0				
	8	Shared Dispositi	ve Power			
		2,731,647.37	77			
9 Aggregate	Amou	nt Beneficially Owned	by Each Reporting Person			
2,73	1,647.3	77				
10 Check if the	ne Aggi	regate Amount in Row	(9) Excludes Certain Shares			
Not .	Not Applicable					
11 Percent of	Class I	Represented by Amour	t in Row 9			
1.8%	1.8%					
12 Type of Ro	eporting	g Person				
IN						

CUSIP No. 92538J1	06		Sched	ule 13G		Page 8 of 25	
1 Names of I	1 Names of Reporting Persons						
Kailey Ra							
2 Check the	Approp	oriate Box if a Mem	per of a Group			(a) ⊠ (b) □	
						(0) —	
3 SEC Use C	Only						
4 000	DI						
4 Citizenship	or Pla	ce of Organization					
United Sta		C 1 M C D					
	5	Sole Voting Po	ower				
		2,647,437	377				
	6	Shared Voting	Power				
Number of Shares		2,647,437	.377				
Beneficially Owned							
by Each Reporting Person With	7	Sole Dispositi	ve Power				
		2,647,437	377				
	8	Shared Dispos	itive Power				
		2,647,437	377				
9 Aggregate	Amour	nt Beneficially Own	ed by Each Reporting Person	1			
5,294	1,874.75	54					
10 Check if th	ne Aggr	regate Amount in Ro	ow (9) Excludes Certain Shar	res			
Not A	Applica	able					
11 Percent of	Class F	Represented by Amo	ount in Row 9				
3.4%	3.4%						
12 Type of Re	porting	g Person					
IN	IN						

CUSIP No. 92538J1	06		Sched	ale 13G		Page 9 of 25
1 Names of Reporting Persons						
Antoinetto	e Radcl	liffe				
2 Check the	Approp	oriate Box if a Mem	per of a Group			(a) ⊠ (b) □
3 SEC Use (Inly					
3 SEC OSC (Jilly					
4 Citizenship	p or Pla	ce of Organization				
United Sta	ates					
	5	Sole Voting Po	ower			_
		2,647,437	377			
	6	Shared Voting	Power			
Number of Shares Beneficially Owned		2,647,437	377			
by Each Reporting Person With	7	Sole Dispositi	ve Power			
1 CISOII WILLI		2,647,437	377			
	8	Shared Dispos	itive Power			
		2,647,437	377			
9 Aggregate	Amour	nt Beneficially Own	ed by Each Reporting Person			
5,294	1,874.75	54				
10 Check if the	ne Aggr	regate Amount in Ro	ow (9) Excludes Certain Shar	es		
Not A	Applica	able				
11 Percent of	Class R	Represented by Amo	ount in Row 9			
3.4%	•					
12 Type of Re	eporting	g Person				
IN	IN					

CUSIP No. 92:	538J106		Schedule 13G	Page 10 of 25			
1 Nam	Names of Reporting Persons						
Ann	e Marie	Westphal					
2 Chec	ck the A	ppropriate Box if a Memb	per of a Group	(a) ⊠ (b) □			
				(0) 🗆			
3 SEC	Use On	ly					
4 Citiz	enship o	or Place of Organization					
Unit	ted State	es					
		Sole Voting Po	ower				
		0					
	-	Shared Voting	Douver				
			rowei				
Number of Sha Beneficially O		765,074					
by Each Repor		7 Sole Dispositiv	ve Power				
Person With		0					
	_						
		Shared Dispos	itive Power				
		765,074					
9 Aggr	regate A	mount Beneficially Own	ed by Each Reporting Person				
	765,07	1					
10 Chec	ck if the	Aggregate Amount in Ro	w (9) Excludes Certain Shares				
	Not Ap	plicable					
11 Perce	ent of C	lass Represented by Amo	unt in Row 9				
	0.5%						
12 Type	of Rep	orting Person					
	IN						

CUSIP No	JSIP No. 92538J106 Schedule 13G Page 11 o							
1	N	· · · · · · · · · · · · · · · · · · ·	D					
1	Names of Reporting Persons							
	Kyle West	phal						
2	Check the	Approp	oriate Box if a Men	ber of a Group	(a) ⊠			
					(b) 🗆			
3	SEC Use C	nly						
4	Citizenship	or Pla	ce of Organization					
	United Sta	ites						
	Office Sta	5	Sole Voting l	Power				
				0				
				0				
		6	Shared Votin	g Power				
Number o	f Shares		1,430	1.100				
Beneficial	lly Owned							
by Each R Person Wi		7	Sole Disposi	ive Power				
reison wi	1111			0				
			GI ID:					
		8	Shared Dispo	sitive Power				
			1,430),100				
9	Aggregate	Amou	nt Beneficially Ow	ned by Each Reporting Person				
	1,430	,100						
10	Charle if th	10 A gg	ragata Amount in E	ow (9) Excludes Certain Shares				
10	CHECK II ti	ic Aggi	regate Amount in F	low (5) Excludes Certain Shares				
	Not a	Applica	able					
11	Percent of Class Represented by Amount in Row 9							
	0.9%							
12	Type of Re	porting	g Person					
	IN							

CUSIP No. 92538J1	06	Schedule 13G	Page 12 of 25				
1 Names of	Reporting Persons						
Jacob We							
2 Check the	Appropriate Box if a Men	ber of a Group	(a) ⊠ (b) □				
			(6) 2				
3 SEC Use	Only						
4 Citizenshi	p or Place of Organization						
United St	5 Sole Voting I	Power					
	6 Shared Votin	g Power					
Number of Shares	932,	706					
Beneficially Owned by Each Reporting	7 Sole Disposi	ive Power					
Person With	_						
	8 Shared Dispo	sitive Power					
	932,	706					
9 Aggregat	e Amount Beneficially Ow	ned by Each Reporting Person					
932.	,706						
10 Check if	the Aggregate Amount in F	ow (9) Excludes Certain Shares					
		ow (7) Excludes Certain Shares					
Not	Not Applicable						
11 Percent o	Percent of Class Represented by Amount in Row 9						
0.69	0.6%						
12 Type of R	Reporting Person						
IN							
IN							

CUSIP No. 92538J1	06	Schedule 13G	Page 13 of 25	
1 Names of	Reporting Persons			
Melanie I	JeStefano			
2 Check the	Appropriate Box if a Men	ber of a Group	(a) ⊠ (b) □	
			(0) 🗆	
3 SEC Use 0	Only			
4 641	N. CO. Sinting			
4 Citizenshi	p or Place of Organization			
United St				
	5 Sole Voting I	Power		
	1,94	1,750		
	6 Shared Votin	g Power		
Number of Shares		0		
Beneficially Owned		0		
by Each Reporting	7 Sole Disposi	ive Power		
Person With	1,94	750		
	8 Shared Dispo	sitive Power		
		0		
9 Aggregate	e Amount Beneficially Ow	ned by Each Reporting Person		
1,94	1,750			
10 Check if t	he Aggregate Amount in F	ow (9) Excludes Certain Shares		
Not	Applicable			
11 Percent of	Class Represented by Am	ount in Row 9		
1.2%	o ·			
12 Type of R	eporting Person			
IN				

CUSIP N	No. 92538J1	06		Schedule 13G	Page 14 of 25
	Namas of	Danarti	ng Dargang		
1	Names of Reporting Persons				
	Samantha	Lucas			
2	Check the	Approp	riate Box if a Men	aber of a Group	(a) 🗵
					(b) □
3	SEC Use (Only			
4	Citizenshi	p or Pla	ce of Organization		
	United St	ates			
		5	Sole Voting I	Power	
			1,969,89	5.229	
		6	Shared Votin	g Power	
	of Shares			0	
by Each	ally Owned Reporting	7	Sole Disposi	tive Power	
Person W	Vith		_		
			1,969,89	5.229	
		8	Shared Dispo	ositive Power	
				0	
9	Aggregate	Amou	nt Beneficially Ow	ned by Each Reporting Person	
	1,90	9,895.2	29		
10	Check if t	he Aggi	egate Amount in F	low (9) Excludes Certain Shares	
	Not	Applica	able		
11	Percent of	Class I	Represented by Am	ount in Row 9	
	1.3%				
12	12 Type of Reporting Person				
	IN				

CUSIP No. 92	538J106		Schedule 13G	Page 15 of 25	
1 Nan	nes of Penortin	g Darsons			
i nan	1 Names of Reporting Persons				
Mad	ckenzie Lucas				
2 Che	ck the Appropr	riate Box if a Mem	ber of a Group	(a) ⊠	
				(b) 🗆	
3 SEC	Use Only				
4 Citiz	zenship or Plac	e of Organization			
Uni	ted States				
	5	Sole Voting I	Power		
		1,941	1,750		
	6	Shared Votin	g Power		
Number of Sha			0		
Beneficially Oby Each Repor		Sole Disposit	ive Power		
Person With	,				
		1,941	1,750		
	8	Shared Dispo	ositive Power		
			0		
0 4					
9 Agg	gregate Amoun	t Beneficially Ow	ned by Each Reporting Person		
	1,941,750				
10 Che	eck if the Aggre	egate Amount in R	ow (9) Excludes Certain Shares		
	Not Applica	ble			
11 Pero	cent of Class R	epresented by Am	ount in Row 9		
	1.2%				
12 Typ	e of Reporting	Person			
	IN				

CUSIP N	lo. 92538J10)6		Schedule 13G	Page 16 of 25
1	Names of	Reportin	g Persons		
	Andrea So	hmarin			
	Anurcas				
2	Check the	Appropr	riate Box if a Member	of a Group	(a) ⊠
					(b) 🗆
3	SEC Use ()mlr.			
3	SEC USE C	Jilly			
4	Citizenshij	or Plac	e of Organization		
	United Sta	.4			
	United Sta	5	Sole Voting Power	or .	
		3	Sole voting rowe	ZI	
			1,983,967.8	44	
			at 177.		
		6	Shared Voting Po	wer	
Number o	of Shares		0		
Beneficia	ially Owned Reporting				
by Each I		7	Sole Dispositive	Power	
Person W	/ith		1,983,967.8	4.4	
			1,985,907.8	14	
		8	Shared Dispositiv	ve Power	
			_		
			0		
9	Aggregate	Amoun	t Beneficially Owned	by Each Reporting Person	
	1.551.65	11110411	v Beneficiany o whom	of Zuon Hopotonig Follows	
	1,98	3,967.84	4		
10	Cl 1 :C/1	L . A		(0) F. 1. 1 C	
10	Check II t	ne Aggre	egate Amount in Row	(9) Excludes Certain Shares	
	Not .	Applical	ble		
11	Percent of	Class R	epresented by Amoun	t in Row 9	
	1.3%	<u>′</u>			
	1.5 /	U			
12	Type of R	eporting	Person		
	X3.7				
	IN				
_					

CUSIP No. 92538J1	06	Schedule 13G	Page 17 of 25		
1 Names of	Names of Reporting Persons				
Constance	e Thompson				
2 Check the	Appropriate Box if a Men	ber of a Group	(a) 🗵		
			(b) 🗆		
3 SEC Use 0	Only.				
3 SEC OSE (Jilly				
4 Citizenshi	p or Place of Organization				
United St	ates				
	5 Sole Voting l	Power			
	0				
	0				
	6 Shared Votin	g Power			
Number of Shares Beneficially Owned	112,580				
by Each Reporting	7 Sole Dispositive Power				
Person With	•				
	0				
	8 Shared Dispo	sitive Power			
	112,580	019			
	112,300	.710			
9 Aggregate	e Amount Beneficially Ow	ned by Each Reporting Person			
112	580.918				
112,	300.710				
10 Check if t	he Aggregate Amount in F	ow (9) Excludes Certain Shares			
Not	Applicable				
1101	Аррисавіе				
11 Percent of	Percent of Class Represented by Amount in Row 9				
Ω 10	0.10/				
0.1 /	0.1%				
12 Type of R	12 Type of Reporting Person				
IN	IN				
· .					

CUSIP No. 92538J106			Schedule 13G	Page 18 of 25	
1 N	ames of F	Reporting Persons			
	enifer We				
2 C	heck the	Appropriate Box if a Men	lber of a Group	(a) ⊠ (b) □	
3 SI	EC Use C	nly			
3 51	Le ose o	my			
4 C	itizenship	or Place of Organization			
U	nited Sta	tes			
		5 Sole Voting I	Power		
		0			
		6 Shared Votin	g Power		
Number of S	Shares	84,778			
Beneficially by Each Rep	Owned	7 Sole Disposi	D		
Person With	orting	•	ive Power		
		0			
		8 Shared Dispo	sitive Power		
		84,778			
9 A	ggregate	Amount Beneficially Ow	ned by Each Reporting Person		
	84,77	8			
10 C	heck if th	e Aggregate Amount in F	ow (9) Excludes Certain Shares		
	Not A	applicable			
11 P	Percent of Class Represented by Amount in Row 9				
	Less	than 0.1%			
12 T	ype of Re	porting Person			
	IN				

CUSIP No. 92538J106 Schedule 13G Page 19 of 25

ITEM 1. (a) Name of Issuer:

Vertex, Inc. (the "Issuer")

(b) Address of Issuer's Principal Executive Offices:

2301 Renaissance Boulevard, King of Prussia, PA 19406

ITEM 2. (a) Name of Person Filing:

Each of the following is hereinafter individually referred to as a "Reporting Person" and collectively as the "Reporting Persons." This statement is filed on behalf of:

Amanda Radcliffe;

Stefanie Thompson;

Jeffrey Westphal;

Christopher Thompson;

Benjamin Schmerin;

Conrad Radcliffe:

Kailey Radcliffe;

Antoinette Radcliffe;

Anne Marie Westphal;

Kyle Westphal;

Jacob Westphal;

Melanie DeStefano;

Samantha Lucas;

Mackenzie Lucas;

Andrea Schmerin;

Constance Thompson; and

Jenifer Westphal.

(b) Address or Principal Business Office:

The business address for each of the Reporting Persons is c/o Vertex, Inc., 2301 Renaissance Boulevard, King of Prussia, PA 19406.

(c) Citizenship of each Reporting Person is:

Each of the Reporting Persons is a citizen of the United States.

(d) Title of Class of Securities:

Class A Common Stock, \$0.001 par value per share ("Class A Common Stock").

(e) CUSIP Number:

92538J106

ITEM 3.

Not applicable.

ITEM 4. Ownership.

(a-c)

The ownership information presented below represents beneficial ownership of Class A Common Stock of the Issuer as of November 1, 2024, based upon 65,969,319 shares of Class A Common Stock outstanding as of November 1, 2024, and assumes the conversion of an aggregate of 89,990,641 shares of Class B Common Stock, par value \$0.001 per share of the Issuer (the "Class B Common Stock"), held by the Reporting Persons on a one-for-one basis.

Reporting Person	Amount beneficially owned	Percent of class:	Sole power to vote or to direct the vote:	Shared power to vote or to direct the vote:	Sole power to dispose or to direct the disposition of:	Shared power to dispose or to direct the disposition of:
Amanda Radcliffe ⁽¹⁾⁽¹⁶⁾	33,267,767.223	21.3%	33,183,557.223	84,210	33,183,557.223	84,210
Stefanie Thompson ⁽²⁾	32,980,934.588	21.1%	32,980,934.588	0	32,980,934.588	0
Jeffrey Westphal ⁽³⁾	8,116,600.237	5.2%	8,031,822.237	84,778	8,031,822.237	84,778
Christopher Thompson ⁽⁴⁾⁽⁵⁾	118,209.964	0.1%	5,629.046	112,580.918	5,629.046	112,580.918
Benjamin Schmerin	4,221.784	*	4,221.784	0	4,221.784	0
Conrad Radcliffe ⁽⁶⁾⁽¹⁷⁾	2,731,647.377	1.8%	0	2,731,647.377	0	2,731,647.377
Kailey Radcliffe ⁽⁶⁾⁽⁷⁾	5,294,874.754	3.5%	2,647,437.377	2,647,437.377	2,647,437.377	2,647,437.377
Antoinette Radcliffe ⁽⁶⁾⁽⁸⁾	5,294,874.754	3.5%	2,647,437.377	2,647,437.377	2,647,437.377	2,647,437.377
Anne Marie Westphal ⁽⁹⁾	765,074	0.5%	0	765,074	0	765,074
Kyle Westphal ⁽¹⁰⁾	1,430,100	0.9%	0	1,430,100	0	1,430,100
Jacob Westphal ⁽¹¹⁾	932,706	0.6%	0	932,706	0	932,706
Melanie DeStefano ⁽¹²⁾	1,941,750	1.2%	1,941,750	0	1,941,750	0
Samantha Lucas ⁽¹³⁾	1,969,895.229	1.3%	1,969,895.229	0	1,969,895.229	0
Mackenzie Lucas ⁽¹⁴⁾	1,941,750	1.2%	1,941,750	0	1,941,750	0
Andrea Schmerin ⁽¹⁵⁾	1,983,967.844	1.3%	1,983,967.844	0	1,983,967.844	0
Constance Thompson ⁽⁵⁾	112,580.918	0.1%	0	112,580.918	0	112,580.918
Jenifer Westphal ⁽¹⁷⁾	84,778	*	0	84,778	0	84,778

^{*} Less than 0.1%

⁽¹⁾ Includes (i) 53,855 shares of Class A Common Stock held of record by Amanda Radcliffe, (ii) 838,000 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock held of record by Ms. Radcliffe and (iii) 32,291,702.223 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock held by trusts of which Ms. Radcliffe is the trustee.

⁽²⁾ Includes (i) 46,030 shares of Class A Common Stock held of record by Stefanie Thompson, (ii) 838,000 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock held of record by Ms. Thompson and (iii) 32,096,904.588 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock held by trusts of which Ms. Thompson is the trustee.

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- (3) Includes (i) 7,895 shares of Class A Common Stock held of record by Jeffrey Westphal, (ii) 838,000 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock held of record by Mr. Westphal, (iii) 7,185,927.237 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock held by trusts of which Mr. Westphal is the trustee and (iv) 84,778 shares of Class A Common Stock held by a nonprofit family foundation over which Mr. Westphal and Jenifer Westphal exercise investment control.
- (4) Represents 5,629.046 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock held of record by Christopher Thompson
- (5) Represents 112,580.918 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock held of record by the 2020 Irrevocable Trust for Benefit of Constance A. Thompson, of which Christopher Thompson and Constance Thompson are the trustees.
- (6) Represents 2,647,437.377 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock held of record by the Third Party Funded Special Needs Trust for Callum W. Radcliffe u/a of Amanda W. Radcliffe dated May 15, 2015, of which Conrad Radcliffe, Kailey Radcliffe and Antoinette Radcliffe are the trustees.
- (7) Represents 2,647,437.377 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock held of record by the Item Second Irrevocable Trust FBO Kailey Radcliffe u/a of Amanda W. Radcliffe dated 10/05/2001, of which Kailey Radcliffe is the trustee.
- (8) Represents 2,647,437.377 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock held of record by the Item Second Irrevocable Trust FBO Antoinette R. Radcliffe u/a of Amanda W. Radcliffe dated 10/05/2001, of which Antoinette R. Radcliffe is the trustee.
- (9) Represents 765,073.706 shares of Class A Common Stock held of record by the Item Second Irrevocable Trust FBO Anne Marie Westphal u/a of Jeffrey R. Westphal dated 10/05/2001, of which Anne Marie Westphal is a trustee, and 0.294 shares of Class A Common Stock held of record by the 2020 Irrevocable Trust for Benefit of Nicholas A. Shuhan, of which Anne Marie Westphal's spouse is a trustee.
- (10) Represents 1,430,100 shares of Class A Common Stock held of record by the Item Second Irrevocable Trust FBO Kyle R. Westphal u/a of Jeffrey R. Westphal dated 10/05/2001, of which Kyle Westphal is a trustee.
- (11) Represents 932,706 shares of Class A Common Stock held of record by the Item Second Irrevocable Trust FBO Jacob J. Westphal u/a of Jeffrey R. Westphal dated 10/05/2001, of which Jacob Westphal is a trustee.
- (12) Represents 1,941,750 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock held of record by the Item Second Irrevocable Trust FBO Melanie H. Lucas u/a of Stefanie W. Lucas dated 10/05/2001, of which Melanie DeStefano is the trustee
- (13) Represents 1,969,895.229 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock held of record by the Item Second Irrevocable Trust FBO Samantha W. Lucas u/a of Stefanie W. Lucas dated 10/05/2001, of which Samantha Lucas is the trustee.
- (14) Represents 1,941,750 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock held of record by the Item Second Irrevocable Trust FBO Mackenzie S. Lucas u/a of Stefanie W. Lucas dated 10/05/2001, of which Mackenzie Lucas is the trustee.
- (15) Represents 1,983,967.844 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock held of record by the Item Second Irrevocable Trust FBO Andrea P. Lucas u/a of Stefanie W. Lucas dated 10/05/2001, of which Andrea Schmerin is the trustee.
- (16) Represents 84,210 shares of Class A Common Stock jointly held by Amanda Radcliffe and Conrad Radcliffe.
- (17) Represents 84,778 shares of Class A Common Stock held by a nonprofit family foundation over which Jeffrey Westphal and Jenifer Westphal exercise investment control.

Each of the Reporting Persons is a party to that certain Third Amended and Restated Stockholders' Agreement, dated as of July 28, 2020, by and among the Issuer and the Reporting Persons and associated trusts described above (the "Stockholders Agreement").

ITEM 5. Ownership of Five Percent or Less of a Class.

Not applicable.

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ITEM 6. Ownership of More than Five Percent on Behalf of Another Person.

Not applicable.

ITEM 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company.

Not applicable.

ITEM 8. Identification and Classification of Members of the Group.

By virtue of the Stockholders Agreement and the obligations and rights thereunder, the Reporting Persons acknowledge and agree that they are acting as a "group" with the other Stockholders within the meaning of Section 13(d) of the Securities Exchange Act of 1934, as amended (the "Exchange Act"). Based in part on information provided by the Issuer, as of the date hereof, such a "group" would be deemed to beneficially own an aggregate of 93,341,434 shares of Class A Common Stock, or 59.8% of the Class A Common Stock of the Issuer calculated pursuant to Rule 13d-3 of the Exchange Act. Each Reporting Person expressly disclaims beneficial ownership over any shares of Class A Common Stock that they may be deemed to beneficially own solely by reason of the Stockholder Agreement.

ITEM 9. Notice of Dissolution of Group.

Not applicable.

ITEM 10. Certification.

Not applicable.

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SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: November 13, 2024

/s/ Amanda Radcliffe
Amanda Radcliffe
/s/ Stefanie Thompson
Stefanie Thompson
/s/ Jeffrey Westphal
Jeffrey Westphal
/s/ Christopher Thompson
Christopher Thompson
/s/ Benjamin Schmerin
Benjamin Schmerin
·
/s/ Conrad Radcliffe
Conrad Radcliffe
/s/ Kailey Radcliffe
Kailey Radcliffe
·
/s/ Antoinette Radcliffe
Antoinette Radcliffe
/s/ Anne Marie Westphal
Anne Marie Westphal
•
/s/ Kyle Westphal
Kyle Westphal
v x

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	/a/ Iaaah Waatukal	
	/s/ Jacob Westphal Jacob Westphal	
	/a/Malania DaStafana	
	/s/ Melanie DeStefano Melanie DeStefano	
	Melanic Desiciano	
	//0 4 7	
	/s/ Samantha Lucas Samantha Lucas	
	Samantna Lucas	
	/s/ Mackenzie Lucas	
	Mackenzie Lucas	
	/s/ Andrea Schmerin	
	Andrea Schmerin	
	/s/ Constance Thompson	
	Constance Thompson	
	/s/ Jenifer Westphal	
	Jenifer Westphal	

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LIST OF EXHIBITS

Exhibit No. Description

99 <u>Joint Filing Agreement (previously filed).</u>