#### 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. 1)\*

## Vertex, Inc.

(Name of Issuer)

#### Class A Common Stock, \$0.001 par value per share (Title of Class of Securities)

92538J106

(CUSIP Number)

December 31, 2021

(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 this cover page shall be filled out for a reporting person'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 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	No. 92538J106	Schedule 13G	Page 1 of 25
1 Names of	Reporting Persons		
Amanda	Radcliffe		
2 Check the	Appropriate Box if a Member	r of a Group	(a) ⊠ (b) □
3 SEC Use	Only		
4 Citizenshi	p or Place of Organization		
United St			
	5 Sole Voting Pow	ver	
	32,357,091.2	223	
	6 Shared Voting P	ower	
Number of Shares Beneficially Owned	<b>84,210</b>		
y Each Reporting Person With	7 Sole Dispositive	Power	
	32,357,091.2	223	
	8 Shared Disposit	ive Power	
	84,210		
9 Aggregate	Amount Beneficially Owned	by Each Reporting Person	
32,4	41,301.223		
10 Check if t	he Aggregate Amount in Row	(9) Excludes Certain Shares	
Not	Applicable		
11 Percent of	f Class Represented by Amour	it in Row 9	
21.8	%		
12 Type of R	eporting Person		
IN			

CUSIP N	o. 92538J106	Schedule 13G	Page 2 of 25
1 Names of F	Reporting Persons		
Stefanie T	hompson		
2 Check the	Appropriate Box if a Me	mber of a Group	(a) ⊠ (b) □
3 SEC Use C	nly		
4 Citizenship	or Place of Organizatio	n	
United Sta	tes		
	5 Sole Voting	Power	
	32,162,	293.588	
	6 Shared Vot	ng Power	
Number of Shares Beneficially Owned		0	
by Each Reporting Person With	7 Sole Dispos	sitive Power	
	32,162,	293.588	
	8 Shared Dis	positive Power	
		0	
9 Aggregate	Amount Beneficially Ov	vned by Each Reporting Person	
32,16	2,293.588		
10 Check if th	e Aggregate Amount in	Row (9) Excludes Certain Shares	
Not A	pplicable		
11 Percent of	Class Represented by A	nount in Row 9	
21.6%	<u>,</u>		
12 Type of Re	porting Person		
IN			

CUSIP N	o. 92538J106	Schedule 13G	Page 3 of 25
1 Names of F	Reporting Persons		
Jeffrey We	stphal		
2 Check the <i>i</i>	Appropriate Box if a Me	mber of a Group	(a) ⊠ (b) □
3 SEC Use O	nly		
4 Citizenship	or Place of Organizatio	n	
United Sta	tes		
	5 Sole Voting	Power	
	26,513,	181.237	
	6 Shared Vot	ing Power	
Number of Shares Beneficially Owned		0	
by Each Reporting Person With	7 Sole Dispo	sitive Power	
	26,513,	181.237	
	8 Shared Dis	positive Power	
		0	
9 Aggregate	Amount Beneficially Ov	vned by Each Reporting Person	
26,51	3,181.237		
10 Check if the	e Aggregate Amount in	Row (9) Excludes Certain Shares	
Not A	pplicable		
11 Percent of 0	Class Represented by A	nount in Row 9	
17.8%	/ 0		
12 Type of Re	porting Person		
IN			

CUSIP N	Io. 92538J106	Schedule 13G	Page 4 of 25
1 Names of I	Reporting Persons		
Christoph	er Thompson		
2 Check the	Appropriate Box if a Mer	nber of a Group	(a) ⊠ (b) □
3 SEC Use C	Dnly		
4 Citizenship	o or Place of Organization		
United Sta			
	5 Sole Voting	Power	
	5,629.0	46	
	6 Shared Votir	g Power	
Number of Shares Beneficially Owned	112,580.	918	
by Each Reporting Person With	7 Sole Disposi	tive Power	
	5,629.0	146	
	8 Shared Disp	ositive Power	
	112,580.	918	
9 Aggregate	Amount Beneficially Ow	ned by Each Reporting Person	
118,2	09.964		
10 Check if th	e Aggregate Amount in F	tow (9) Excludes Certain Shares	
Not A	Applicable		
11 Percent of	Class Represented by Am	ount in Row 9	
0.1%	,		
12 Type of Re	porting Person		
IN			

CUSIP	No. 92538J106	Schedule 13G	Page 5 of 25
1 Names o	f Reporting Persor	lS	
Benjami	n Schmerin		
2 Check th	e Appropriate Box	if a Member of a Group	(a) ⊠ (b) □
3 SEC Use	Only		
4 Citizensł	ip or Place of Org	anization	
United S	tates		
	5 Sole	e Voting Power	
	4	,221.784	
	6 Sha	red Voting Power	
Number of Shares Beneficially Owne	1	0	
by Each Reporting Person With		e Dispositive Power	
	4	,221.784	
	8 Sha	red Dispositive Power	
		0	
9 Aggrega	e Amount Benefic	ially Owned by Each Reporting Person	
4,2	21.784		
10 Check if	the Aggregate Am	ount in Row (9) Excludes Certain Shares	
No	Applicable		
11 Percent o	f Class Represent	ed by Amount in Row 9	
Les	s than 0.1%		
12 Type of I	Reporting Person		

	CUSIP No	o. 92538	BJ106	Schedule 13G	Page 6 of 25
1 N	Names of Reporting Persons		g Persons		
C	Conrad Ra	adcliffe			
2 (	Check the A	Appropi	riate Box if a Men	nber of a Group	(a) ⊠ (b) □
3 S	EC Use C	nly			
4 0	Citizenship	or Plac	e of Organization		
ι	J <b>nited Sta</b>	tes			
		5	Sole Voting I	Power	
			0		
		6	Shared Votin	g Power	
Number of Beneficially			8,026,522	2.131	
by Each Re Person With	porting	7	Sole Disposit	tive Power	
reison with	11		0		
		8	Shared Dispo	ositive Power	
			8,026,522	2.131	
9 A	ggregate	Amoun	t Beneficially Ow	ned by Each Reporting Person	
	8,026	,522.13	1		
10 C	Check if th	e Aggre	gate Amount in R	Row (9) Excludes Certain Shares	
	Not A	pplical	ole		
11 P	ercent of	Class R	epresented by Am	ount in Row 9	
	5.5%				
12 T	ype of Re	porting	Person		

CU	SIP No. 9253	38J106	Schedule 13G	Page 7 of 25
1 Nam	Names of Reporting Persons			
Kail	ey Radcliffe			
2 Chec	k the Approp	priate Box if a Men	nber of a Group	(a) ⊠ (b) □
3 SEC	Use Only			
4 Citiz	enship or Pla	ce of Organization	I	
Unit	ed States			
	5	Sole Voting I	Power	
		0		
	6	Shared Votin	g Power	
Number of Sha Beneficially Ov		5,294,874	4.754	
by Each Repor Person With		Sole Disposi	tive Power	
		0		
	8	Shared Dispo	ositive Power	
		5,294,874	4.754	
9 Aggi	egate Amoui	nt Beneficially Ow	ned by Each Reporting Person	
	5,294,874.75	54		
10 Chec	k if the Aggr	regate Amount in R	Row (9) Excludes Certain Shares	
	Not Applica	able		
11 Perce	ent of Class F	Represented by Am	nount in Row 9	
	3.6%			
12 Туре	of Reporting	g Person		

CU	SIP No. 9253	38J106	Schedule 13G	Page 8 of 25
1 Nam	Names of Reporting Persons			
Anto	inette Radc	liffe		
2 Chee	k the Approp	priate Box if a Men	nber of a Group	(a) ⊠ (b) □
3 SEC	Use Only			
4 Citiz	enship or Pla	ce of Organization		
Unit	ed States			
	5	Sole Voting I	Power	
		0		
	6	Shared Votin	g Power	
Number of Sha Beneficially O		5,294,874	4.754	
by Each Repor Person With		Sole Disposi	tive Power	
		0		
	8	Shared Dispo	ositive Power	
		5,294,874	4.754	
9 Agg	egate Amou	nt Beneficially Ow	ned by Each Reporting Person	
	5,294,874.7	54		
10 Chee	k if the Aggı	regate Amount in R	Row (9) Excludes Certain Shares	
	Not Applica	able		
11 Perc	ent of Class I	Represented by Am	ount in Row 9	
	3.6%			
	(D	Dorson		
12 Туре	of Reporting	g reisoli		

CUS	P No. 9253	8J106	Schedule 13G	Page 9 of 25
1 Names	Names of Reporting Persons			
Anne	Marie Wes	tphal		
2 Check	the Approp	oriate Box if a Merr	aber of a Group	(a) ⊠ (b) □
3 SEC U	se Only			
4 Citizer	ship or Pla	ce of Organization		
	States			
	5	Sole Voting P	Power	
		0		
	6	Shared Voting	g Power	
Number of Share Beneficially Own		2,307,547	7.706	
by Each Reportin Person With		Sole Disposit	tive Power	
		0		
	8	Shared Dispo	ositive Power	
		2,307,547	7.706	
9 Aggre	gate Amour	nt Beneficially Owr	ned by Each Reporting Person	
2	,307,547.7(	)6		
10 Check	if the Aggr	egate Amount in R	low (9) Excludes Certain Shares	
N	ot Applica	ıble		
11 Percen	t of Class F	Represented by Am	ount in Row 9	
1	.6%			
	f Reporting	g Person		
12 Туре с	ricporting			

CUS	SIP No. 9253	8J106	Schedule 13G	Page 10 of 25
1 Nam	es of Reportin	ng Persons		
Kyle	e Westphal			
2 Chec	ck the Approp	riate Box if a Mer	nber of a Group	(a) ⊠ (b) □
	Use Oal			(0)
3 SEC	Use Only			
4 Citiz	enship or Pla	ce of Organization	1	
Unit	ed States			
	5	Sole Voting	Power	
			0	
	6	Shared Votir	ng Power	
Number of Sha Beneficially Ov		2,58	9,000	
oy Each Report Person With		Sole Disposi	itive Power	
			0	
	8	Shared Disp	ositive Power	
		2,58	9,000	
9 Agg	regate Amou	nt Beneficially Ow	med by Each Reporting Person	
	2,589,000			
10 Che	ck if the Aggr	regate Amount in I	Row (9) Excludes Certain Shares	
	Not Applica	able		
11 Perc	ent of Class F	Represented by An	nount in Row 9	
	1.8%			
12 Туре	e of Reporting	g Person		

	CUSIP No	o. 92538J106	Schedule 13G	Page 11 of 25
1	Names of I	Reporting Persons		
	Jacob Wes	stphal		
2	Check the	Appropriate Box if a	Member of a Group	(a) ⊠ (b) □
3	SEC Use C	Dnly		
4	Citizenship	o or Place of Organiza	ition	
	United Sta			
		5 Sole Vot	ing Power	
			0	
		6 Shared	Joting Power	
	of Shares ally Owned		2,589,000	
	Reporting	7 Sole Dis	positive Power	
1 613011 V	vitti		0	
		8 Shared I	Dispositive Power	
			2,589,000	
9	Aggregate	Amount Beneficially	Owned by Each Reporting Person	
	2,589	9,000		
10	Check if th	ne Aggregate Amoun	in Row (9) Excludes Certain Shares	
	Not .	Applicable		
11	Percent of	Class Represented by	7 Amount in Row 9	
	1.8%			
12	Type of Re	eporting Person		
	IN			

1     Names of Reporting Persons       Melanie Lucas       2     Check the Appropriate Box if a Member of a Group       3     SEC Use Only       3     SEC Use Only       4     Citizenship or Place of Organization       United States       5     Sole Voting Power       1,941,750     6       Number of Shares     0       Beneficially Owned     7       Sole Dispositive Power     5		(a) ⊠ (b) □
2     Check the Appropriate Box if a Member of a Group       3     SEC Use Only       3     SEC Use Only       4     Citizenship or Place of Organization       United States       United States       5     Sole Voting Power       1,941,750       6     Shared Voting Power       Number of Shares     0       Beneficially Owned     7       5     Sole Dispositive Power		
3     SEC Use Only       4     Citizenship or Place of Organization       United States       5     Sole Voting Power       1,941,750       6     Shared Voting Power       Number of Shares     0       Beneficially Owned     7       5     Sole Dispositive Power		
4     Citizenship or Place of Organization       United States       5     Sole Voting Power       1,941,750       6     Shared Voting Power       Number of Shares     0       Beneficially Owned     7       5     Sole Dispositive Power		
United States       5     Sole Voting Power       1,941,750       6     Shared Voting Power       Number of Shares     0       Beneficially Owned     7       5     Sole Dispositive Power		
5     Sole Voting Power       1,941,750       6     Shared Voting Power       Number of Shares     0       Beneficially Owned		
5     Sole Voting Power       1,941,750       6     Shared Voting Power       Number of Shares     0       Beneficially Owned		
6   Shared Voting Power     Number of Shares   0     Beneficially Owned   7     by Each Reporting   7		
Number of Shares <b>0</b> Beneficially Owned by Each Reporting 7 Sole Dispositive Power		
Beneficially Owned   by Each Reporting 7   Sole Dispositive Power		
by Each Reporting 7 Sole Dispositive Power		
1,941,750		
8 Shared Dispositive Power		
0		
9 Aggregate Amount Beneficially Owned by Each Report	ng Person	
1,941,750		
10 Check if the Aggregate Amount in Row (9) Excludes Ce	rtain Shares	
Not Applicable		
11 Percent of Class Represented by Amount in Row 9		
1.3%		
12 Type of Reporting Person		
IN		

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1	Names of I	Reporting Persons		
	Samantha	Lucas		
2	Check the	Appropriate Box if a Men	ber of a Group	(a) ⊠ (b) □
	CEC II. C	N.1		(0) 🗆
3	SEC Use C	Jniy		
4	Citizenship	o or Place of Organization		
	United Sta			
		5 Sole Voting 1		
		1,969,89	5.229	
		6 Shared Votin	g Power	
	of Shares ially Owned		0	
	Reporting	7 Sole Disposi	tive Power	
	, , i lii	1,969,89	5.229	
		8 Shared Dispo	ositive Power	
			0	
9	Aggregate	Amount Beneficially Ow	ned by Each Reporting Person	
	1,969	9,895.229		
10	Check if th	ne Aggregate Amount in F	low (9) Excludes Certain Shares	
	Not A	Applicable		
11	Percent of	Class Represented by Am	ount in Row 9	
	1.3%			
12	Type of Re	eporting Person		
	IN			

	CUSIP No	o. 92538J106	Schedule 13G	Page 14 of 25
1	Names of l	Reporting Persons		
	Mackenzi	e Lucas		
2	Check the	Appropriate Box if a M	ember of a Group	(a) ⊠ (b) □
3	SEC Use C	Dnly		
4	Citizenship	o or Place of Organizati	on	
	United Sta	ites		
		5 Sole Votir	g Power	
		1,	941,750	
		6 Shared Vo	ting Power	
	r of Shares ially Owned		0	
	Reporting	7 Sole Disp	ositive Power	
Person	vv Iul	1,	941,750	
		8 Shared Di	spositive Power	
			0	
9	Aggregate	Amount Beneficially (	Owned by Each Reporting Person	
	<b>1,94</b> 1	1,750		
10	Check if th	ne Aggregate Amount i	n Row (9) Excludes Certain Shares	
	Not A	Applicable		
11	Percent of	Class Represented by A	Amount in Row 9	
	1.3%			
12	Type of Re	eporting Person		
	IN			

	CUSIP No	o. 92538J106	Schedule 13G	Page 15 of 25
1	Names of I	Reporting Persons		
	Andrea Sc	hmerin		
2	Check the	Appropriate Box if a Men	iber of a Group	(a) ⊠ (b) □
2	CEC U.S. C	<u>.</u> .1		(0) 🗆
3	SEC Use C	miy		
4	Citizenship	or Place of Organization		
	United Sta			
		5 Sole Voting	Power	
		1,983,96	57.844	
		6 Shared Votin	g Power	
	of Shares ally Owned		0	
	Reporting	7 Sole Disposi	tive Power	
		1,983,96	7.844	
		8 Shared Dispo	ositive Power	
			0	
9	Aggregate	Amount Beneficially Ow	ned by Each Reporting Person	
	1,983	8,967.844		
10	Check if th	ne Aggregate Amount in H	Row (9) Excludes Certain Shares	
	Not A	Applicable		
11	Percent of	Class Represented by An	nount in Row 9	
	1.3%	1		
12	Type of Re	eporting Person		
	IN			

	CUSIP No	o. 92538J106	Schedule 13G	Page 16 of 25
1	Names of I	Reporting Persons		
	Constance	Thompson		
2 (	Check the	Appropriate Box if a Memb	er of a Group	(a) ⊠ (b) □
3 3	SEC Use C	Dnly		
4 (	Citizenship	o or Place of Organization		
I	United Sta			
		5 Sole Voting Po	wer	
		0		
		6 Shared Voting	Power	
Number of Beneficiall		112,580.9	18	
oy Each Re Person Wit	eporting	7 Sole Dispositiv	ze Power	
	11	0		
		8 Shared Disposi	tive Power	
		112,580.9	18	
9	Aggregate	Amount Beneficially Owne	d by Each Reporting Person	
	112,5	680.918		
10	Check if th	ne Aggregate Amount in Ro	w (9) Excludes Certain Shares	
	Not A	Applicable		
11	Percent of	Class Represented by Amo	unt in Row 9	
	0.1%			
12	Type of Re	eporting Person		
	IN			

CUS	P No. 92538	J106	Schedule 13G	Page 17 of 25
1 Name	s of Reporting	g Persons		
Nicho	las Shuhan			
2 Check	the Appropr	riate Box if a Member of	a Group	(a) ⊠ (b) □
3 SEC I	Jse Only			
4 Citize	nship or Place	e of Organization		
Unite	d States			
	5	Sole Voting Power		
		0		
	6	Shared Voting Powe	er	
Number of Share Beneficially Ow		281,452.294		
by Each Reporti Person With		Sole Dispositive Po	wer	
		0		
	8	Shared Dispositive	Power	
		281,452.294		
9 Aggr	egate Amount	t Beneficially Owned by	Each Reporting Person	
	281,452.294			
10 Chec	k if the Aggre	egate Amount in Row (9)	) Excludes Certain Shares	
	Not Applical	ble		
11 Perce	nt of Class Ro	epresented by Amount in	n Row 9	
	0.2%			
12 Туре	of Reporting	Person		
	IN			

CUSIP	No. 92538J106	Schedule 13G	Page 18 of 25
1 Names o	f Reporting Persons		
Jenifer '	Westphal		
2 Check th	e Appropriate Box if a Me	nber of a Group	(a) 🗵
			(b) 🗆
3 SEC Use	e Only		
4 Citizensl	hip or Place of Organization	1	
United S			
	5 Sole Voting	Power	
	2,589,0	000	
	6 Shared Voti	ng Power	
Number of Shares Beneficially Owned	1	0	
by Each Reporting Person With	7 Sole Dispos	itive Power	
	2,589,0	000	
	8 Shared Disp	ositive Power	
		0	
9 Aggrega	ate Amount Beneficially Ov	vned by Each Reporting Person	
2,5	<b>89,000</b>		
10 Check if	the Aggregate Amount in	Row (9) Excludes Certain Shares	
No	ot Applicable		
11 Percent	of Class Represented by A	nount in Row 9	
1.7	7%		
12 Type of	Reporting Person		
IN			

CUSIP No. 92538J106 Schedule 13G Page
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## 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 Lucas; Samantha Lucas; Mackenzie Lucas; Andrea Schmerin; Constance Thompson; Nicholas Shuhan; 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.

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	(d)	Title of Class of Securitie	25:			
		Class A Common Sto	ck, \$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 the date hereof, based upon 41,982,739 shares of Class A Common Stock outstanding as of November 30, 2021, and assumes the conversion of an aggregate of 106,807,000 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 <sup>(1)(17)</sup>	32,441,301.223	21.8%	32,357,091.223	84,210	32,357,091.223	84,210
Stefanie Thompson <sup>(2)</sup>	32,162,293.588	21.6%	32,162,293.588	0	32,162,293.588	0
Jeffrey Westphal <sup>(3)</sup>	26,513,181.237	17.8%	26,513,181.237	0	26,513,181.237	0
Christopher Thompson <sup>(4)(5)</sup>	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 <sup>(6)(7)(8)(17)</sup>	8,026,522.131	5.4%	0	8,026,522.131	0	8,026,522.131
Kailey Radcliffe <sup>(6)(7)</sup>	5,294,874.754	3.6%	0	5,294,874.754	0	5,294,874.754
Antoinette Radcliffe <sup>(6)(8)</sup>	5,294,874.754	3.6%	0	5,294,874.754	0	5,294,874.754
Anne Marie Westphal <sup>(9)</sup>	2,307,547.706	1.6%	0	2,307,547.706	0	2,307,547.706
Kyle Westphal <sup>(10)</sup>	2,589,000	1.8%	0	2,589,000	0	2,589,000
Jacob Westphal <sup>(11)</sup>	2,589,000	1.8%	0	2,589,000	0	2,589,000
Melanie Lucas <sup>(12)</sup>	1,941,750	1.3%	1,941,750	0	1,941,750	0
Samantha Lucas <sup>(13)</sup>	1,969,895.229	1.3%	1,969,895.229	0	1,969,895.229	0
Mackenzie Lucas <sup>(14)</sup>	1,941,750	1.3%	1,941,750	0	1,941,750	0
Andrea Schmerin <sup>(15)</sup>	1,983,967.844	1.3%	1,983,967.844	0	1,983,967.844	0
Constance Thompson <sup>(5)</sup>	112,580.918	0.1%	0	112,580.918	0	112,580.918
Nicholas Shuhan <sup>(16)</sup>	281,452.294	0.2%	0	281,452.294	0	281,452.294
Jenifer Westphal <sup>(18)</sup>	2,589,000	1.7%	2,589,000	0	2,589,000	0

\* Less than 0.1%

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- (1) Includes (i) 16,389 shares of Class A Common Stock held of record by Amanda Radcliffe, (ii) 49,000 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) 16,389 shares of Class A Common Stock held of record by Stefanie Thompson, (ii) 49,000 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.
- (3) Includes (i) 7,895 shares of Class A Common Stock held of record by Jeffrey Westphal, (ii) 49,000 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) 11,300,000 shares of Class A Common Stock held by a trust of which Mr. Westphal is the trustee, (iv) 14,856,286.237 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, (iv) 14,856,286.237 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 (v) 300,000 shares of Class A Common Stock held by a nonprofit family foundation over which Mr. Westphal exercises 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 Conrad Radcliffe and Kailey Radcliffe are the trustees.
- (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 Conrad Radcliffe and Antoinette R. Radcliffe are the trustees.
- (9) Represents 2,307,547.706 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 Anne Marie Westphal u/a of Jeffrey R. Westphal dated 10/05/2001, of which Anne Marie Westphal is a trustee.
- (10) Represents 2,589,000 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock held of record by 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 2,589,000 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock held of record by 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 Lucas 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 281,452.294 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 Nicholas A. Shuhan, of which Nicholas Shuhan is a trustee.
- (17) Represents 84,210 shares of Class A Common Stock jointly held by Amanda Radcliffe and Conrad Radcliffe.
- (18) Includes (i) 1,210,000 shares of Class A Common Stock and (ii) 1,379,000 shares of Class A Common Stock issuable upon conversion of an equal number of shares of Class B Common Stock, in each case held of record by the Jenifer R Westphal Tr UA 1/25/2021 2009 Jeffrey R. Westphal Generation-Skipping Sub-Trust for Jenifer R Westphal, of which Jenifer Westphal is the trustee.

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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.

# 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 119,741,883 shares of Class A Common Stock, or 80.5% 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**: February 10, 2022

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	

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	/s/ Incoh Masthal	
	/s/ Jacob Westphal	
	Jacob Westphal	
	/s/ Melanie Lucas	
	Melanie Lucas	
	/s/ Samantha Lucas	
	Samantha Lucas	
	/s/ Mackenzie Lucas	
	Mackenzie Lucas	
	/s/ Andrea Schmerin	
	Andrea Schmerin	
	/s/ Constance Thompson	
	Constance Thompson	
	/s/ Nicholas Shuhan	
	Nicholas Shuhan	
	/s/ Jenifer Westphal	
	Jenifer Westphal	

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LIST OF EXHIBITS					
<u>Exhibit No.</u> 99	<u>Description</u> Joint Filing Agreement (previ	ously filed).			