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. 3)*

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, 2023

(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 co	over page shall be filled out for a repo	orting person's initial filing on th	is form with respect to the subject cl	lass 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 1	No. 92538J10	06		Schedule 13G	Page 2 of 26
1	Names of R	Reporting	g Persons		
	Amanda R	adcliffe			
2	Check the A	Appropri	ate Box if a Memb	per of a Group	(a) ⊠
					(b) 🗆
3	SEC Use O	nlv			
		,			
	G:: 1:	7.1			
4	Citizenship	or Place	e of Organization		
	United Sta	tes			
		5	Sole Voting Po	ower	
			33,177,852	2 223	
			33,177,032	2.225	
		6	Shared Voting	Power	
NT1	. C C1		04.210		
	of Shares ally Owned		84,210		
by Each	Reporting	7	Sole Dispositi	ve Power	
Person V	Vith				
			33,177,852	2.223	
		8	Shared Dispos	sitive Power	
			84,210		
9	Aggregate A	Amount	Beneficially Own	ed by Each Reporting Person	
	22.26	2 0 6 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2	2		
	33,26	2,062.22	3		
10	Check if the	e Aggreg	gate Amount in Ro	w (9) Excludes Certain Shares	
	•••		_		
	Not A	pplicab	le		
11	Percent of 0	Class Re	presented by Amo	unt in Row 9	
	21.7%	Ó			
12	Type of Re	porting I	Person		
	IN				

CUSIP	No. 92538J10)6		Schedule 13G	Page 3 of 26		
1	Names of R	eporting	g Persons				
	Stefanie Thompson						
2	Check the A	Appropri	ate Box if a Memb	per of a Group	(a) ⊠ (b) □		
3	SEC Use O	nly					
4	Citizenship	or Place	of Organization				
	United Sta						
		5	Sole Voting Po	ower			
			32,975,229	0.588			
		6	Shared Voting	Power			
	of Shares		0				
	Reporting	7	Sole Dispositi	ve Power			
			32,975,229	2.588			
		8	Shared Dispos	itive Power			
			0				
9	Aggregate A	Amount	Beneficially Own	ed by Each Reporting Person			
	32,975	5,229.58	8				
10	Check if the	e Aggreg	gate Amount in Ro	w (9) Excludes Certain Shares			
	Not A	pplicab	le				
11	Percent of Class Represented by Amount in Row 9						
	21.6%						
12	12 Type of Reporting Person						
	IN						

CUSIP	No. 92538J10)6		Schedule 13G	Page 4 of 26
1	Names of R	Leporting	2 Persons		
	Jeffrey We		,		
		_			
2	Check the A	Appropri	ate Box if a Memb	per of a Group	(a) ⊠ (b) □
3	SEC Use O	nlv			
3	SEC OSC O	iiiy			
4	Citizenship	or Place	e of Organization		
	United Sta	tes			
		5	Sole Voting Po	ower	
			15,599,040	0.237	
		6	Shared Voting	Power	
Number	of Shares		0		
	ially Owned				
by Each Person V	Reporting With	7	Sole Dispositi	ve Power	
1 615011	,, 1		15,599,040	0.237	
		8	Shared Dispos	sitive Power	
			0		
9	Aggregate	Amount	Beneficially Own	ed by Each Reporting Person	
	15,599	9,040.23	7		
10	Check if the	e Aggreg	gate Amount in Ro	w (9) Excludes Certain Shares	
11	Not Applicable 11 Percent of Class Represented by Amount in Row 9				
11			presented by Amo	unt in Row 9	
	10.2%	Ó			
12	12 Type of Reporting Person				
	IN				

CUSIP No. 92538J106				Schedule 13G	Page 5 of 26		
1	Names of F	Reportin	ig Persons				
	Christopher Thompson						
2	Check the	Appropi	riate Box if a Meml	per of a Group	(a) 🗵		
					(b) □		
3	SEC Use O	nlv					
		J					
	Giri 1:	D1					
4	Citizenship	or Plac	e of Organization				
	United Sta	tes					
		5	Sole Voting P	ower			
			5,629.04	6			
			3,027.07	U			
		6	Shared Voting	Power			
Numban	of Shares		112,580.9	10			
	ially Owned		112,560.9	18			
by Each	Reporting	7	Sole Dispositi	ve Power			
Person V	With		7 (20 0)				
			5,629.04	6			
		8	Shared Dispos	sitive Power			
			_				
			112,580.9	18			
9	Aggregate	Amoun	t Beneficially Own	ed by Each Reporting Person			
	440.4						
	118,20	09.964					
10	Check if the	e Aggre	gate Amount in Ro	w (9) Excludes Certain Shares			
	Not A	pplical	ble				
11	11 Percent of Class Represented by Amount in Row 9						
	0.1%						
12	Type of Re	porting	Person				
	IN						

CUSIP No. 92538J106			Schedule 13G	Page 6 of 26		
1 Names of I	Reportir	ng Persons				
Benjamin						
2 Check the	Approp	riate Box if a Mem	ber of a Group	(a) ⊠ (b) □		
2 2721						
3 SEC Use (Only					
4 Citizenship	or Plac	ce of Organization				
United Sta	ates					
	5	Sole Voting P	ower			
		4,221.784				
	6	Shared Voting	Power			
Number of Shares Beneficially Owned		0				
by Each Reporting Person With	7	Sole Dispositi	ve Power			
Person with		4,221.784				
	8	Shared Dispos	sitive Power			
		0				
9 Aggregate	Amoun	t Beneficially Own	ed by Each Reporting Person			
4,221	.784					
10 Check if th	ne Aggre	egate Amount in Ro	ow (9) Excludes Certain Shares			
Not A	Applica	ble				
11 Percent of	11 Percent of Class Represented by Amount in Row 9					
Less	than 0.	1%				
12 Type of Re	porting	Person				
IN						

CUSIP No. 92538J10	Page 7 of 26					
1 Names of I	Reporti	ng Persons				
	Conrad Radcliffe					
2 Check the	Approp	riate Box if a Mem	ber of a Group	(a) ⊠ (b) □		
				(6) [
3 SEC Use C	Only					
4 Citizenship	or Pla	ce of Organization				
United Sta	ites					
	5	Sole Voting P	ower			
		0				
	6	Shared Voting	Power			
Number of Shares		2,731,647	.377			
Beneficially Owned						
by Each Reporting Person With	7	Sole Dispositi	ve Power			
		0				
	8	Shared Dispos	sitive Power			
		2,731,647	.377			
9 Aggregate	Amour	nt Beneficially Own	ed by Each Reporting Person			
2,731	,647.37	77				
10 Check if th	e Aggr	egate Amount in Ro	ow (9) Excludes Certain Shares			
Not A	Applica	ble				
11 Percent of	11 Percent of Class Represented by Amount in Row 9					
1.8%						
12 Type of Re	12 Type of Reporting Person					
IN						

CUSIP No. 92538J106			Schedule 13G	Page 8 of 26	
1 Names of	Reporti	ng Persons			
		ing i cisons			
Kailey Ra	dcliffe				
2 Check the	Approp	oriate Box if a Memb	per of a Group	(a) ⊠	
				(b) □	
3 SEC Use (Only				
4 Citizenship	or Dla	ce of Organization			
		ce of Organization			
United Sta		C 1 IV.: D			
	5	Sole Voting Po	ower		
		2,647,437.	377		
	6	Shared Voting	Power		
2					
Number of Shares Beneficially Owned		2,647,437.	3//		
by Each Reporting Person With	7	Sole Dispositiv	ve Power		
reison with		2,647,437.	377		
	8	Shared Dispos	itive Power		
		2,647,437.	377		
9 Aggregate	Amour	nt Beneficially Owne	ed by Each Reporting Person		
5,294	1,874.75	54			
10 Check if th	ne Aggr	egate Amount in Ro	w (9) Excludes Certain Shares		
Not A	Applica	ble			
11 Percent of Class Represented by Amount in Row 9					
3.5%	•				
12 Type of Re	eporting	; Person			
IN					

CUSIP No. 92538J106			Schedule 13G	Page 9 of 26
1 Names of I	Renorti	ng Persons		
Antoinette	e Radcl	iffe		
2 Check the	Approp	oriate Box if a Meml	per of a Group	(a) 🗵
				(b) □
3 SEC Use C	Only			
4 Citizenship	or Pla	ce of Organization		
United Sta	ites			
	5	Sole Voting Po	ower	
		2,647,437.	377	
		C1 177.:	<u> </u>	
	6	Shared Voting	Power	
Number of Shares		2,647,437.	377	
Beneficially Owned by Each Reporting	7	Sole Dispositi	ve Power	
Person With				
		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	,874.75	54		
10 Check if th	ie Aggr	egate Amount in Ro	ow (9) Excludes Certain Shares	
Not A	Applica	ble		
11 Percent of	Class D	Represented by Amo	unt in Pow 0	
		Represented by Amo	unt in Row 9	
3.5%	•			
12 Type of Re	porting	Person		
IN				
111				

CUSIP No. 92538J106				Schedule 13G	Page 10 of 26	
1	Names of I	Penortir	ng Persons			
1	ivallies of i	Сероги	ig i cisons			
	Anne Mar	ie West	tphal			
2	Check the	Annron	riate Box if a Mem	her of a Group	(a) ⊠	
2	Check the	трргор	riate Box ii a iviciii	oci oi u Gioup	(b) \Box	
	anari e					
3	SEC Use C	nly				
4	Citizenship	or Plac	ce of Organization			
	United Sta	t 00				
	United Sta	5	Sole Voting P	ower		
		3		ower		
			0			
		6	Shared Voting	Power		
			_			
Number o	of Shares Illy Owned	1,365,073.706				
by Each F	Reporting	7	Sole Dispositi	ve Power		
Person W	ith		0			
			0			
		8	Shared Dispo	sitive Power		
		1,365,073.706				
9	Aggragata	Amoun	t Ranaficially Over	ed by Each Reporting Person		
9	Aggregate	Amoun	it Belieficially Owl	ed by Each Reporting Ferson		
	1,365	,073.70	6			
10	Check if th	e Aggre	egate Amount in R	ow (9) Excludes Certain Shares		
	10 Check II also riggiogue runount in 100 (7) Excitates Corum Shares					
	Not A	pplica	ble			
11	11 Percent of Class Represented by Amount in Row 9					
	0.9%					
12	Type of Re	porting	Person			
	IN					
	111					

CUSIP No.	92538J10	06	Schedule 13G	Page 11 of 26			
1 N	1 Names of Reporting Persons						
	Kyle Westphal						
2 (Check the	Appropriate Box if a Mem	ber of a Group	(a) ⊠ (b) □			
3 S	SEC Use C	Only					
5 5	LC 03 c C	, in y					
4 0	Citizenship	o or Place of Organization					
ι	J nited Sta	ntes					
		5 Sole Voting I	ower				
		6 Shared Votin	g Power				
Number of	Shares	1,589	,000				
Beneficially							
by Each Rep Person With		7 Sole Disposit	ive Power				
T CISON WILL	•						
		8 Shared Dispo	sitive Power				
		1,589	,000				
9 1	Aggregate	Amount Beneficially Ow	ned by Each Reporting Person				
	1,589	9,000					
10 (Check if th	ne Aggregate Amount in R	ow (9) Excludes Certain Shares				
	Not Applicable						
11 I	Percent of Class Represented by Amount in Row 9						
	1.0%	o O					
12	Гуре of Re	eporting Person					
	IN						

CUSIP No. 92538J10)6	Schedule 13G	Page 12 of 26				
1 Names of	1 Names of Reporting Persons						
Jacob We	stphal						
		1 2 3					
2 Check the	Appropriate Box if a Men	ber of a Group	(a) ⊠				
			(b) 🗆				
2 GEG II	N. 1						
3 SEC Use (only						
4 Citizenship	o or Place of Organization						
4 Citizensinj	of trace of Organization						
United Sta	ates						
	5 Sole Voting I	Power					
		0					
	6 Shared Votin	g Power					
Number of Shares	1,59	7,706					
Beneficially Owned							
by Each Reporting	7 Sole Disposi	ive Power					
Person With		_					
		0					
	0 01 17:						
	8 Shared Dispo	sitive Power					
	1,59′	1706					
	1,39	,700					
9 Aggregate	Amount Beneficially Ow	ned by Each Reporting Person					
) Aggregate	7 timount Beneficiary Ow	ice by Each Reporting Person					
1,59	7,706						
,	,						
10 Check if the	he Aggregate Amount in F	ow (9) Excludes Certain Shares					
Not .	Applicable						
11 Percent of	Class Represented by Am	ount in Row 9					
1.0%	ó						
10 7 07							
Type of R	eporting Person						
INT							
IN							

CUSIP No. 9253	8J106		Schedule 13G	Page 13 of 26
1 Names	of Report	ing Persons		
Melan	ie Lucas			
2 Classia	41 A	mists Dan if a Mam	han af a Cuarra	(a) 🗹
2 Check	tne Appro	priate Box if a Men	iber of a Group	(a) ⊠ (b) □
				(0) 🗆
3 SEC U	se Only			
3 BEC C	se omy			
4 Citizer	ship or Pl	ace of Organization		
United	States			
	5	Sole Voting I	Power	
		1.04		
		1,941	1,750	
	6	Chand Watin	- Devices	
	0	Shared Votin	g Power	
Number of Shares	S		0	
Beneficially Own			•	
by Each Reportin		Sole Disposi	ive Power	
Person With	_	•		
		1,941	,750	
	8	Shared Dispo	sitive Power	
			0	
9 Aggre	gata Amoi	int Ranaficially Osy	ned by Each Reporting Person	
9 Aggie	gate Amot	unit beneficially Ow	ned by Each Reporting Leison	
1	,941,750			
	, ,			
10 Check	if the Agg	gregate Amount in R	ow (9) Excludes Certain Shares	
N	Not Applic	cable		
11 Percer	it of Class	Represented by Am	ount in Row 9	
1	.3%			
1	.5 70			
12 Type o	of Reportir	ng Person		
12 Type C	, reportii	15 1 015011		
I	N			

CUSIP No. 92538J10)6	Schedule 13G	Page 14 of 26		
1 Names of	Reporting Persons				
Samantha					
		1 0	() [
2 Check the	Appropriate Box if a Men	ber of a Group	(a) ⊠ (b) □		
3 SEC Use (Only				
4 Citizenshi	o or Place of Organization				
United Sta					
	5 Sole Voting I	Power			
	1,969,89	5.229			
	6 Shared Votin	g Power			
Number of Shares		0			
Beneficially Owned by Each Reporting	7 Sole Disposit	iya Dowar			
Person With	/ Sole Disposi	ive rowei			
	1,969,89	5.229			
	8 Shared Dispo	sitive Power			
	0				
9 Aggregate	Amount Beneficially Ow	ned by Each Reporting Person			
1,96	9,895.229				
10 Check if t	ne Aggregate Amount in R	ow (9) Excludes Certain Shares			
	Applicable	(,			
	Class Represented by Am	ount in Row 9			
1.3%					
12 Type of R	eporting Person				
IN					

CUSIP No. 92538J1	06	Schedule 13G	Page 15 of 26		
1 Names of	Reporting Persons				
Mackenzi					
			0.8		
2 Check the	Appropriate Box if a Men	ber of a Group	(a) ⊠ (b) □		
3 SEC Use 0	Only				
	- 5				
4 Citizenshi	p or Place of Organization				
United St					
	5 Sole Voting I	Power			
	1,94	.,750			
	6 Shared Votin	g Power			
Number of Shares		0			
Beneficially Owned					
by Each Reporting Person With	7 Sole Disposit	ive Power			
	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 R	ow (9) Excludes Certain Shares			
Not	Applicable				
11 Percent of	Class Represented by Am	ount in Row 9			
1.3%					
12 Type of R	12 Type of Reporting Person				
IN					

CUSIP N	No. 92538J10	06		Schedule 13G	Page 16 of 26
1	Names of	Reportin	ng Persons		
	Andrea So	chmerin	•		
	1111111111		•		
2	Check the	Approp	riate Box if a Member	of a Group	(a) 🗵
					(b) □
3	SEC Use (Only			
3	BEC OB	Jilly			
4	Citizenshij	p or Plac	ce of Organization		
	United Sta	ates			
		5	Sole Voting Power	er	
			1 002 077 0	44	
			1,983,967.8	14	
		6	Shared Voting Po	wer	
	of Shares ally Owned		0		
	Reporting	7	Sole Dispositive	Power	
Person W	Vith		~ · · · · · · · · · · · · · · · · · · ·		
			1,983,967.8	14	
		8	Shared Dispositiv	ve Power	
		O	Sharea Dispositiv	e i owei	
			0		
9	Aggregate	e Amoun	t Beneficially Owned	by Each Reporting Person	
	888				
	1,983	3,967.84	14		
10	Check if t	he Aggr	egate Amount in Row	(9) Excludes Certain Shares	
10	CHOCK II t	116 7 1881	egate 7 imount in 100 w	(2) Exercises Certain Shares	
	Not .	Applica	ble		
11	Percent of	Class R	epresented by Amoun	t in Row 9	
11	1 CICCIII OI	Clubb I	represented by Timoun	in ito way	
	1.3%	o			
12	Type of R	enorting	Person		
12	Type of Re	cporting	1 CISOII		
	IN				

CUSIP No. 92538J10	06	Schedule 13G	Page 17 of 26		
1 Names of	Reporting Persons				
Constance	e Thompson				
2 Check the	Appropriate Box if a Men	aber of a Group	(a) ⊠		
			(b) 🗆		
3 SEC Use (Only				
3 BEC CSC	5m;				
4 Citizenshi	p or Place of Organization				
United St	ates				
	5 Sole Voting l	Power			
	0				
	0				
	6 Shared Votin	g Power			
	112.500	010			
Number of Shares Beneficially Owned	112,580	.918			
by Each Reporting	7 Sole Disposi	tive Power			
Person With	Person With				
	0				
	8 Shared Dispositive Power				
	112,580	018			
	112,300	,710			
9 Aggregate	Amount Beneficially Ow	ned by Each Reporting Person			
112	580.918				
112,	300.710				
10 Check if t	10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares				
Not	Amplicable				
Not	Applicable				
11 Percent of	Percent of Class Represented by Amount in Row 9				
0.1%	,				
0.17	0				
12 Type of R	eporting Person				
IN					

CUSIP N	o. 92538J10)6	Schedule 13G	Page 18 of 26	
1	NIC1	D			
1	Names of	Reporting Persons			
	Nicholas S	Shuhan			
2	Check the	Appropriate Box if a Mem	ber of a Group	(a) 🗵	
				(b) 🗆	
3	SEC Use C	Only			
4	Citizenshir	o or Place of Organization			
·					
	United Sta		1		
		5 Sole Voting F	ower		
		0			
		6 Shared Voting	g Dower		
		o shared voting	glowei		
Number o		281,452	.294		
Beneficial by Each R	lly Owned Reporting	7 Sole Disposit	ive Power		
Person W	ith	7 Sole Disposit	ive i owei		
		0			
		8 Shared Dispo	sitive Power		
	281,452.294				
9	Aggregate	Amount Beneficially Own	ned by Each Reporting Person		
	281,	452.294			
10	Check if the	he Aggregate Amount in R	ow (9) Excludes Certain Shares		
	Not .	Applicable			
11	Percent of	Class Represented by Am	ount in Row 9		
	0.2%	o o			
12	Type of Ro	eporting Person			
	IN				

CUSIP No. 92538	8J106		Schedule 13G	Page 19 of 26	
1 Names	of Reporting	Dargang		·	
1 Names	or Keporting	reisons			
Jenifer	r Westphal				
2 Check	the Appropria	ate Box if a Mem	ber of a Group	(a) ⊠	
				(b) 🗆	
3 SEC U	se Only				
4 Citizen	ship or Place	of Organization			
United	States				
	5	Sole Voting F	ower		
		()		
	6	Shared Voting	g Power		
Number of Shares		134,778			
Beneficially Own by Each Reporting	α				
Person With	Person With 7 Sole Dispositive Power				
		(
	8	Shared Dispo	sitive Power		
	134,778				
9 Aggre	gate Amount	Beneficially Owi	ned by Each Reporting Person		
1	34,778				
10 Check	10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares				
N	Not Applicab	le			
Percent of Class Represented by Amount in Row 9					
I	ess than 0.1	% 0%			
12 Type o	of Reporting F	Person			
Ι	N				

CUSIP No. 92538J106	Schedule 13G	Page 20 of 26
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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.

(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 December 31, 2023, based upon 60,325,387 shares of Class A Common Stock outstanding as of November 3, 2023, and assumes the conversion of an aggregate of 92,661,000 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 ⁽¹⁾⁽¹⁷⁾	33,262,062.223	21.7%	33,177,852.223	84,210	33,177,852.223	84,210
Stefanie Thompson ⁽²⁾	32,975,229.588	21.6%	32,975,229.588	0	32,975,229.588	0
Jeffrey Westphal ⁽³⁾	15,599,040.237	10.2%	15,464,262.237	134,778	15,464,262.237	134,778
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⁾	1,365,073.706	0.9%	0	1,365,073.706	0	1,365,073.706
Kyle Westphal ⁽¹⁰⁾	1,589,000	1.0%	0	1,589,000	0	1,589,000
Jacob Westphal ⁽¹¹⁾	1,597,706	1.0%	0	1,597,706	0	1,597,706
Melanie Lucas ⁽¹²⁾	1,941,750	1.3%	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	1.3%	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
Nicholas Shuhan ⁽¹⁶⁾	281,452.294	0.2%	0	281,452.294	0	281,452.294
Jenifer Westphal ⁽¹⁸⁾	134,778	*	0	134,778	0	134,778

^{*} Less than 0.1%

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- (1) Includes (i) 48,150 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) 40,325 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
- (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) 4,762,081 shares of Class A Common Stock held by a trust of which Mr. Westphal is the trustee, (iv) 9,856,286.237 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) 134,778 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 1,365,073.706 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.
- (10) Represents 1,589,000 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 1,597,706 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 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 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) Represents 134,778 shares of Class A Common Stock held by a nonprofit family foundation over which Jeffrey Westphal and Jenifer Westphal exercise investment control.

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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 102,436,893 shares of Class A Common Stock, or 67.0% 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 12, 2024

/s/ Amanda Radcliffe
Amanda Radcliffe
// 0. 0 · m
/s/ Stefanie Thompson
Stefanie Thompson
/s/ Jeffrey Westphal
Jeffrey Westphal
/s/ Christopher Thompson
Christopher Thompson
/s/ Benjamin Schmerin
Benjamin Schmerin
// C
/s/ Conrad Radcliffe
Conrad Radcliffe
//IX '1 D 11'00
/s/ Kailey Radcliffe
Kailey Radcliffe
/s/ Antoinette Radcliffe
Antoinette Radcliffe
Antoinette Kadciiile
/s/ Anne Marie Westphal
Anne Marie Westphal
Anne marie vesepnar
/s/ Kyle Westphal
Kyle Westphal
Type Westphar

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	//	
	/s/ Jacob Westphal	
	Jacob Westphal	
	/s/ Melanie Lucas	
	Melanie Lucas	
	/s/ Samatha 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

Exhibit No. Description

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