

**UNITED STATES DISTRICT COURT  
EASTERN DISTRICT OF TENNESSEE  
KNOXVILLE DIVISION**

In re Provectus Biopharmaceuticals, Inc.  
Securities Litigation

Case No. 3:14-cv-00338-PLR-HBG

**CLASS ACTION**

District Judge Pamela L. Reeves

Magistrate Judge H. Bruce Guyton

**NOTICE OF PROPOSED SETTLEMENT OF CLASS ACTION,  
MOTION FOR ATTORNEYS' FEES AND SETTLEMENT HEARING**

**TO: ALL PERSONS OR ENTITIES WHO PURCHASED OR OTHERWISE ACQUIRED THE COMMON STOCK OF PROVECTUS BIOPHARMACEUTICALS, INC. ("PROVECTUS") DURING THE PERIOD FROM DECEMBER 17, 2013 THROUGH AND INCLUDING MAY 22, 2014, AND WERE ALLEGEDLY DAMAGED THEREBY**

PLEASE READ THIS NOTICE CAREFULLY AND IN ITS ENTIRETY. YOUR RIGHTS MAY BE AFFECTED BY PROCEEDINGS IN THIS ACTION. PLEASE NOTE THAT IF YOU ARE A CLASS MEMBER, YOU MAY BE ENTITLED TO SHARE IN THE PROCEEDS OF THE SETTLEMENT DESCRIBED IN THIS NOTICE. TO CLAIM YOUR SHARE OF THE SETTLEMENT PROCEEDS, YOU MUST SUBMIT A VALID PROOF OF CLAIM AND RELEASE FORM ("PROOF OF CLAIM") **POSTMARKED OR SUBMITTED ONLINE ON OR BEFORE NOVEMBER 25, 2016.**

This Notice of Proposed Settlement of Class Action ("Internet Long Form Notice") has been posted on the following website: [www.ProvectusSecuritiesLitigation.com](http://www.ProvectusSecuritiesLitigation.com), pursuant to Rule 23 of the Federal Rules of Civil Procedure and an Order of the United States District Court for the Eastern District of Tennessee (the "Court"). The purpose of this Internet Long Form Notice is to inform you of the pendency of this class action (the "Litigation") and the proposed \$3.5 million settlement reached therein (the "Settlement") and of the hearing to be held by the Court to consider the fairness, reasonableness, and adequacy of the Settlement as well as counsel's application for fees, costs, and expenses. This Notice describes what steps you may take in relation to the Settlement and this class action.<sup>1</sup>

This Internet Long Form Notice is not intended to be, and should not be construed as, an expression of any opinion by the Court with respect to the truth of the allegations in the Litigation as to any of the Settling Defendants or the merits of the claims or defenses asserted by or against the Settling Defendants. This Internet Long Form Notice is solely to advise you of the proposed Settlement of the Litigation and of your rights in connection therewith.

<b>YOUR LEGAL RIGHTS AND OPTIONS IN THIS SETTLEMENT</b>	
<b>SUBMIT A CLAIM FORM</b>	The only way to be eligible to receive a payment from the Settlement. Proof of Claim forms must be postmarked or submitted online on or before November 25, 2016.
<b>EXCLUDE YOURSELF</b>	Get no payment. This is the only option that <i>potentially</i> allows you to ever be part of any other lawsuit against the Settling Defendants or any other Released Persons about the legal claims being resolved by this Settlement. Exclusions must be received on or before November 10, 2016.
<b>OBJECT</b>	Write to the Court about why you do not like the Settlement, the Plan of Allocation, and/or the request for attorneys' fees, costs, and expenses. You will still be a member of the Class. Objections must be received by the Court and counsel on or before November 10, 2016.
<b>GO TO THE HEARING ON DECEMBER 12, 2016, AT 1:30 P.M.</b>	Ask to speak in Court about the fairness of the Settlement. Requests to speak must be received by the Court and counsel on or before November 10, 2016.
<b>DO NOTHING</b>	Receive no payment. You will, however, still be a member of the Class, which means that you give up your right to ever be part of any other lawsuit against the Settling Defendants or any other Released Persons about the legal claims being resolved by this Settlement and you will be bound by any judgments or orders entered by the Court in the Action.

**SUMMARY OF THIS NOTICE**

**Statement of Class Recovery**

Pursuant to the Settlement described herein, a \$3.5 million Settlement Fund has been established. Based on Lead Plaintiff's estimate of the number of shares of Provectus common stock damaged during the Class Period, the average distribution per share under the Plan of Allocation is roughly \$0.072 per share before deduction of any taxes on the income earned on the Settlement Amount thereof, notice and administration costs, and the attorneys' fees, costs, and expenses as determined by the Court. **Class Members should note, however, that these are only estimates.** A Class Member's actual recovery will be a

<sup>1</sup> All capitalized terms used in this Internet Long Form Notice that are not otherwise defined herein shall have the meanings provided in the Stipulation of Settlement dated March 8, 2016 (the "Settlement Agreement" or "Stipulation"), which is available on the website [www.ProvectusSecuritiesLitigation.com](http://www.ProvectusSecuritiesLitigation.com)

proportion of the Net Settlement Fund determined by that claimant's claims as compared to the total claims of all Class Members who submit acceptable Proofs of Claim. An individual Class Member may receive more or less than this estimated average amount. See Plan of Allocation set forth and discussed at pages 6 through 8 below for more information on the calculation of your claim.

### **Statement of Potential Outcome of Case**

The Settling Parties disagree on both liability and damages and do not agree on the amount of damages that would be recoverable if the Class prevailed on each claim alleged. The Settling Defendants deny that Lead Plaintiff's claims are valid, deny that they are liable to the Class, and deny that the Class has suffered any damages. The issues on which the parties disagree are many, but include: (1) whether Settling Defendants engaged in conduct that would give rise to any liability to the Class under the federal securities laws; (2) whether Settling Defendants have valid defenses to any such claims of liability; (3) the appropriate economic model for determining the amount by which the price of Provectus common stock was allegedly artificially inflated (if at all) during the Class Period; (4) the amount by which the price of Provectus common stock was allegedly artificially inflated (if at all) during the Class Period; (5) the effect of various market forces on the price of Provectus common stock at various times during the Class Period; (6) the extent to which external factors influenced the price of Provectus common stock at various times during the Class Period; (7) whether any of Provectus's statements during the Class Period were materially false or misleading or omitted material information; (8) the extent to which the various matters that Lead Plaintiff alleged were materially false or misleading influenced (if at all) the price of Provectus common stock at various times during the Class Period; and (9) the extent to which the various allegedly adverse material facts that Lead Plaintiff alleged were omitted influenced (if at all) the price of Provectus common stock at various times during the Class Period.

### **Statement of Attorneys' Fees and Expenses Sought**

Lead Counsel will apply to the Court for an award of attorneys' fees of up to 33.3% of the Settlement Amount, plus expenses not to exceed \$100,000, plus interest earned on both amounts at the same rate as earned by the Settlement Fund. Since the Action's inception, Lead Counsel have expended time and effort in the prosecution of this Litigation on a wholly contingent basis and have advanced the expenses of the litigation in the expectation that if they were successful in obtaining a recovery for the Class they would be paid from such recovery. In addition, the Lead Plaintiff may seek an amount not to exceed \$10,000 for his costs and expenses incurred in connection with representing the Class in accordance with 15 U.S.C. §78u-4(a)(4). The requested attorneys' fees and expenses amount to an average cost of approximately \$0.026 per share of Provectus common stock.

### **Further Information**

For further information regarding the Litigation, this Internet Long Form Notice or the Postcard Notice that you received in the mail, or to review the Settlement Agreement, please contact the Claims Administrator toll-free at 1-844-239-4898, or visit the website [www.ProvectusSecuritiesLitigation.com](http://www.ProvectusSecuritiesLitigation.com).

You may also contact Plaintiff's Lead Counsel: Kara M. Wolke or Alexa Mullarky, Glancy Prongay & Murray LLP, 1925 Century Park East, Suite 2100, Los Angeles, CA 90067, 1-888-773-9224, [www.glancylaw.com](http://www.glancylaw.com) or [settlements@glancylaw.com](mailto:settlements@glancylaw.com).

**Please Do Not Call the Court or Settling Defendants with Questions About the Settlement.**

### **Reasons for the Settlement**

Lead Plaintiff's principal reason for entering into the Settlement is the benefit to the Class now, without further risk or the delays inherent in continued litigation. The cash benefit under the Settlement must be considered against the significant risk that a smaller recovery – or, indeed, no recovery at all – might be achieved after contested motions, trial, and likely appeals, a process that could last several years into the future. For the Settling Defendants, who have denied and continue to deny all allegations of liability, fault, or wrongdoing whatsoever, the principal reason for entering into the Settlement is to eliminate the uncertainty, risk, costs, and burdens inherent in any litigation, especially in complex cases such as this Litigation. Settling Defendants have concluded that further conduct of this Litigation could be protracted and distracting.

## **BASIC INFORMATION**

### **1. Why did I get the Postcard Notice?**

The Postcard Notice was sent to you pursuant to an Order of a U.S. Federal Court because you or someone in your family or an investment account for which you serve as custodian may have purchased or otherwise acquired Provectus common stock during the period from December 17, 2013, through and including May 22, 2014 ("Class Period").

This Internet Long Form Notice further explains the class action lawsuit, the Settlement, Class Members' legal rights in connection with the Settlement, what benefits are available, who is eligible for them, and how to get them.

The Court in charge of the Action is the United States District Court for the Eastern District of Tennessee, and the case is known as *In re Provectus Biopharmaceuticals, Inc. Securities Litigation*, Civil Action No. 3:14-cv-00338-PLR-HBG. The judge presiding over the case is the Honorable Pamela L. Reeves. The individual representing the Class is the "Lead Plaintiff," and the individuals they sued and who have now settled are called the Settling Defendants.

### **2. What is this lawsuit about?**

On May 27, 2014, a putative class action was filed in the United States District Court for the Eastern District of Tennessee (the "Court") alleging violations of federal securities laws. The Court has appointed the law firm of Glancy, Prongay & Murray LLP as Lead Counsel. Fawwaz Hamati is the Court-appointed Lead Plaintiff.

The Consolidated Complaint for Violations of the Federal Securities Laws (the “Complaint”) filed in the Litigation alleged Settling Defendants’ material misstatements and omissions regarding the financial health and status of Provectus. Specifically, Lead Plaintiff alleged that Settling Defendants disseminated materially false and misleading information to the investing public about the commercialization of its prescription drug, PV-10; and that Settling Defendants had actual knowledge of and access to materially adverse facts concerning the Company’s communications with the United States Food and Drug Administration (“FDA”) about PV-10. Lead Plaintiff alleges that when the market learned of the Company’s misrepresentations, the price of Provectus stock fell, causing damage to purchasers of the Company’s stock during the Class Period.

On June 5, 2015, Defendants filed a motion to dismiss the Complaint in which they argued, among other things, that the Complaint failed to identify any material misrepresentation or omission of a material fact or to adequately plead with particularity any facts giving rise to a strong inference of any intent to engage in wrongdoing; on July 20, 2015, Lead Plaintiff filed and briefed an opposition to the motion to dismiss; and on September 17, 2015, Defendants filed and briefed their reply in further support of the motion to dismiss. Finally, on October 1, 2015, the Plaintiff and Defendants (collectively, the “Parties”) filed a joint motion to stay proceedings pending mediation. Thereafter, by Order dated October 2, 2015, the Court granted the joint motion to stay proceedings pending mediation.

During the course of the Litigation, the parties engaged the services of third-party neutral Jill Sperber. The Parties engaged in a full-day mediation session with Jill Sperber on October 28, 2015, and provided a joint status report to the Court concerning these efforts on November 4, 2015. Thereafter, in December 2015, the Parties agreed to the material terms of the settlement of this Litigation, and entered into a memorandum of understanding reflecting that agreement in January 2016. Ultimately, the Parties agreed to settle the Litigation for \$3.5 million (\$3,500,000.00).

Settling Defendants deny each and all of the claims and contentions of wrongdoing alleged by Plaintiff in the Litigation. Settling Defendants contend that they did not make any materially false or misleading statements, they disclosed all material information required to be disclosed by the federal securities laws, and any alleged misstatements or omissions were not made with the requisite intent or knowledge of wrongdoing. Settling Defendants also contend that any losses suffered by members of the Class were not caused by any false or misleading statements by them and/or were caused by intervening events.

**3. Why is there a settlement?**

The Court has not decided in favor of the Settling Defendants or of the Lead Plaintiff. Instead, both sides agreed to the Settlement to avoid the distraction, costs, and risks of further litigation, and Lead Plaintiff agreed to the Settlement in order to ensure that Class Members will receive compensation.

**WHO IS IN THE SETTLEMENT**

**4. How do I know if I am a Member of the Class?**

The Court directed that everyone who fits this description is a Class Member: ***all Persons and/or entities who purchased or otherwise acquired Provectus common stock during the period from December 17, 2013, through and including May 22, 2014***, and were allegedly damaged thereby, except those Persons and entities that are excluded.

Excluded from the Class are the Defendants; the other officers and directors of Provectus during the Class Period; members of the immediate families of any excluded person; the legal representatives, heirs, successors, or assigns of any excluded person or entity; and any entity controlled by, or in which Defendants have or had a controlling interest. Also excluded from the Class are those Persons who timely and validly exclude themselves therefrom by submitting a request for exclusion in accordance with the requirements set forth in question 11 below.

**Please Note:** Receipt of the Postcard Notice does not mean that you are a Class Member or that you will be entitled to receive a payment from the Settlement. If you are a Class Member and you wish to be eligible to participate in the distribution of proceeds from the Settlement, you are required to submit the Proof of Claim and the required supporting documentation as set forth therein, postmarked or submitted online on or before November 25, 2016.

**5. What if I am still not sure if I am included?**

If you are still not sure whether you are included, you can ask for free help. You can contact the Claims Administrator toll-free at 1-844-239-4898, or you can fill out and return the Proof of Claim form to see if you qualify.

**THE SETTLEMENT BENEFITS – WHAT YOU GET**

**6. What does the Settlement provide?**

The Settlement provides that, in exchange for the release of the Released Claims (defined below) and dismissal of the Action, Settling Defendants have agreed that \$3.5 million will be paid by Settling Defendants (or on their behalf) to be distributed to Class Members who submit a valid Proof of Claim form pursuant to the Court-approved Plan of Allocation.

**7. How much will my payment be?**

Your share of the Net Settlement Fund will depend on several things, including the total amount of claims represented by the valid Proof of Claim forms that Class Members send in, compared to the amount of your Claim, all as calculated under the Plan of Allocation discussed below.

## HOW YOU GET A PAYMENT – SUBMITTING A CLAIM FORM

### 8. How can I get a payment?

To be eligible to receive a payment from the Settlement, you must submit a Proof of Claim form. A Proof of Claim form is available and may be downloaded at [www.ProvectusSecuritiesLitigation.com](http://www.ProvectusSecuritiesLitigation.com), and it is available upon request from the Claims Administrator (call toll-free: 1-844-239-4898). Read the instructions carefully, fill out the Proof of Claim form, include all the documents the form asks for, sign it, and mail or submit it online so that it is postmarked or received no later than November 25, 2016. The Proof of Claim form may be submitted online at [www.ProvectusSecuritiesLitigation.com](http://www.ProvectusSecuritiesLitigation.com).

### 9. When would I get my payment?

The Court will hold a Settlement Hearing on December 12, 2016, at 1:30 p.m., to decide whether to approve the Settlement. If the Court approves the Settlement, there might be appeals. It is always uncertain whether appeals can be resolved, and if so, how long it would take to resolve them. It also takes time for all the Proofs of Claim to be processed. Please be patient.

### 10. What am I giving up to get a payment or to stay in the Class?

If you remain a Class Member, and if the Settlement is approved, you will give up all “Released Claims” (as defined below), including “Unknown Claims” (as defined below), against the “Released Persons” (as defined below):

- “Released Claims” means any and all claims and causes of action of every nature and description, whether known or unknown, whether arising under federal, state, common or foreign law, that arise out of or relate in any way to both: (i) the purchase or acquisition of Provectus common stock during the Class Period, and (ii) the acts, facts, statements, or omissions that were asserted or could have been asserted in the Litigation by Lead Plaintiff or Members of the Class. “Released Claims” does not include: (i) claims to enforce the Settlement; and (ii) claims in any related derivative action. “Released Claims” includes “Unknown Claims” as defined herein.
- “Released Defendants Claims” means any and all claims, rights or causes of action or liabilities whatsoever, whether based in federal, state, local, statutory or common law or any other law, rule or regulation, including both known claims and Unknown Claims, that have been or could have been asserted in the Litigation or any forum by Defendants and the Released Persons against Lead Plaintiff, other Class Members, or their attorneys, which arise out of or relate in any way to the institution, prosecution or settlement of the Litigation, except for claims relating to the enforcement of the Settlement.
- “Released Persons” means each and all of the Settling Defendants and all parties previously named as defendants (“Defendants”), the Settling Defendants’ insurers, and their Related Parties.
- “Related Parties” means each of a Defendant’s respective present and former parents, subsidiaries, divisions and affiliates and the respective present and former employees, members, partners, principals, officers, directors, attorneys, advisors, accountants, auditors, and insurers of each of them; and the predecessors, successors, estates, heirs, executors, trusts, trustees, administrators, agents, representatives and assigns of each of them, in their capacity as such.
- “Unknown Claims” means any Released Claims which Plaintiff or any Settlement Class Member does not know or suspect to exist in his, her or its favor at the time of the release of the Released Persons which, if known by him, her or it, might have affected his, her or its settlement with and release of the Released Persons, or might have affected his, her or its decision not to object to this Settlement. Unknown Claims include those claims in which some or all of the facts comprising the claim may be suspected, or even undisclosed or hidden. With respect to any and all Released Claims, the Settling Parties stipulate and agree that, upon the Effective Date, Plaintiff shall expressly waive, and each of the Settlement Class Members shall be deemed to have by operation of the Judgment expressly waived, any and all provisions, rights, and benefits conferred by any law of any state or territory of the United States, or principle of common law, which is similar, comparable, or equivalent to California Civil Code § 1542, which provides:

**A general release does not extend to claims which the creditor does not know or suspect to exist in his or her favor at the time of executing the release, which if known by him or her must have materially affected his or her settlement with the debtor.**

The Settling Parties shall expressly waive, and each of the Class Members shall be deemed to have, and by operation of the Judgment shall have, expressly waived any and all provisions, rights, and benefits conferred by any law of any state or territory of the United States, or principle of common law, which is similar, comparable or equivalent to California Civil Code §1542. Plaintiff and Settlement Class Members may hereafter discover facts in addition to or different from those which he, she or it now knows or believes to be true with respect to the subject matter of the Released Claims, but Plaintiff shall expressly and each Settlement Class Member, upon the Effective Date, shall be deemed to have, and by operation of the Judgment shall have, fully, finally, and forever settled and released any and all Released Claims, known or unknown, suspected or unsuspected, contingent or non-contingent, whether or not concealed or hidden, which now exist, or heretofore have existed, upon any theory of law or equity now existing or coming into existence in the future, including, but not limited to, conduct which is negligent, reckless, intentional, with or without malice, or a breach of any duty, law or rule, without regard to the subsequent discovery or existence of such different or additional facts. Plaintiff acknowledges, and the Settlement Class Members shall be deemed by operation of the Judgment to have acknowledged, that the foregoing waiver was separately bargained for and a key element of the settlement of which this release is a part.

## EXCLUDING YOURSELF FROM THE CLASS

If you do not want to participate in this Settlement, and you want to keep the right to potentially sue the Settling Defendants and the other Released Persons, on your own, about the claims being released by the Settlement, then you must take steps to remove yourself from the Settlement. This is called excluding yourself – or is sometimes referred to as “opting out.”

### 11. How do I get out of the Class and the proposed Settlement?

To exclude yourself from the Class, you must send a letter by First-Class Mail stating that you “request exclusion from the Class in the *Provectus Biopharmaceuticals, Inc. Securities Litigation*.” Your letter must include your purchases, acquisitions, and sales of Provectus common stock during the Class Period, including the dates, the number of shares of Provectus stock purchased, acquired, or sold, and price paid or received for each such purchase, acquisition, or sale. In addition, you must include your name, address, telephone number, and your signature. You must submit your exclusion request so that it is **received no later than November 10, 2016 to:**

Provectus Biopharmaceuticals, Inc. Securities Litigation  
EXCLUSIONS  
c/o KCC Class Action Services  
3301 Kerner Blvd.  
San Rafael, CA 94901

If you ask to be excluded, you will not get any payment from the Settlement, and you cannot object to the Settlement. You will not be legally bound by anything that happens in this lawsuit, and you may be able to sue the Settling Defendants and the other Released Persons in the future.

### 12. If I do not exclude myself, can I sue the Settling Defendants and the other Released Persons for the same thing later?

No. Unless you exclude yourself, you give up any rights you may potentially have to sue the Settling Defendants and the other Released Persons for any and all Released Claims. If you have a pending lawsuit against the Released Persons speak to your lawyer in that case immediately. You must exclude yourself from the Class in this Litigation to continue your own lawsuit. Remember, the exclusion deadline is November 10, 2016.

### 13. If I exclude myself, can I get money from the proposed Settlement?

No. If you exclude yourself, you should not send in a Proof of Claim to ask for any money. But you may have the right to potentially sue or be part of a different lawsuit against the Settling Defendants and the other Released Persons.

## THE LAWYERS REPRESENTING YOU

### 14. Do I have a lawyer in this case?

The Court ordered that the law firm of Glancy Prongay & Murray LLP to represent the Class Members, including you. These lawyers are called Lead Counsel. If you want to be represented by your own lawyer, you may hire one at your own expense.

### 15. How will the lawyers be paid?

Lead Counsel will apply to the Court for an award of attorneys’ fees in the amount up to 33.3% of the Settlement Amount and for expenses and costs in an amount not to exceed \$100,000 in connection with the Litigation, plus interest on such fees and expenses at the same rate earned by the Settlement Fund. In addition, the Lead Plaintiff may seek an amount not to exceed \$10,000 for his costs and expenses incurred in connection with representing the Class in accordance with 15 U.S.C. §78u-4(a)(4). Such sums as may be approved by the Court will be paid from the Settlement Fund.

## OBJECTING TO THE SETTLEMENT

### 16. How do I tell the Court that I object to the proposed Settlement?

If you are a Class Member, you can comment or object to the proposed Settlement, the proposed Plan of Allocation, Lead Counsel’s fee and expense application, and/or Lead Plaintiff’s request for costs and expenses. You can write to the Court setting out your comment or objection. The Court will consider your views. To comment or object, you must send a signed letter saying that you want to comment on or object to the proposed Settlement in the *Provectus Biopharmaceuticals, Inc.* Include your name, address, telephone number, and your signature, identify the date(s), price(s), and number(s) of shares of Provectus common stock you purchased, acquired, and sold during the Class Period, and state your comments or the reasons why you object to the proposed Settlement. Your comments or objection must be filed with the Court and mailed or delivered to each of the following addresses such that it is **received no later than November 10, 2016:**

#### COURT

UNITED STATES DISTRICT COURT  
DISTRICT OF EASTERN  
TENNESSEE  
Howard H. Baker, Jr.  
United States Courthouse  
800 Market Street  
Knoxville, Tennessee 37902

#### LEAD COUNSEL

GLANCY PRONGAY &  
MURRAY LLP  
Kara M. Wolke  
Alexa Mullarky  
1925 Century Park East  
Suite 2100  
Los Angeles, California 90067

#### DEFENDANTS’ COUNSEL

BAKER, DONELSON, BEARMAN,  
CALDWELL & BERKOWITZ, P.C.  
John S. Hicks  
211 Commerce Street  
Suite 800  
Nashville, Tennessee 37201

## THE COURT'S SETTLEMENT HEARING

The Court will hold a hearing to decide whether to approve the proposed Settlement. You may attend and you may ask to speak, but you do not have to.

### 17. When and where will the Court decide whether to approve the proposed Settlement?

The Court will hold a Settlement Hearing at **1:30 p.m., on December 12, 2016**, in the Courtroom of the Honorable Pamela L. Reeves, at the United States District Court for the Eastern District of Tennessee, Howard H. Baker, Jr. United States Courthouse, 800 Market Street, Knoxville, Tennessee. At the hearing the Court will consider whether the Settlement and the Plan of Allocation are fair, reasonable, and adequate. If there are objections, the Court will consider them. The Court will listen to people who have asked to speak at the hearing. The Court may also decide how much to pay to Lead Counsel and the Lead Plaintiff. After the Settlement Hearing, the Court will decide whether to approve the Settlement and the Plan of Allocation. We do not know how long these decisions will take. You should be aware that the Court may change the date and time of the Settlement Hearing without another notice being sent to Class Members. If you want to attend the hearing, you should check with Lead Counsel or the settlement website [www.ProvectusSecuritiesLitigation.com](http://www.ProvectusSecuritiesLitigation.com) beforehand to be sure that the date and/or time has not changed.

### 18. Do I have to come to the hearing?

No. Lead Counsel will answer questions the Court may have. But, you are welcome to come at your own expense. If you send an objection, you do not have to come to Court to talk about it. As long as you mailed your written objection on time, the Court will consider it. You may also pay your own lawyer to attend, but it is not necessary. Class Members do not need to appear at the hearing or take any other action to indicate their approval.

### 19. May I speak at the hearing?

If you object to the Settlement, the Plan of Allocation, or the fee and expense application, you may ask the Court for permission to speak at the Settlement Hearing. To do so, you must include with your objection (see question 18 above) a statement saying that it is your "Notice of Intention to Appear in the *Provectus Biopharmaceuticals, Inc. Securities Litigation*." Persons who intend to object to the Settlement, the Plan of Allocation, and/or any attorneys' fees and expenses to be awarded to Lead Counsel or Lead Plaintiff and desire to present evidence at the Settlement Hearing must include in their written objections the identity of any witnesses they may call to testify and exhibits they intend to introduce into evidence at the Settlement Hearing.

## GETTING MORE INFORMATION

### 20. How do I get more information?

For even more detailed information concerning the matters involved in this Litigation, you can obtain answers to common questions regarding the proposed Settlement by contacting the Claims Administrator toll-free at 1-844-239-4898. Reference is also made to the Settlement Agreement, to the pleadings in support of the Settlement, to the Orders entered by the Court and to the other settlement related papers filed in the Litigation, which are posted on the Settlement website at [www.ProvectusSecuritiesLitigation.com](http://www.ProvectusSecuritiesLitigation.com), and which may be inspected at the Office of the Clerk of the United States District Court for the Eastern District of Tennessee, Howard H. Baker, Jr. United States Courthouse, 800 Market Street, Knoxville, Tennessee, during regular business hours. For a fee, all papers filed in this Action are available at [www.pacer.gov](http://www.pacer.gov). **DO NOT TELEPHONE THE COURT REGARDING THIS NOTICE**

### PLAN OF ALLOCATION OF NET SETTLEMENT FUND AMONG CLASS MEMBERS

The Settlement Amount of \$3.5 million and any interest earned thereon is the "Settlement Fund." The Settlement Fund, less all taxes, approved costs, fees, and expenses (the "Net Settlement Fund") shall be distributed to Class Members who submit timely and valid Proof of Claim forms to the Claims Administrator ("Authorized Claimants"). The Plan of Allocation provides that you will be eligible to participate in the distribution of the Net Settlement Fund only if you have an overall net loss on all of your transactions in Provectus common stock during the Class Period.

For purposes of formulating the Plan of Allocation and determining the amount an Authorized Claimant may recover under it, Lead Counsel have conferred with their damages expert regarding the Plan of Allocation and it reflects an assessment of the damages that they believe could have been recovered by Class Members had Lead Plaintiff prevailed at trial.

In the unlikely event there are sufficient funds in the Net Settlement Fund, each Authorized Claimant will receive an amount equal to the Authorized Claimant's claim, as defined below. If, however, and as is more likely, the amount in the Net Settlement Fund is not sufficient to permit payment of the total claim of each Authorized Claimant, then each Authorized Claimant shall be paid the percentage of the Net Settlement Fund that each Authorized Claimant's claim bears to the total of the claims of all Authorized Claimants. Payment in this manner shall be deemed conclusive against all Authorized Claimants. The allocation below for common stock is based on market adjusted price declines as well as the statutory PSLRA 90-day look-back amount.

The calculation of claims below is not an estimate of the amount you will receive. It is a formula for allocating the Net Settlement Fund among all Authorized Claimants.

A “Claim” will be calculated as follows:

For shares of common stock purchased or otherwise acquired between December 17, 2013 and May 22, 2014:

- A. For shares held at the end of trading on August 22, 2014, the Recognized Loss shall be that number of shares multiplied by the lesser of:
- (1) the applicable purchase date alleged artificial inflation per share figure, as found in Table A; or
  - (2) the difference between the purchase price per share and \$0.92.<sup>2</sup>
- B. For shares sold between December 17, 2013 and May 22, 2014, the Recognized Loss shall be that number of shares multiplied by the lesser of:
- (1) the applicable purchase date alleged artificial inflation per share figure less the applicable sales date alleged artificial inflation per share figure, as found in Table A; or
  - (2) the difference between the purchase price per share and the sales price per share.
- C. For shares sold between May 27, 2014 and August 22, 2014, the Recognized Loss shall be the lesser of:
- (1) the applicable purchase date alleged artificial inflation per share figure, as found in Table A; or
  - (2) the difference between the purchase price per share and the sales price per share; or
  - (3) the difference between the purchase price per share and the average closing price between May 27, 2014 and the date of sale, as found in Table B<sup>3</sup>.

**Table A**

Purchase or Sale Date Range	Alleged Artificial Inflation Per Share
12/17/2013 - 01/22/2014	\$5.57
01/23/2014 - 05/19/2014	\$2.13
5/20/2014	\$1.71
05/21/2014 – 05/22/2014	\$1.29

**Table B**

Date of Sale	Average Closing Price Between 12/31/2014 and Date of Sale	Date of Sale	Average Closing Price Between 12/31/2014 and Date of Sale
5/27/2014	\$0.75	7/11/2014	\$0.94
5/28/2014	\$0.78	7/14/2014	\$0.94
5/29/2014	\$0.76	7/15/2014	\$0.94
5/30/2014	\$0.76	7/16/2014	\$0.94
6/2/2014	\$0.75	7/17/2014	\$0.94
6/3/2014	\$0.74	7/18/2014	\$0.94
6/4/2014	\$0.72	7/21/2014	\$0.94
6/5/2014	\$0.70	7/22/2014	\$0.93
6/6/2014	\$0.71	7/23/2014	\$0.93
6/9/2014	\$0.72	7/24/2014	\$0.93
6/10/2014	\$0.75	7/25/2014	\$0.93
6/11/2014	\$0.79	7/28/2014	\$0.93
6/12/2014	\$0.82	7/29/2014	\$0.93
6/13/2014	\$0.85	7/30/2014	\$0.93
6/16/2014	\$0.88	7/31/2014	\$0.93
6/17/2014	\$0.90	8/1/2014	\$0.93
6/18/2014	\$0.91	8/4/2014	\$0.92
6/19/2014	\$0.92	8/5/2014	\$0.92
6/20/2014	\$0.93	8/6/2014	\$0.92

<sup>2</sup> Pursuant to Section 21(D)(e)(1) of the Private Securities Litigation Reform Act of 1995, “in any private action arising under this title in which the plaintiff seeks to establish damages by reference to the market price of a security, the award of damages to the plaintiff shall not exceed the difference between the purchase or sale price paid or received, as appropriate, by the plaintiff for the subject security and the mean trading price of that security during the 90-day period beginning on the date on which the information correcting the misstatement or omission that is the basis for the action is disseminated.” The mean (average) closing price of Provectus common stock during the 90-day period beginning on May 27, 2014 and ending on August 22, 2014 was \$0.92 per share.

<sup>3</sup> Pursuant to Section 21(D)(e)(2) of the Private Securities Litigation Reform Act of 1995, “in any private action arising under this title in which the plaintiff seeks to establish damages by reference to the market price of a security, if the plaintiff sells or repurchases the subject security prior to the expiration of the 90-day period described in paragraph (1), the plaintiff’s damages shall not exceed the difference between the purchase or sale price paid or received, as appropriate, by the plaintiff for the security and the mean trading price of the security during the period beginning immediately after dissemination of information correcting the misstatement or omission and ending on the date on which the plaintiff sells or repurchases the security.”

Date of Sale	Average Closing Price Between 12/31/2014 and Date of Sale	Date of Sale	Average Closing Price Between 12/31/2014 and Date of Sale
6/23/2014	\$0.93	8/7/2014	\$0.92
6/24/2014	\$0.92	8/8/2014	\$0.92
6/25/2014	\$0.92	8/11/2014	\$0.92
6/26/2014	\$0.92	8/12/2014	\$0.92
6/27/2014	\$0.92	8/13/2014	\$0.92
6/30/2014	\$0.92	8/14/2014	\$0.92
7/1/2014	\$0.92	8/15/2014	\$0.92
7/2/2014	\$0.92	8/18/2014	\$0.92
7/3/2014	\$0.93	8/19/2014	\$0.92
7/7/2014	\$0.93	8/20/2014	\$0.92
7/8/2014	\$0.93	8/21/2014	\$0.92
7/9/2014	\$0.93	8/22/2014	\$0.92
7/10/2014	\$0.94		

The date of purchase or sale is the “contract” or “trade” date as distinguished from the “settlement” date.

For Class Members who held Provectus common stock at the beginning of the Class Period or made multiple purchases, acquisitions, or sales during the Class Period, the First-In, First-Out (“FIFO”) method will be applied to such holdings, purchases, acquisitions, and sales for purposes of calculating a claim. Under the FIFO method, sales of Provectus common stock during the Class Period will be matched, in chronological order, first against shares of common stock held at the beginning of the Class Period. The remaining sales of common stock during the Class Period will then be matched, in chronological order, against common stock purchased or acquired during the Class Period.

A Class Member will be eligible to receive a distribution from the Net Settlement Fund only if a Class Member had a net overall loss, after all profits from transactions in all Provectus common stock described above during the Class Period are subtracted from all losses. However, the proceeds from sales of common stock that have been matched against the common stock held at the beginning of the Class Period will not be used in the calculation of such net loss. No distributions will be made to Authorized Claimants who would otherwise receive an amount of less than \$5.00.

The Court has reserved jurisdiction to allow, disallow, or adjust the claim of any Class Member on equitable grounds.

Payment pursuant to the Plan of Allocation set forth above shall be conclusive against all Authorized Claimants. Settling Defendants, their respective counsel, and all other Released Persons will have no responsibility or liability whatsoever for the investment of the Settlement Fund, the distribution of the Net Settlement Fund, the Plan of Allocation, or the payment of any claim. No Person shall have any claim against Lead Plaintiff, Lead Plaintiff’s counsel, the Claims Administrator, or other Person designated by Lead Counsel, Settling Defendants, or Settling Defendants’ counsel based on distributions made substantially in accordance with the Stipulation and the Settlement contained therein, the Plan of Allocation, or further orders of the Court. All Class Members who fail to complete and submit a valid and timely Proof of Claim shall be barred from participating in distributions from the Net Settlement Fund (unless otherwise ordered by the Court), but otherwise shall be bound by all of the terms of the Stipulation, including the terms of any judgment entered and the releases given.

**SPECIAL NOTICE TO SECURITIES BROKERS AND OTHER NOMINEES**

If you purchased or acquired Provectus common stock during the Class Period for the beneficial interest of an individual or organization other than yourself, the Court has directed that, WITHIN TEN (10) CALENDAR DAYS OF YOUR RECEIPT OF THE POSTCARD NOTICE, you either (a) provide to the Claims Administrator the name and last known address of each person or organization for whom or which you purchased or acquired such securities during such time period or (b) request additional copies of the Postcard Notice and the Proof of Claim form, which will be provided to you free of charge, and within ten (10) days mail the Postcard Notice and Proof of Claim form directly to the beneficial owners of the securities referred to herein. If you choose to follow alternative procedure (b), upon such mailing, you must send a statement to the Claims Administrator confirming that the mailing was made as directed and retain the names and addresses for any future mailings to Class Members. You are entitled to reimbursement from the Settlement Fund of your reasonable expenses actually incurred in connection with the foregoing, including reimbursement of postage expense and the cost of ascertaining the names and addresses of beneficial owners. Your reasonable expenses will be paid upon request and submission of appropriate supporting documentation. All communications concerning the foregoing should be addressed to the Claims Administrator:

Provectus Biopharmaceuticals, Inc. Securities Litigation  
 Claims Administrator  
 c/o KCC Class Action Services  
 P.O. Box 43408  
 Providence, RI 02940-3408  
[www.ProvectusSecuritiesLitigation.com](http://www.ProvectusSecuritiesLitigation.com)  
[nominees@ProvectusSecuritiesLitigation.com](mailto:nominees@ProvectusSecuritiesLitigation.com)

Dated: April 7, 2016

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