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September 14th, 2023

Victoria Palmieri
Director, Partner Development—Corporate Services
OMNIA Partners
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Re: Conversion and Rebranding of Kronos Incorporated

Dear Ms. Palmieri,

You are receiving this communication because your organization has a business relationship with Kronos Incorporated.

Please be advised that, on or about October 1, 2023, the entity called Kronos Incorporated (“Kronos”), which is part of the Ultimate Kronos Group (i.e., “UKG”), will undergo a statutory entity conversion, in accordance with Massachusetts General Laws 156D §§ 9.50-56, and be renamed and rebranded as UKG Kronos Systems LLC (the “Conversion and Rebranding”).

In a conversion, a document is filed with the state filing office to change one entity form to another, in the case of Kronos Incorporated, from a corporation to a limited liability company. And, as a matter of law, the business existing post-conversion is considered the same as it was pre-conversion. All the corporation’s assets and liabilities and ownership interests are transferred by law to the new limited liability company. Kronos will continue to have the same corporate identity, the same tax identification number and will continue to hold all its property, assets, rights and liabilities in exactly the same manner as it held such attributes prior to the Conversion and Rebranding. See Massachusetts General Laws 156D § 9.55(a), attached as Exhibit A, for more details. Please note that this Conversion and Rebranding will not have any effect on Kronos’ ability to continue to offer and perform the services which Kronos is committed to provide.

Notwithstanding the foregoing, following the Conversion and Rebranding, we will send you a confirmatory communication letting your organization know that the Conversion and Rebranding has taken place, and, if your organization elects, it may request from us, and Kronos will provide an updated Form W9 that will reflect the new name.

Thank you for your attention to this matter.

Sincerely,

A handwritten signature in black ink that reads "Christopher Todd". The signature is written in a cursive, flowing style.

Christopher Todd
President

EXHIBIT A

ALM GL ch. 156D, § 9.55

Current through Chapter 23 of the 2023 Legislative Session of the 193rd General Court

Annotated Laws of Massachusetts > PART I ADMINISTRATION OF THE GOVERNMENT (Chs. 1 - 182) > TITLE XXII CORPORATIONS (Chs. 155 - 182) > TITLE XXII CORPORATIONS (Chs. 155 — 182) > Chapter 156D Business Corporations (Pts. 1 — 17) > Part 9 (Subdivs. A — E) > Subdivision E. Entity Conversion (§§ 9.50 — 9.56)

§ 9.55. Effect of Entity Conversion.

- (a) When a conversion under this subdivision in which the surviving entity is a domestic business corporation or domestic other entity becomes effective:
- (1) the title to all real and personal property, both tangible and intangible, of the converting entity remains in the surviving entity without reversion or impairment;
 - (2) the liabilities of the converting entity remain the liabilities of the surviving entity;
 - (3) an action or proceeding pending against the converting entity continues against the surviving entity as if the conversion had not occurred;
 - (4) in the case of a surviving entity that is a filing entity, the articles of conversion, or the articles of organization or public organic document attached to the articles of conversion, constitute the articles of organization or public organic document of the surviving entity;
 - (5) in the case of a surviving entity that is a nonfiling entity, the private organizational document provided for in the plan of conversion constitutes the private organizational document of the surviving entity;
 - (6) the shares or interests of the converting entity are reclassified into shares, interests, other securities, obligations, rights to acquire shares, interests or other securities of the surviving entity or into cash or other property in accordance with the plan of conversion, and the shareholders or interest holders of the converting entity are entitled only to the rights provided in the plan of conversion or, in the case of a converting entity that is a domestic business corporation, to any rights they may have under PART 13; and
 - (7) the surviving entity is considered to:
 - (i) be a domestic business corporation or other entity for all purposes;
 - (ii) be the same corporation or other entity without interruption as the converting entity that existed prior to the conversion; and
 - (iii) have been incorporated or otherwise organized on the date that the converting entity was originally incorporated or organized.