

**SUPERIOR COURT OF NEW JERSEY
LAW DIVISION: ESSEX COUNTY**

HEX PARTNERS, ON BEHALF OF ITSELF
AND ALL OTHERS SIMILARLY
SITUATED,

Plaintiff,

vs.

MASON N. CARTER, EDWARD H. COHEN,
FERNANDO L. FERNANDEZ, JOEL H.
GOLDBERG, LUDWIG G. KUTTNER,
TIMOTHY P. MCCANN, ARTHUR A.
OLINER, HAROLD J. RAVECHÉ,
MERRIMAC INDUSTRIES, INC. and
CRANE CO.,

Defendants.

Docket No.: L-246-10

NOTICE OF PENDENCY AND PROPOSED SETTLEMENT OF CLASS ACTION

TO: ALL SHAREHOLDERS OF MERRIMAC INDUSTRIES, INC. (“MERRIMAC” OR THE “COMPANY”) ON DECEMBER 23, 2009 AND THEIR TRANSFEREES, SUCCESSOR AND ASSIGNS, BUT EXCLUDING DEFENDANTS MASON N. CARTER, EDWARD H. COHEN, FERNANDO L. FERNANDEZ, JOEL H. GOLDBERG, LUDWIG G. KUTTNER, TIMOTHY P. MCCANN, ARTHUR A. OLINER, HAROLD J. RAVECHÉ AND MERRIMAC AS WELL AS CRANE CO., AND THEIR HEIRS AND ASSIGNS AS WELL AS DUPONT ENERGY AND OPERATIONS, INC., HAMPSHIRE INVESTMENTS, LTD., K. HOLDINGS, L.L.C., AND ROBERT F. KRISTEN, JR.

THIS NOTICE (THE “NOTICE OF SETTLEMENT”) HAS BEEN SENT TO YOU BY ORDER OF THE COURT.

PLEASE READ THIS NOTICE CAREFULLY AND IN ITS ENTIRETY. THIS NOTICE RELATES TO A PROPOSED SETTLEMENT OF THIS CLASS ACTION AND, IF YOU ARE A CLASS MEMBER, CONTAINS IMPORTANT INFORMATION AS TO YOUR RIGHTS CONCERNING THE SETTLEMENT DESCRIBED BELOW.

IF YOU HELD SHARES OF MERRIMAC STOCK FOR THE BENEFIT OF ANOTHER, PLEASE PROMPTLY TRANSMIT THIS DOCUMENT TO THE BENEFICIAL OWNER.

This Notice is not a lawsuit against you. You are not being sued. You have received this Notice because you may be a member of the Class described in this Notice.

PURPOSE OF THIS NOTICE

This Notice is given pursuant to an Order of the Superior Court of New Jersey, Law Division: Essex County (the “Court”), entered in the above-captioned action (the “Action”) on March 27, 2013 (the “Notice Order”). The purpose of this Notice is to inform you of the pendency and proposed settlement of the Action (the “Settlement”) by means of a Stipulation of Settlement (the “Stipulation”) entered into by the parties to the Action (the “Parties”), and to notify you of a hearing to be held on July 1, 2013 at 9:00 a.m., before the Court

(the “Settlement Hearing”) at the Superior Court of Essex County, New Jersey at the Historic Courthouse, 470 Martin Luther King Blvd., 4th Floor, Newark, NJ 07102 for the purpose of determining: (a) whether the proposed Settlement of the Action on the terms and conditions provided for in the Stipulation, including the allocation of the Net Settlement Fund, should be finally approved by the Court; (b) whether judgment should be entered pursuant to the Stipulation, *inter alia*, dismissing the Action with prejudice; and (c) other matters relating to the proposed Settlement.

This Notice describes the rights that you may have pursuant to the Settlement and what steps you may, but are not required to take, in relation to the Settlement.

If the Court approves the Settlement, the Parties (as defined below) will ask the Court at the Settlement Hearing to enter an Order and Final Judgment dismissing the Action with prejudice on the merits and releasing all Settled Claims.

The Court has reserved the right to adjourn the Settlement Hearing without further notice to the Class other than by announcement at the Settlement Hearing or any adjournment thereof. The Court has further reserved the right to approve the Settlement at or after the Settlement Hearing with such modifications as may be consented to by the Settling Parties and without further notice to the members of the Class.

YOUR LEGAL RIGHTS AND OPTIONS IN THIS SETTLEMENT	
SUBMIT A CLAIM FORM BY AUGUST 16, 2013	The only way to get a payment.
OBJECT BY JUNE 10, 2013	You may write to the Court if you do not like the Settlement.
REQUEST TO BE EXCLUDED FROM THE SETTLEMENT BY JUNE 10, 2013	You may request that the Court exclude you from the Settlement and you will not receive any payments.
GO TO A HEARING ON JULY 1, 2013	You may ask to speak to the Court about any concerns you may have relating to the Settlement.
DO NOTHING	You may do nothing. If you do nothing, you will receive no payment and you will give up any rights you may have to sue Defendants and the other Released Persons relating to the legal claims in the case. You will remain a member of the Class and be bound by the Judgment.

BASIC INFORMATION

1. Why did I get this Notice package?

You or someone in your family may have owned shares of Merrimac Industries, Inc. (“Merrimac”) common stock on December 23, 2009 (the “Class”). You may recall that a notice dated August 25, 2011 (the “Notice of Class Certification”), which was previously distributed to you, alerted you that this Action was proceeding on behalf of members of the Class (the “Class Members”). The Notice of Class Certification described the Action and provided Class Members with an opportunity to exclude themselves from the Class by October 15, 2011. If you excluded yourself from the Class, you are not a member of the Class, you will not be affected by the Action and you may not participate in the Settlement.

The Court directed that this Notice of Settlement be sent to Class Members because you have a right to know about the proposed Settlement of this class action lawsuit and about your right to object to the Settlement or to any of its terms before the Court decides whether to approve the Settlement. If the Court approves the

Settlement, and after objections and appeals, if any, are resolved, an administrator will make the payments that the Settlement allows to Class Members who submit valid Proofs of Claims (as described in question 11 below).

This package explains the Action, the Settlement, Class Members' legal rights, what benefits are available, who is eligible for them, and how to get them.

The Court in charge of the case is the Superior Court of New Jersey for Essex County: Law Division, and the case is *Hex Partners v. Mason N. Carter, et. al.*, Docket No. L-246-10. The judge in the case is the Honorable Paul J. Vichness. The person who is suing is the "Plaintiff." The company and persons being sued — Mason N. Carter, Edward H. Cohen, Fernando L. Fernandez, Joel H. Goldberg, Ludwig G. Kuttner, Timothy P. McCann, Arthur A. Oliner, Harold J. Raveché, and Merrimac Industries, Inc. — are the "Defendants."

2. What is this lawsuit about?

On December 23, 2009, Crane Co. ("Crane") announced that it had signed an agreement (the "Merger Agreement") to acquire Merrimac at a price of \$16.00 per share in cash (the "Merger"). Pursuant to the Merger Agreement, on or about January 5, 2010, Crane commenced a tender offer (the "Tender Offer") to purchase all of Merrimac's outstanding shares of common stock. On or about February 3, 2012, Crane consummated the Merger Agreement.

This Action challenges the Defendants' actions in connection with the Merger, the Merger Agreement and the Tender Offer and alleges that the Defendants breached their fiduciary duties to Class Members in connection with the Merger, the Merger Agreement and the Tender Offer.

3. Why is this a class action?

In a class action, one or more people called class representatives (in this case Hex Partners), sue on behalf of people who have similar claims. All these people are a class or class members.

Bringing a case, such as this one, as a class action allows adjudication of many similar claims of persons and entities that might be economically too small to bring in individual actions. One court resolves all issues for all class members, except for those who exclude themselves from the class.

The Court has found that the requirements for a class action are satisfied here and, on June 10, 2011, certified this Action to proceed as class action. The Notice of Class Certification was mailed to Class Members on August 25, 2011. The Court set a deadline of October 15, 2011 for any Class Member to request to be excluded from the Class. Dupont Energy and Operations, Inc., Hampshire Investments, Ltd., K. Holdings, L.L.C., and Robert F. Kristen, Jr. requested to be excluded from the Class and are therefore not Class Members.

4. Why is there a Settlement?

This litigation has been vigorously prosecuted and defended over the course of three years. The history of the litigation can be summarized as follows:

On December 23, 2009, Crane Co. ("Crane") announced that it had signed an agreement (the "Merger Agreement") to acquire Merrimac Industries, Inc. ("Merrimac" or the "Company") at a price of \$16.00 per share in cash (the "Merger"). Pursuant to the Merger Agreement, on or about January 5, 2010, Crane commenced a tender offer (the "Tender Offer") to purchase all of Merrimac's outstanding shares of common stock. The Merger and Tender Offer are sometimes referred to collectively herein as the "Transaction."

Also, on or about January 5, 2010, Merrimac filed a Solicitation/Recommendation Statement on Schedule 14D-9 (the "Recommendation Statement") with the Securities and Exchange Commission (the "SEC") in connection with the proposed Tender Offer. The Recommendation Statement included, among other things, a

recommendation by the Board of Directors of Merrimac that Merrimac's shareholders tender their shares pursuant to the Tender Offer.

The Recommendation Statement also contained a discussion of the background of the Merger Agreement and the reasons the board of directors of Merrimac recommended that stockholders tender their shares pursuant to the Tender Offer.

On January 8, 2010, a class action complaint (the "Complaint") was filed by Plaintiff Hex Partners ("Hex Partners"), a shareholder of the Company, on behalf of all holders of Merrimac's common stock, other than Defendants and their affiliates (the "Putative Class"), in the Superior Court of Essex County, New Jersey (the "Court") captioned Hex Partners v. Carter, et al., Docket No. L-246-10.

The Complaint sought relief against Merrimac and the members of its board of directors (the "Board"): Mason N. Carter, Edward H. Cohen, Fernando L. Fernandez, Joel H. Goldberg, Ludwig G. Kuttner, Timothy P. McCann, Arthur A. Oliner, Harold J. Raveché (the "Individual Defendants" and with Merrimac, the "Merrimac Defendants"), as well as Crane.

The Complaint challenged, *inter alia*, the Tender Offer and the Merger Agreement and alleged that the Board had breached its fiduciary duties in connection therewith.

On or about January 8, 2010, Plaintiff filed a motion seeking: (a) immediate limited expedited discovery; (b) a hearing date of February 2, 2012 or earlier on its forthcoming post-discovery motion for a preliminary injunction; and (c) an order to show cause, which motion the Court denied on January 14, 2010.

On or about January 21, 2010, Plaintiff moved for a preliminary injunction via an order to show cause, which motion the Defendants opposed on or about January 28, 2010 and the Court denied following oral argument when it heard it on or about February 1, 2010.

On or about January 28, 2010, Crane filed a cross-motion to dismiss Plaintiff's Complaint (the "Crane MTD").

On or about February 3, 2012, Crane consummated the Merger Agreement.

On or about February 16, 2010, the Merrimac Defendants filed a motion to dismiss Plaintiff's Complaint (the "Merrimac MTD," together with the Crane MTD, the "Motions to Dismiss.>").

On or about March 19, 2010, following oral argument, the Court denied the Motions to Dismiss.

On or about May 6, 2011, Plaintiff filed a motion seeking certification of a class (the "Motion for Class Certification"), which motion Defendants and Crane opposed on May 25, 2011.

On or about June 10, 2011, following oral argument, the Court granted Plaintiff's Motion for Class Certification, and certified a Class consisting of all shareholders of Merrimac on December 23, 2009 and their transferees, successor, and assigns, but excluding Defendants, Crane, and their heirs and assigns.

On or about August 25, 2011, notice was mailed to members of the Class informing them of the Court's certification of the Class and of their right to request exclusion from the Class (the "Notice of Class Certification"). Dupont Energy and Operations, Inc., Hampshire Investments, Ltd., K. Holdings, L.L.C., and Robert F. Kristen, Jr. have submitted valid requests for exclusion as set forth in the Notice of Class Certification and are therefore excluded from the Class.

For over three years following the filing of the Action by Plaintiff, the Parties engaged in litigation, which involved, among other things, the motion practice indicated above as well as motion practice over discovery disputes, and discovery as follows:

- (a) Document Production. The production of approximately 8,500 pages of documents by Defendants, approximately 22,000 pages of documents by America's Growth Capital, Merrimac's financial advisor in connection with the Merger Agreement, and approximately 727 pages of documents by Plaintiff;

- (b) Depositions by Plaintiffs. The deposition by Plaintiff of: (i) all but one of Merrimac's directors as follows: Mason N. Carter in Roseland, NJ on July 24, 2012; Edward H. Cohen in Tucson, Arizona on February 15, 2012; Fernando L. Fernandez in San Diego, California on December 7, 2011; Joel H. Goldberg in New York, NY on December 14, 2011; Ludwig G. Kuttner in Charlottesville, VA on May 4, 2012; Timothy P. McCann in New York, NY on November 11, 2011; and Harold J. Raveché in Newark, NJ on February 29, 2012; (ii) Curtis P. Robb, a Vice President of Business Development at Crane at the time the Merger Agreement was negotiated, in New York, NY on April 3, 2012; and (iii) Robert Buxton, a partner of America's Growth Capital in San Francisco, CA on May 16, 2012.
- (c) Depositions by Defendants. The deposition by Defendants of: (i) Robert Corwin and Richard Delman, partners of Hex Partners; and (ii) Albert H. Cohen, a former Merrimac director and consultant, in Sarasota, Florida on May 22, 2012.
- (d) Expert Reports and Depositions. The production of expert reports by the Parties' respective experts and the depositions of such experts as follows: (i) by Plaintiff of Defendants' experts, William T. Allen, the Nusbaum Professor of Law and Business, New York University, and former Chancellor of the Delaware Court of Chancery, and Brent C. Kaczmarek, CFA, Managing Director of Navigant Consulting, Inc., in New York, NY on November 19, 2012 and November 30, 2012, respectively and (ii) by Defendants of Plaintiff's expert, Professor John D. Finnerty in New York, NY on November 27, 2012.

Plaintiff and its counsel have determined that settlement of the Action on the terms reflected in the Stipulation is fair, reasonable, and adequate and in the best interests of Class Members.

The Defendants have denied the allegations and all other charges of wrongdoing or liability arising out of any conduct, statements, acts, or omissions relating to the Transaction. Notwithstanding their belief that the allegations are without merit, the Defendants have concluded it is desirable that the claims against them be settled on the terms reflected in the Stipulation.

WHO IS IN THE SETTLEMENT

To see if you will receive money from this Settlement, you first have to decide if you are a Class Member.

5. How do I know if I am part of the Class?

The Court decided on June 10, 2011 that everyone who fits the following description, except for certain exclusions, discussed in question 6 below, is a Class Member:

All shareholders of Merrimac on December 23, 2009 and their transferees, successor, and assigns.

6. Are there any exceptions to being included in the Class?

Defendants, Crane, and their heirs and assigns are excluded from the Class. Also excluded from the Class are the following persons or entities who, in connection with the Notice of Class Certification, requested to be excluded from the Class: Dupont Energy and Operations, Inc., Hampshire Investments, Ltd., K. Holdings, L.L.C., and Robert F. Kristen, Jr.

In addition, anyone who serves and files a request for exclusion, as described in question 7 below, will be excluded from the Class.

7. How can I request to be excluded from the Class?

You may request to be excluded from the Class if you mail by first class mail to the Claims Administrator at the address in question 21 below, a written request for exclusion postmarked on or before June 10, 2013,

setting forth your name and address and the amount of shares of Merrimac common stock you held on December 23, 2009. All Persons who timely file valid requests for exclusion from the Settlement shall have no rights with respect to the Settlement and have no interest in the Settlement Fund or the Net Settlement Fund.

8. 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 call 800-766-3330, or visit www.berdonclaims.com for more information. Or you can fill out the Proof of Claim and Release form (Proof of Claim”) described in question 11 to see if you qualify.

9. What does the Settlement provide?

In exchange for the Settlement and dismissal of the Action, the Defendants have agreed to create a \$2,000,000 fund (the “Settlement Fund”) to be divided, after fees and expenses, among Class Members who submit valid Proofs of Claim as described at question 11 below (the “Net Settlement Fund”).

10. How much will my payment be?

You will receive amounts as the Court may approve in equal proportion to each share of Merrimac common stock you held as of December 23, 2009 up to a maximum amount of \$4.52 per share, or pursuant to such other allocation methodology as the Superior Court may order or approve.

HOW YOU GET A PAYMENT – SUBMITTING A PROOF OF CLAIM

11. How can I get a payment?

To qualify for a payment, you must send in a completed Proof of Claim. A Proof of Claim form is attached to this Notice, but you may also download a Proof of Claim on the internet at www.berdonclaims.com. Read the instructions carefully, fill out the form, include all the documents the form asks for, sign it, and mail it postmarked no later than August 16, 2013.

12. When will I receive my payment?

The Court will hold a hearing on July 1, 2013 to decide whether to approve the Settlement. If the Court approves the Settlement after the hearing, there may be appeals. It is always uncertain whether these appeals can be resolved, and resolving them can take time, perhaps more than a year. It also takes time for all the Proofs of Claim to be processed. Please be patient.

13. What am I giving up to get a payment?

If the Settlement is approved by the Court, then upon the effective date of the Settlement, you will release all “Settled Claims (as defined below) against the “Released Persons” (as defined below). This litigation will be dismissed with prejudice and you will also lose the right to appeal any adverse ruling by the Court.

“Released Persons” means any and all Parties to the Action and their current and former directors, officers, shareholders, employees, servants, partners, agents, affiliates, subsidiaries, parents, joint ventures, successors or assigns, and any representatives, trustees, executors, heirs, assigns or transferees, attorneys, accountants, investment bankers, commercial bankers, advisors or insurers of any of the foregoing, as well as all counsel representing the Parties in the Action.

“Settled Claims” means all claims, demands, rights, actions or causes of action, whether known or unknown¹, contingent or absolute, suspected or unsuspected, disclosed or undisclosed, hidden or concealed, matured or unmatured that have been, could have been, or in the future can or might be asserted in the Action or in any court, tribunal or proceeding against the Released Persons whether or not any such Released Persons were named, served with process or appeared in the Action, which you ever had, now have, or hereafter can, shall or may have by reason of, arising out of, relating to or in connection with the allegations, facts, events, transactions, acts, occurrences, statements, representations, misrepresentations, or omissions set forth or referred to in the Action or otherwise related to (a) the Action; (b) the facts or occurrences alleged in the Action; (c) the Merger (or the events that gave rise thereto), the Tender Offer (or the events that gave rise thereto) or the Merger Agreement or any amendment thereto; (d) the fiduciary obligations of any of the Released Persons in connection with the Tender Offer and Merger; (e) the negotiations in connection with the Tender Offer, Merger or the Merger Agreement or any amendment thereto; (f) the Recommendation Statement, all documents incorporated therein and exhibited thereto, and all disclosures made in connection with the Tender Offer, the Merger, the Merger Agreement or this Action, including without limitation any disclosures, non-disclosures or public statements made in connection with any of the foregoing; and (g) this Settlement. The Settled Claims do not include any claim by any Defendant against any insurance carrier. The Settled Claims also exclude properly perfected statutory claims for appraisal and claims to enforce this Stipulation or the Settlement following Final Court Approval thereof.

Also, upon the Effective Date, you and other Class Members shall be deemed to have, and shall have, expressly waived and relinquished, any and all provisions, rights and benefits conferred by any law of any state or territory of the United States, or principles of common law, which is similar, comparable or equivalent to § 1542 of the California Civil Code, 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 “Effective Date” will occur when an Order entered by the Court approving the Settlement becomes final and not subject to appeal.

THE LAWYERS REPRESENTING THE CLASS

14. Do I have a lawyer in this case?

The Brualdi Law Firm, P.C., 29 Broadway, Suite 2400, New York, New York 10006 and The Law Office of Steven P. Lombardi, 374 Millburn Ave Suite 301, Millburn, NJ 07041 will represent the Class. You will not be separately charged for these lawyers. If you want to be represented by your own lawyer, you may hire one at your own expense.

15. How will the lawyers be compensated for their time?

Over the three years that this litigation has been pending, Plaintiff’s Counsel have incurred \$225,095.63 in litigation expenses, and have, on a contingent fee basis, invested over \$1.5 million worth of their billable time in the prosecution of the Action.

¹ “Unknown Claims” means claims that you and other Class Members, and any or all other persons and entities whose claims are being released, do not know or suspect to exist, which, if you or other Class Members knew, might affect your/his/hers/its agreement to release the Released Parties and the Released Claims, or might affect your/his/her/its decision to object or not to object to the Settlement.

The Court has preliminarily approved the following allocation of the Settlement Fund:

- (a) to reimburse the out-of-pocket expenses incurred by Plaintiff's Counsel in the prosecution of the Action (which are \$225,095.63 as of the date of the Stipulation) and to pay Notice and Administration Costs (which were estimated (at the time the Stipulation was signed) to be less than \$50,000), and any taxes;
- (b) to pay Plaintiff's Counsel's attorneys' fees in the amount of 33 1/3 percent of the first \$500,000 of the balance remaining, 30 percent of the next \$500,000 of the balance remaining, 25 percent of the next \$500,000 of the balance remaining and 20 percent of the next \$500,000 of the balance remaining; and
- (c) to pay each Authorized Claimant his, her or its pro rata share of the balance, provided that if there are sufficient funds available to pay each Authorized Claimant \$4.52 per share (which amount is the highest possible damages per share reflected in any of the pre-settlement expert reports submitted in conjunction with this litigation) then the balance shall be paid to Plaintiff's Counsel as additional Plaintiff's Counsel's attorneys' fees.

OBJECTING TO THE SETTLEMENT

You can tell the Court that you do not agree with the Settlement or some part of it.

16. How do I tell the Court that I do not like the proposed Settlement?
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If you are a Class Member you can object to the Settlement or any of its terms. You may write to the Court setting out your objection. You may give reasons why you think the Court should not approve any or all of the Settlement terms or arrangements. The Court will consider your views if you file a proper objection within the deadline identified, and according to the following procedures.

To object, at least twenty-one (21) days prior to the Settlement Hearing, you must serve on the following counsel (a) a written notice of your intention to appear, (b) proof of your membership in the Class, (c) a written statement of the position you will assert, (d) the reason for your position, and (e) copies of any papers, briefs or other matter you wish the Court to consider:

Richard B. Brualdi, Esq.
THE BRUALDI LAW FIRM, P.C.
29 Broadway, Suite 2400
New York, NY 10006
rbrualdi@brualdilawfirm.com
Counsel for Plaintiff

-and-

Walter P. Loughlin, Esq.
K&L GATES
599 Lexington Avenue
New York, NY 10022
Walter.Loughlin@klgates.com
Counsel for Defendants

and file said objections, papers and briefs with the Clerk of the Superior Court at 465 Dr. Martin Luther King, Jr. Blvd., Newark, New Jersey 07102, on or before the same date.

Any Class Member who does not make his, her or its objection in the manner provided shall be deemed to have waived such objection and shall forever be foreclosed from making any objection to the fairness or adequacy of the Settlement as incorporated in the Stipulation unless otherwise ordered by the Court.

You do not need to go to the Settlement Hearing to have your written objection considered by the Court. At the Settlement Hearing, any Class Member who has not previously submitted a request for exclusion from the Class and who has complied with the procedures set forth in this question 16 and in question 19 below for filing with the Court and providing to counsel for Plaintiff and Defendants a statement of an intention to appear at the Settlement Hearing may also appear and be heard, to the extent allowed by the Court, to state any objection to the Settlement. Any such objection may appear in person or arrange, at that objector's expense, for a lawyer to represent the objector at the Settlement Hearing.

THE SETTLEMENT HEARING

The Court will hold a hearing to decide whether to approve the proposed Settlement. You may attend and you may 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 9:00 a.m. on July 1, 2013 at the Superior Court of Essex County, New Jersey, Historic Courthouse, 470 Martin Luther King Blvd., 4th Floor, Newark, 07102. At this hearing, the Court will consider whether the Settlement should be finally approved by the Court; and whether a Final Order and Judgment as provided in the Stipulation should be entered herein.

The Court will take into consideration any written objections filed in accordance with the instructions at question 16. The Court may also listen to people who have properly indicated, within the deadline identified above, an intention to speak at the hearing; but decisions regarding the conduct of the hearing will be made by the Court. See question 19 for more information about speaking at the hearing. After the hearing, the Court will decide whether to approve the Settlement. 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. Thus, if you want to come to the hearing, you should check with Plaintiff's Counsel before coming to be sure that the date and/or time has not changed.

18. Do I have to come to the hearing?

No. Plaintiff's 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 filed your written objection on time, the Court will consider it. You may also pay your own lawyer to attend, but it is not required. 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, you may ask the Court for permission to speak at the Settlement Hearing. To do so, you must include with your objection (see question 16 above) a statement stating that it is your "Notice of Intention to Appear in *Hex Partners v. Carter, et. al.*, Docket No. L-246-10." Persons who intend to object to the Settlement and desire to present evidence at the Settlement Fairness 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. Unless otherwise ordered by the Court, you cannot speak at the hearing if you have not provided written notice of your intention to speak at the Settlement Hearing by the deadline identified, and in accordance with the procedures described in question 16 above.

IF YOU DO NOTHING

20. What happens if I do nothing at all?

If you do nothing, you will get no money from this Settlement and you will be precluded from starting a lawsuit, continuing with a lawsuit, or being part of any other lawsuit against the Defendants and the other Released Parties about the Settled Claims in this case, ever again. To share in the Net Settlement Fund you must submit a Proof of Claim (see question 11).

GETTING MORE INFORMATION

21. Are there more details about the proposed Settlement?

This Notice summarizes the proposed Settlement. More details are in a Stipulation of Settlement dated March 14, 2013 (the "Stipulation.") You can get a copy of the Stipulation by writing to David Titus, Esq., The Brualdi Law Firm, P.C., 29 Broadway, Suite 2400, New York, New York 10006, or by visiting www.berdonclaims.com.

You can also call the Claims Administrator at 800-766-3330 toll free; write to: Merrimac Industries Securities Litigation, c/o Berdon Claims Administration LLC, P.O. Box 9014, Jericho, NY 11753-8914; or visit the website www.berdonclaims.com, where you will find answers to common questions about the Settlement, the Notice and Proof of Claim, plus other information to help you determine whether you are a Class Member and whether you are eligible for a payment. Plaintiff's Counsel anticipate filing their papers in support of the Settlement with the Court by June 3, 2013.

22. How do I get more information

For even more detailed information concerning the matters involved in this Action, you may refer to the pleadings, to the Stipulation, to the orders entered by the Court and to the other papers filed in the Action, which may be inspected at the Office of the Clerk of the Court, 465 Dr. Martin Luther King, Jr. Blvd., Newark, New Jersey 07102, during regular business hours.

SPECIAL NOTE TO SECURITIES BROKERS AND OTHER NOMINEES

If you held Merrimac stock on December 23, 2009 for the beneficial interest of a person or organization other than yourself, the Court has directed that WITHIN SEVEN (7) DAYS OF YOUR RECEIPT OF THIS NOTICE, you either: (a) provide to the Claims Administrator the name and last known address of each person or organization for whom you held Merrimac common stock on December 23, 2009, or (b) request additional copies of this Notice and the Proof of Claim, which will be provided to you free of charge, and within seven (7) days mail copies of the Settlement Notice and Proof of Claim directly to the beneficial owners of Merrimac stock on December 23, 2009.

If you choose to follow alternative procedure (b), the Court has directed that, upon such mailing, you send a statement to the Claims Administrator confirming that the mailing was made as directed. You are entitled to reimbursement from the Settlement Fund only of 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. Those expenses will be paid upon request and submission of appropriate supporting documentation.

All communications concerning the foregoing should be addressed to the Claims Administrator at:

Merrimac Industries Securities Litigation
c/o Berdon Claims Administration LLC
P.O. Box 9014
Jericho, NY 11753-8914
Toll-Free Phone: 516-766-3330
Fax: 516-931-0810
www.berdonclaims.com

Dated: April 18, 2013

BY ORDER OF THE COURT