

**IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF PENNSYLVANIA**

In Re DVI, Inc. Securities Litigation	X : : : X	Case No. 2:03-CV-5336-LDD
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**NOTICE OF PENDENCY OF CERTIFIED CLASS ACTION, HEARING ON
PROPOSED PARTIAL SETTLEMENT, PLAN OF ALLOCATION AND ATTORNEYS'
FEES AND EXPENSES, AND VOLUNTARY DISMISSAL OF ONE DEFENDANT ("NOTICE")**

TO: All persons and entities who purchased or otherwise acquired the securities of DVI, Inc. (including its common stock and 9%% Senior Notes) between August 10, 1999 and August 13, 2003, inclusive, and who were thereby damaged. Excluded from the class are the defendants; any entity in which a Defendant has a controlling interest or is a part or subsidiary of, or is controlled by a Defendant; the officers, directors, legal representatives, heirs, predecessors, successors and assigns of any of the defendants; and Plaintiffs named in *WM High Yield Fund, et al. v. O'Hanlon, et al.*, No. 04-CV-3423 (E.D. Pa.) [hereinafter referred to separately and interchangeably as the "Class," "Class Members," and "Members of the Class," provided that if the Court modifies the definition of the Class before the Effective Date, the Class shall be the class as defined by the Court as of the Effective Date].

This Notice serves to inform all Class Members of a settlement that will affect all Class Members' rights and under which they may be entitled to recovery. Specifically, Class Members may be entitled to share in a settlement of \$7,000,000 cash received from The Pritzker Organization, LLC, in settlement of all pending or potential claims against it, Thomas J. Pritzker, and other Released Parties, including unknown members of the Pritzker family, John Does 1 through 10.

This Notice also serves to inform all Class Members that on April 29, 2008 (as modified on April 30, 2008 and December 30, 2008), Judge Legrome D. Davis of the United States District Court for the Eastern District of Pennsylvania, certified the class defined above, except for claims brought against defendants Clifford Chance LLP and Clifford Chance (US) LLP (collectively, "Clifford Chance").

Finally, this Notice also serves to notify Class Members of a voluntary dismissal of one Defendant, Radnet Management, Inc. ("Radnet").

To claim benefits that may be due to you, you must submit a Proof of Claim on the form attached to this Notice postmarked on or before June 30, 2009.

PLEASE READ THIS NOTICE CAREFULLY AND IN ITS ENTIRETY. YOUR RIGHTS WILL BE AFFECTED BY PROCEEDINGS IN THIS LITIGATION. IF YOU ARE A CLASS MEMBER, YOU ULTIMATELY MAY BE ENTITLED TO RECEIVE BENEFITS PURSUANT TO THE PROPOSED SETTLEMENT DESCRIBED HEREIN. ADDITIONALLY, PARTICULARLY SINCE CAPITALIZED TERMS NOT DEFINED HEREIN THAT ARE DEFINED IN THE STIPULATION HAVE THE MEANING SET FORTH THEREIN, YOU SHOULD REVIEW THAT STIPULATION CAREFULLY.

CLAIMS DEADLINE: FOR THOSE MEMBERS OF THE CLASS WHO DID NOT SUBMIT A PROOF OF CLAIM FORM IN THE SETTLEMENT WITH DEFENDANTS ONCURE MEDICAL CORP., DOLPHIN MEDICAL, INC. AND PRESGAR IMAGING LC, APPROVED BY THE COURT ON NOVEMBER 17, 2006 (HEREINAFTER REFERRED TO AS THE "NOVEMBER 17, 2006 SETTLEMENT") OR IN THE SETTLEMENT WITH DEFENDANTS NATHAN SHAPIRO, WILLIAM GOLDBERG AND JOHN McHUGH, APPROVED BY THE COURT ON NOVEMBER 5, 2007 (HEREINAFTER REFERRED TO AS THE "NOVEMBER 5, 2007 SETTLEMENT"), OR IN THE SETTLEMENT WITH DEFENDANT MERRILL LYNCH & CO., INC., APPROVED BY THE COURT ON APRIL 30, 2008 (HEREINAFTER REFERRED TO AS THE "APRIL 30, 2008 SETTLEMENT"), YOU MUST SUBMIT A PROOF OF CLAIM, ON THE FORM ACCOMPANYING THIS NOTICE, POSTMARKED ON OR **BEFORE JUNE 30, 2009**, TO BE ENTITLED TO RECOVERY IN THIS SETTLEMENT.

FOR THOSE MEMBERS OF THE CLASS WHO SUBMITTED A VALID PROOF OF CLAIM FORM IN THE NOVEMBER 17, 2006 SETTLEMENT, THE NOVEMBER 5, 2007 SETTLEMENT, OR IN THE APRIL 30, 2008 SETTLEMENT, THAT PROOF OF CLAIM FORM WILL SERVE AS YOUR PROOF OF CLAIM FORM IN THIS SETTLEMENT AND YOU ARE AUTOMATICALLY ELIGIBLE FOR A RECOVERY IN THIS SETTLEMENT WITHOUT NEEDING TO SUBMIT ANOTHER PROOF OF CLAIM FORM.

FOR THOSE MEMBERS OF THE CLASS WHO DID NOT SUBMIT A VALID PROOF OF CLAIM FORM IN THE NOVEMBER 17, 2006 SETTLEMENT, THE NOVEMBER 5, 2007 SETTLEMENT, OR IN THE APRIL 30, 2008 SETTLEMENT, SUBMITTING A PROOF OF CLAIM FORM IN THIS SETTLEMENT DOES NOT ENTITLE YOU TO RECOVERY IN THE NOVEMBER 17, 2006 SETTLEMENT, THE NOVEMBER 5, 2007 SETTLEMENT, OR IN THE APRIL 30, 2008 SETTLEMENT.

I. PURPOSE OF THIS NOTICE

The purpose of this Notice is to inform you of this Litigation, as defined below, that a class has been certified in this case, as defined herein, a proposed Settlement that will affect all Class Members' rights, and the voluntary dismissal of Defendant Radnet. This Notice describes rights you may have as a Class Member and under the proposed Settlement and what steps you may take in relation to this Litigation. This Notice is not an expression of any opinion by the Court as to the merits of any claims or any defenses asserted by any party in this Litigation, or the fairness or adequacy of the proposed Settlement.

You are receiving this Notice because you may have purchased an eligible security issued by DVI, Inc. during the Class Period.

The above captioned lawsuit is a class action lawsuit (the "Litigation") in which the Court has certified a Class, described more fully herein.

The proposed Settlement creates a fund (the "Settlement Fund") in the amount of \$7,000,000 in cash (the "Settlement Amount") and will include interest that accrues on the fund prior to distribution. The average cost per share and per note will vary depending on the number of shares and notes for which claims are filed.

By Order of the Court, this Notice is being sent to you in the belief that you may be a Member of the Class, to inform you as follows:

- AS OF THE DATE OF THIS NOTICE, THE COURT HAS CERTIFIED THE CLASS DEFINED IN SECTION III BELOW.
- A SETTLEMENT OF THE LITIGATION HAS BEEN REACHED, SUBJECT TO COURT APPROVAL. THIS SETTLEMENT IS WITH ONLY DEFENDANTS THOMAS J. PRITZKER AND THE PRITZKER ORGANIZATION LLC, AND INCLUDES A RELEASE OF CLAIMS AGAINST CERTAIN INDIVIDUALS AND ENTITIES, INCLUDING UNKNOWN MEMBERS OF THE PRITZKER FAMILY, JOHN DOES 1 THROUGH 10. THE LITIGATION IS CONTINUING AGAINST OTHER DEFENDANTS. THE TERMS OF THE SETTLEMENT ARE DESCRIBED IN SECTION IV BELOW.
- IF YOU MEET THE DEFINITION OF THE CLASS AS OF THE EFFECTIVE DATE, YOU ARE A MEMBER OF THE CLASS AND YOU WILL BE BOUND BY THE SETTLEMENT AND THE RELEASES THAT ARE GIVEN PURSUANT THERETO, UNLESS YOU ACT TO EXCLUDE YOURSELF PURSUANT TO THE INSTRUCTIONS IN SECTION VI BELOW. IF YOU WISH TO REMAIN A MEMBER OF THE CLASS AND TO BE BOUND BY THE SETTLEMENT AND RELEASES, YOU DO NOT NEED TO TAKE ANY ACTION IN RESPONSE TO THIS NOTICE OTHER THAN WHAT IS OUTLINED IN SECTION VII BELOW TO ESTABLISH THE DOLLAR AMOUNT OF YOUR CLAIM.
- NO DETERMINATION HAS BEEN MADE ON THE MERITS OF THE CASE. ANY FINAL JUDGMENT WILL BIND ALL MEMBERS OF THE CLASS EXCEPT THOSE MEMBERS WHO ACT TO EXCLUDE THEMSELVES PURSUANT TO THE DEADLINES SET HEREIN.
- DEFENDANT RADNET HAS BEEN VOLUNTARILY DISMISSED FROM THIS CASE.
- YOU MAY OBTAIN MORE DETAILED INFORMATION ABOUT THE LITIGATION BY ACCESSING THE COURT FILE.

Plaintiffs' Lead Counsel have not received any payment for their services in prosecuting the Litigation against Thomas J. Pritzker and The Pritzker Organization, LLC on behalf of Plaintiffs and the Members of the Class, nor have they been reimbursed for their out-of-pocket expenditures. If the Settlement is approved by the Court, Plaintiffs' Lead Counsel will apply to the Court for attorneys' fees not to exceed 33⅓% of the Settlement Amount, or up to \$2,333,333.33, and reimbursement of out-of-pocket expenses incurred of up to \$2,300,000.00 both of which shall be paid to Plaintiffs' Lead Counsel from the Settlement Fund with interest from the date such Settlement Fund was funded to the date of payment at the same interest rate that the Settlement Fund earns.

Additionally, Lead Plaintiffs have agreed to voluntarily dismiss Radnet from this case. The Court has approved the parties' Stipulation of Voluntary Dismissal.

II. A DESCRIPTION OF THE LAWSUIT AND STATUS OF THE PROCEEDINGS

The Third Amended Consolidated Class Action Complaint (the "Complaint"), filed on July 22, 2004, alleges that during the Class Period certain defendants prepared and disseminated to the investing public materially false and misleading information about DVI's financial condition and results of operations, and/or engaged in deceptive schemes to conceal DVI's financial position, in order to artificially inflate the prices of DVI's publicly-traded securities.

It is further alleged that the culmination of this alleged misconduct resulted in DVI publicly disclosing its intention, on August 13, 2003, to petition for Chapter 11 bankruptcy protection based on the "discovery of apparent improprieties in its prior dealings with lenders involving misrepresentations as to the amount and nature of collateral pledged to lenders." On August 25, 2003, DVI filed for bankruptcy protection and, thereafter, liquidated.

In this case, the Complaint alleged that certain defendants' misconduct violated federal securities laws and damaged investors who purchased or otherwise acquired the artificially inflated securities during the Class Period.

This Litigation is pending against:

- (1) individuals and entities who allegedly intentionally or recklessly made materially false and misleading statements to the investing public regarding DVI, or allegedly engaged in a scheme to defraud, including DVI's officers and directors (Michael A. O'Hanlon ("O'Hanlon"), Steven R. Garfinkel ("Garfinkel"), John P. Boyle ("Boyle"), Gerald Cohn ("Cohn"), Harry T.J. Roberts ("Roberts"), Richard E. Miller ("Miller"), Anthony J. Turek ("Turek") and Terry Cady ("Cady")), its auditor, Deloitte & Touche, LLP ("Deloitte"), and its SEC counsel, Clifford Chance LLP and Clifford Chance (U.S.) LLP (collectively, "Clifford Chance"); these claims were brought under Section 10(b) of the Securities & Exchange Act of 1934, 15 U.S.C. § 78j(b), and Rule 10b-5, 17 C.F.R. § 240.10b-5, promulgated by the Securities and Exchange Commission; as indicated herein. Plaintiffs have settled their claims against three other DVI directors, Nathan Shapiro ("Shapiro"), William S. Goldberg ("Goldberg") and John E. McHugh ("McHugh"), pursuant to the November 5, 2007 Settlement, and have settled their claims against one of DVI's lenders and underwriters in certain securitizations, Merrill Lynch & Co., Inc., pursuant to the April 30, 2008 Settlement.

- (2) one “special relationship” entity – Radnet, which Plaintiffs alleges was closely associated with DVI – was voluntarily dismissed from this case on October 19, 2008; these claims were brought under Section 10(b) and Rule 10b-5(a) and (c); as indicated herein, Plaintiffs have settled other similar claims against three other special relationship entities, OnCURE Medical Corp., f/k/a OnCure Technologies, Corp., Dolphin Medical, Inc., and PresGar Imaging, LC, pursuant to an order entered by the Court dated November 17, 2006, approving the terms of the settlement;
- (3) individuals and entities who allegedly knew or were recklessly indifferent to whether DVI’s financial statements were materially false and allegedly had control over DVI, specifically including O’Hanlon, Garfinkel, Boyle, Cohn, Roberts, Miller, Turek, Cady (collectively, “the Individual Officer and Director Defendants”); as indicated herein, Plaintiffs have settled their claims against three other DVI directors, Shapiro, Goldberg and McHugh, pursuant to an order entered by the court dated November 5, 2007, approving the terms of the settlement; these claims were brought under Section 20(a) of the Securities & Exchange Act of 1934, 15 U.S.C. § 78t(a).

On or about November 1, 2004, each of the aforementioned named defendants, as well as Canadian Imperial Bank of Commerce Trust Company (Bahamas) Limited (now known as CIBC Trust Company (Bahamas) Limited, and referred to herein as “CIBC”), the trustee of certain trusts for the benefit of certain Pritzker family members and against whom Plaintiffs attempted to assert a Section 20(a) claim, filed motions to dismiss the Complaint. On May 31, 2005, the Court granted CIBC’s motion to dismiss. The Court also granted in part and denied in part the remaining Motions to Dismiss. Specifically, the Court denied all remaining motions to dismiss except as to claims under Rule 10b-5(b) asserted against defendants Turek, Cady and Miller, and the claims under Rule 10b-5(a) and (c) against OnCure for purchasers who bought prior to July 30, 1999. The Court, on February 16, 2006, denied certain defendants’ motions for reconsideration and for certification for interlocutory appeal of the Court’s May 31, 2005 decision.

Plaintiffs, on September 30, 2005, filed a motion to amend the Complaint in an attempt to add Section 20(a) claims against Thomas Pritzker, The Pritzker Organization, LLC, and certain unnamed Pritzker family members based upon allegations that they were controlling parties. In addition, Plaintiffs, on April 6, 2006, filed a motion for leave to amend the Complaint in an attempt to add Section 10(b) and Rule 10b-5(a) and (c) claims against DVI’s former SEC counsel, Clifford Chance.

The Court denied the Pritzker Defendants’ motion to dismiss without explanation on August 11, 2006. The denial of that motion to dismiss only addressed the sufficiency of Plaintiffs’ pleadings and did not determine the merits of Plaintiffs’ claims.

Thomas J. Pritzker and The Pritzker Organization, LLC, vigorously deny that they had any involvement in the operations, management or decisions of DVI; deny that they participated in, or were aware of, any unlawful or improper conduct on the part of DVI or its management; deny that they violated Section 20(a); deny that the Complaint sets forth a valid claim against them; deny all allegations of wrongdoing, fault, liability or damage to Lead Plaintiffs or the Class; deny that they engaged in any wrongdoing; deny that they made, or participated in the making of, any false or misleading statements; deny that they committed any violation of law; deny that they acted improperly in any way; and believe that they acted properly at all times.

Thomas J. Pritzker and The Pritzker Organization, LLC, have nevertheless agreed to settlement terms with Plaintiffs under which The Pritzker Organization, LLC, will pay \$7,000,000 to settle all pending or potential claims against it, Mr. Pritzker, and certain other Released Parties, including unknown members of the Pritzker family, John Does 1 through 10, in order to avoid lengthy, expensive and time-consuming litigation. Any final judgment made by the Court will be binding on all Class Members excepting only those Class Members who exclude themselves as provided herein.

III. THE CERTIFIED CLASS

As of the date of this notice, the Court has certified a Class as consisting of: All persons or entities who purchased or otherwise acquired the securities of DVI, Inc. (including its common stock and 9 $\frac{7}{8}$ % Senior Notes) between August 10, 1999 and August 13, 2003, inclusive, and who were thereby damaged. Excluded from the class are defendants; any entity in which a defendant has a controlling interest or is a part or subsidiary of, or is controlled by a defendant; the officers, directors, legal representatives, heirs, predecessors, successors and assigns of any of the Defendants; and Plaintiffs named in *WM High Yield Fund, et al. v. O’Hanlon et al.*, No. 04-CV-3423 (E.D. Pa.).

On December 30, 2008, the Court granted Lead Plaintiff’s December 23, 2008 motion to correct the Class definition by substituting “Plaintiffs named in *WM High Yield Fund, et al. v. O’Hanlon et al.*, No. 04-CV-3423 (E.D. Pa.)” for “Lead Plaintiffs named in *WM High Yield Fund, et al. v. O’Hanlon et al.*, No. 04-CV-3423 (E.D. Pa.)”

For purposes of the Settlement, Class shall mean the Class as defined by the Court as of the Effective Date.

Lead Plaintiff/Class Representative. The Court appointed Kenneth Grossman, the Cedar Street Fund and the Cedar Street Offshore Fund (collectively, “Cedar Street Group”) as Lead Plaintiffs in the Litigation pursuant to the Private Securities Litigation Reform Act of 1995, 15 U.S.C. § 78u-4 & 772-1. The Court has also certified the Cedar Street Group as Class representatives.

Lead Counsel/Class Counsel. The Court has appointed the law firm of Krislov & Associates, Ltd., 20 N. Wacker Drive, Chicago, IL 60606, (312) 606-0500 to serve as Lead Counsel. The Court has also certified Krislov & Associates, Ltd. as Class Counsel.

IV. THE SETTLEMENT

A. Reasons The Parties Settled

On December 23, 2008, Lead Plaintiffs, by their counsel, signed a Stipulation of Settlement (the “Stipulation” or “Settlement”) with Thomas J. Pritzker and The Pritzker Organization, LLC. The Stipulation provides for settlement of this Litigation as against Thomas J. Pritzker and The Pritzker Organization, LLC, and the release of all Released Claims by all Releasers against all Released Parties (as those phrases are defined in the Stipulation), including unknown members of the Pritzker family, John Does 1 through 10, and does not constitute settlements of any claims by Lead Plaintiffs or the Class against any other named defendants or non-released parties who may be named in the Litigation in the future.

Lead Plaintiffs purportedly allege that Thomas J. Pritzker and The Pritzker Organization, LLC, controlled DVI and its officers and directors, and purportedly were aware of DVI issuing materially false and misleading statements to the investing public.

Thomas J. Pritzker and The Pritzker Organization, LLC, vigorously deny that they had any involvement in the operations, management or decisions of DVI; deny that they participated in, or were aware of, any unlawful or improper conduct on the part of DVI or its management; deny that they violated Section 20(a); deny that the Complaint sets forth a valid claim against them; deny all allegations of wrongdoing, fault, liability or damage to Lead Plaintiffs or the Class; deny that they engaged in any wrongdoing; deny that they made, or participated in the making of, any false or misleading statements; deny that they committed any violation of law; deny that they acted improperly in any way; and believe that they acted properly at all times. Thomas J. Pritzker and The Pritzker Organization, LLC, recognize, however, the substantial expense and length of time necessary to defend this Litigation through trial and any appeal. To eliminate the burden and expense of further litigation, Thomas J. Pritzker and The Pritzker Organization, LLC, wish to settle the litigation against them on the terms and conditions stated in the Stipulation.

Based on the investigations of Lead Counsel, Lead Plaintiffs have concluded that the terms and conditions of the Settlement are fair, reasonable and adequate to the Class’ interests, and have agreed to settle the claims raised in the Litigation as against the Thomas J. Pritzker and The Pritzker Organization, LLC, pursuant to the terms and provisions of the Stipulation. The Lead Plaintiffs made this decision after considering (a) the substantial benefits that the Class will receive from the Settlement, (b) the attendant risks of litigation, and (c) the desirability of permitting the Settlement to be consummated as provided by the terms of the Stipulation. From the perspective of the Lead Plaintiffs, the principal reason for the Settlement is the substantial monetary benefits to be provided to the Class now. These benefits must be compared to the risk that the Litigation might be dismissed on a motion for summary judgment, following a trial on the merits, or on appeal. Moreover, any recovery would only be achieved after a contested trial and appeal - possibly years into the future. If the Lead Plaintiffs won at trial, they anticipated that Thomas J. Pritzker and The Pritzker Organization, LLC, would have appealed the verdict which would have created further uncertainty and delay. From the perspective of Thomas J. Pritzker and The Pritzker Organization, LLC, the principal reason for the Settlement is to eliminate the burden and expense of further litigation and possible appeals, without in any way acknowledging any fault or liability.

B. Releases Exchanged By The Parties

Pursuant to the Stipulation, if the Settlement is approved by the Court, all Releasers (which includes Lead Plaintiffs and all other Class Members, whether or not any such Person submits a Proof of Claim and Release or shares in the Settlement Fund, on behalf of themselves and each of their present or past subsidiaries and affiliates, and their respective heirs, executors, estates, administrators, predecessors, successors, assigns, parents, subsidiaries, associates, affiliates, employers, employees, agents, consultants, insurers, directors, managing directors, officers, partners, principals, members, attorneys, accountants, financial and other advisors, investment bankers, underwriters, lenders, and any other representatives of any of these Persons and entities, as well as anyone claiming through or on behalf of any of the foregoing) will be deemed to have released the claims described below against Thomas J. Pritzker, The Pritzker Organization, LLC, and all other Released Parties (which includes Thomas J. Pritzker and The Pritzker Organization, LLC, as well as (a) all lineal descendants of Nicholas J. Pritzker (deceased), and their spouses (whether past, current or future) and their children (whether now living, deceased or unborn) who are not otherwise lineal descendants of Nicholas J. Pritzker (deceased); (b) all trusts (whether past, current or future, direct or indirect, vested or contingent) for the benefit of the individuals identified in subpart (a) above; (c) all trustees (whether past, current or future) of the trusts identified in subpart (b) above; (d) all entities (including, but not limited to, corporations, partnerships, associations, limited liability companies, sole proprietorships, business trusts, and charitable foundations), whether past, present or future, directly or indirectly owned or controlled by any individual, trust or trustee identified in subpart (a), (b) or (c) above (including, but not limited to, Diversified Capital, L.L.C., that provides services principally for individuals, trusts, trustees, and entities identified in subpart (a), (b), (c) and (d) above, and Pritzker and Pritzker, an entity whose partners are certain individuals identified in subpart (a) above); (e) International Financial Advisors, Inc., an Illinois corporation that provides services to certain trustees identified in subpart (c) above of certain trusts identified in subpart (b) above and certain entities identified in subpart (d) above; (f) Diversified Financial Management Corp., a Delaware corporation that provides services to certain trustees identified in subpart (c) above of certain trusts identified in subpart (b) above and certain entities identified in subpart (d) above; (g) U.S. Financial Advisors, Inc., an Illinois corporation that provides services to certain trustees identified in subpart (c) above of certain trusts identified in subpart (b) above and certain entities identified in subpart (d) above; and, (h) all current, former and future heirs, executors, estates, administrators, predecessors, successors, assigns,

direct and indirect parents, subsidiaries, affiliates, stockholders, members, owners, directors, managing directors, partners, principals, officers, employees, agents, associates, attorneys, accountants, consultants, financial and other advisors, investment bankers, insurers and all other representatives (whether past, present or future) of each person and entity identified in subparts (a) through (g) above, both individually and collectively):

all claims, demands, rights, liabilities and causes of action of any nature whatsoever, whether known or unknown, including, without limitation, any claims, whether direct, derivative, representative or in any other capacity, arising under federal, state, local, statutory or common law or any other law, rule or regulation, including the law of any jurisdiction within or outside of the United States that are based upon, arise out of, or relate, directly or indirectly, to the purchase, other acquisition, sale or other disposition of any of the securities of DVI, including common stock and debt securities, during the Class Period, and all facts, statements or omissions that were or could have been alleged in the Litigation, including all claims that any Releasor does not know or suspect to exist, which, if known by him, her or it, might affect his, her or its agreement to release the Released Parties and the Released Claims, or might affect his, her or its decision to object or not to object to the Settlement.

Specifically excluded from this release are all named Defendants in the Litigation other than Thomas J. Pritzker, The Pritzker Organization, LLC, and unknown members of the Pritzker family, John Does 1 through 10. Included within this release are unknown members of the Pritzker family identified in the operative complaint as John Does 1 through 10).

Furthermore, upon the Effective Date of the Settlement, Lead Plaintiffs, all Releasors (including all 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 principals of common law, including § 1542 of the California Civil Code and any provision that 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.

This means that, upon Court approval, all Releasors (including all Class Members) will be permanently barred from asserting any Released Claims, including any known or unknown claims related to this Litigation against Thomas J. Pritzker, The Pritzker Organization, LLC, and all other Released Parties, including unknown members of the Pritzker family, John Does 1 through 10. In addition, if the Court approves the Settlement, Thomas J. Pritzker and The Pritzker Organization, LLC, will be precluded from suing the Lead Plaintiffs, Class Members, or Lead Counsel for indemnity or contribution arising out of the Litigation, provided, however, that any Pritzker Defendant may assert any such claim against any party that initiates a lawsuit or claim against it.

C. The Settlement Benefits

Under the terms of the Stipulation, The Pritzker Organization, LLC, has paid \$7,000,000, which has been deposited into a settlement account on behalf of the Class (the "Settlement Fund"). After the Effective Date, the Settlement Fund will be distributed to eligible Class Members who send in valid Proof of Claim forms with the requested documentation, after payment of Court-approved legal fees, attorney and Lead Plaintiff expenses and the costs of claims administration, including the costs of printing and mailing this Notice and the cost of publishing newspaper notice (the "Net Settlement Fund").

D. Plan of Allocation

Your share of the Net Settlement Fund will depend upon: (a) the number of valid Proof of Claim forms that Class Members have submitted (the fewer the number of Class Members who choose to participate in the Settlement, the larger the recovery for each participant); (b) the number of shares of DVI common stock and/or DVI 9%% Senior Notes you purchased during the Class Period; and (c) when you bought and sold them.

In order to recover damages, you must have suffered an actual monetary loss on the shares of DVI common stock and/or the units of DVI 9%% Senior Notes that you purchased during the Class Period. For shares or units that you purchased and sold during the Class Period, the purchase price must have been greater than the sales price.

Recognized Loss Formula. The Net Settlement Fund shall be distributed to Authorized Claimants, which are those Class Members who file timely and valid claims. The Claims Administrator shall determine each Authorized Claimant's *pro rata* share of the Net Settlement Fund based upon a formula which takes into account which type of security was purchased (DVI common stock or DVI 9%% Senior Notes) and the amount of each security purchased, among other things (the "Recognized Loss Formula"). The Recognized Loss Formula, which provides each Authorized Claimant with his, her, or its "Recognized Loss," as defined below, is not intended to be an estimate of the amount which a Class Member would recover after trial; nor is it an estimate of the amount that will be paid to Authorized Claimants pursuant to the Settlement. The Recognized Loss Formula is the basis upon which the Net Settlement Fund will be allocated to the Authorized Claimants.

The Recognized Loss Formula per DVI common share will be calculated as follows:

- (a) if Authorized Claimant purchased and sold DVI common stock at a loss during the period August 10, 1999 through the close of trading on August 13, 2003, an Authorized Claimant's "Recognized Loss" shall be the difference between the amount paid by the Authorized Claimant for his, her or its DVI common stock, excluding commissions, less the amount received after commissions from the sale of such stock;

- (b) if Authorized Claimant purchased DVI common stock during the period August 10, 1999 through the close of trading on August 13, 2003, and held those shares through the close of trading on August 13, 2003, an Authorized Claimant's "Recognized Loss" shall be the difference between the amount paid by the Authorized Claimant for his, her or its DVI common stock, excluding commissions, and \$0.12 per share, the 90-day average closing price of DVI's common stock after the Class Period.

The Recognized Loss Formula per DVI 9½% Senior Notes will be calculated as follows:

- (a) if Authorized Claimant purchased and sold DVI 9½% Senior Notes at a loss during the period August 10, 1999 through the close of trading on August 13, 2003, an Authorized Claimant's "Recognized Loss" shall be the difference between the amount paid by the Authorized Claimant for his, her or its DVI 9½% Senior Notes, excluding commissions, less the amount received after commission from the sale of such notes;
- (b) if Authorized Claimant purchased DVI 9½% Senior Notes during the period August 10, 1999 through the close of trading on August 13, 2003, and held those notes through the close of trading on August 13, 2003, an Authorized Claimant's "Recognized Loss" shall be the difference between the amount paid by the Authorized Claimant for his, her or its DVI 9½% Senior Notes, excluding commissions, and \$20.82 per note, the 90-day average closing price of DVI's 9½% Senior Notes after the Class Period.

Class Members who did not suffer a Recognized Loss, as calculated above, will not be entitled to participate in the Net Settlement Fund. In the event a Class Member has more than one purchase or sale of DVI common stock or DVI 9½% Senior Notes, all purchases and sales of DVI securities shall be matched on a First In First Out ("FIFO") basis, including securities held as of the beginning of the Class Period. Any transactions resulting in a gain shall be excluded. The covering purchase of a short sale is not an eligible purchase.

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

V. CONSEQUENCES OF CLASS MEMBERSHIP AND CLASS MEMBERS' RIGHTS

For those Members of the Class who *did not* submit a valid Proof of Claim form in the November 17, 2006 Settlement, the November 5, 2007 Settlement or the April 30, 2008 Settlement, as described herein, and who wish to remain in the Class and participate in this Settlement, you *must* file your Proof of Claim attached hereto by June 30, 2009.

For those Members of the Class who submitted a valid Proof of Claim form in the November 17, 2006 Settlement, the November 5, 2007 Settlement, or the April 30, 2008 Settlement, and who wish to remain in the Class, your Proof of Claim form in the November 17, 2006 Settlement, the November 5, 2007 Settlement or the April 30, 2008 Settlement, will serve as your Proof of Claim form in this Settlement and you are eligible to remain in the Class and participate in this Settlement without needing to submit another Proof of Claim form.

If you remain in the Class, then: (a) your interests in the Litigation will be represented by Lead Counsel for the Class, as identified in Section III above; (b) you will not have to pay any of Lead Counsel's attorneys' fees or expenses, except to the extent the Court may direct that such fees and expenses be paid out of any settlements or recoveries obtained for the Class (including the Settlement); (c) you may be entitled to share in the benefits of any settlements or recoveries obtained in the Litigation, and you will be bound by any such settlements (including the Settlement) and by any favorable or unfavorable judgments entered in the Litigation; (d) you will have the right to appear and be heard regarding Court approval of the Settlement and any future settlements, and any applications for payment of attorneys' fees and expenses; (e) you will have the right to receive notice of and object to any settlements (including the Settlement); and (f) you and all other Releasers will lose the right to sue any Released Party for any Released Claim (as those phrases are defined in the Stipulation).

If you elect to remain in the Class, you have the right to object to the Settlement in the manner set forth below. If your objection is rejected, you will be bound by the Settlement and the releases described herein, just as if you had not objected.

If you do not wish to have your interests represented by Lead Counsel for the purpose of appearing, objecting to, and/or otherwise being heard regarding the Settlement and/or any future settlements or applications for payment of attorneys' fees and expenses, you may enter a separate appearance through counsel of your choice, or personally, at your own expense.

In order for you to benefit from any future recoveries against other Defendants in the Litigation, should there be any, you should retain copies of all records pertaining to your ownership of, as well as all purchases and sales of, DVI common stock and DVI 9½% Senior Notes during August 10, 1999 through August 13, 2003 inclusive.

VI. HOW TO EXCLUDE YOURSELF FROM THE CERTIFIED CLASS AND THE SETTLEMENT

Under the law, you have the right to exclude yourself from the Class certified by the Court. You may exclude yourself from the Class if you wish to pursue a separate lawsuit against the defendants, or for any reason at all. If you exclude yourself from the Class, you will not be entitled to participate in any recovery by such Class in the Litigation, including this Settlement, and you will not be bound by the Settlement or any settlement in the Litigation, or by any favorable or unfavorable judgment in the Litigation.

If you do not wish to remain a Member of the Class, then you must timely request in writing to be excluded from the Class. Your request for exclusion must legibly set forth your name and address, and must include a statement that you wish to be excluded from the Class in the DVI, Inc. Securities Litigation. Your request for exclusion must be sent

by submitted to and *received* by the Claims Administrator at the address below no later than March 26, 2009, which is twenty (20) days prior to the date initially scheduled by the Court for the Fairness Hearing:

DVI, Inc. Securities Litigation
c/o Strategic Claims Services
Exclusions
Claims Administrator
600 N. Jackson Street, Suite 3
Media, PA 19063
www.strategicclaims.net
(610) 565-9202

If you request exclusion from the Class on behalf of any person, entity, or individual other than yourself (such as, for example, a trust, a minor, or a pension fund), you also must state the basis of your legal authority to make a request for exclusion on behalf of that person, entity, or other individual.

In order to ensure proper processing of your request for exclusion, please include with the request the Social Security Number or Taxpayer Identification Number of the person, entity, or individual requesting exclusion from the Class, as well as a list stating the DVI, Inc. securities purchased and/or sold during the Class Period, and the date or dates of each such purchase and sale.

VII. SUBMISSION AND PROCESSING OF PROOFS OF CLAIM

For those Members of the Class who did not submit a valid and timely Proof of Claim form in the November 17, 2006 Settlement, the November 5, 2007 Settlement or in the April 30, 2008 Settlement, as described herein, in order to be eligible to receive any distribution from this Settlement, you must complete and sign the accompanying Proof of Claim and Release form and send it by first class mail postmarked on or before June 30, 2009, addressed as follows:

DVI, Inc. Securities Litigation
c/o Strategic Claims Services
Claims Administrator
600 N. Jackson Street, Suite 3
Media, PA 19014
www.strategicclaims.net
(610) 565-9202

If you do not timely submit a proper Proof of Claim form, you will not be entitled to any share of the Net Settlement Fund.

For those Members of the Class who submitted a valid and timely Proof of Claim form in the November 17, 2006 Settlement, the November 5, 2007 Settlement, or in the April 30, 2008 Settlement, that Proof of Claim form will serve as your Proof of Claim form in this Settlement and you are automatically eligible for recovery in this Settlement without needing to submit another Proof of Claim form.

Each Claimant shall be deemed to have submitted to the jurisdiction of the United States District Court for the Eastern District of Pennsylvania with respect to his, her or its Proof of Claim. The Court has reserved jurisdiction to allow, disallow, or adjust any claim on equitable grounds.

Nominees who purchased or acquired DVI common stock or DVI 9 $\frac{7}{8}$ % Senior Notes for the benefit of another person or entity during the Class Period are requested to send the Notice and the Proof of Claim to all such beneficial owners of those securities within ten (10) days after receipt thereof, or send a list of the names and addresses of such beneficial owners to the Claims Administrator within ten (10) days of receipt thereof in which event the Claims Administrator shall promptly mail the Notice and Proof of Claim to such beneficial owners.

VIII. STATEMENT OF ATTORNEYS' FEES AND COSTS SOUGHT

Lead Counsel has expended considerable time and effort in the prosecution of this litigation on a contingent fee basis and has advanced substantial expenses for the litigation, in the expectation that if they were successful in obtaining a recovery for the Class they would be paid from such recovery. Plaintiffs' Lead Counsel intends to apply to the Court for an award of attorneys' fees in the amount of \$2,333,333, which represents 33 $\frac{1}{3}$ % of the Settlement Amount, and for reimbursement of expenses incurred in connection with the prosecution of this Litigation, of not more than \$2,300,000.00, both of which shall be paid to Plaintiffs' Lead Counsel from the Settlement Fund with interest from the date such Settlement Fund was funded to the date of payment at the same interest rate that the Settlement Fund earns. Lead Counsel has incurred substantial costs in litigating this case, including costs associated with numerous depositions and retentions of experts. The amount of cost reimbursement requested, \$2,300,000.00, represents slightly less than the amount of unreimbursed costs Lead Counsel has incurred through November 30, 2008. Thomas J. Pritzker and The Pritzker Organization, LLC, and their counsel do not oppose the request for attorneys' fees and take no position on the request for reimbursement of expenses. Lead Counsel, without further notice to the Class, may subsequently apply to the Court for expenses incurred in connection with administering and distributing the proceeds of the Settlement to the Class Members.

IX. NOTICE OF SETTLEMENT HEARING

A hearing on the proposed Settlement (the "Settlement Hearing") will be held on April 15, 2009 at 10:30 a.m. before the Honorable Legrome D. Davis in the U.S. District Court for the Eastern District of Pennsylvania, 601 Market Street, Room #6614, Philadelphia, Pennsylvania, 19102. The purpose of the Settlement Hearing will be to consider and/or determine: (a) whether the Stipulation is fair, reasonable and adequate and in the best interests of the Class and should be finally approved; (b) whether a Class shall be certified for purposes of the Settlement; (c) whether the Order of Final Judgment and Dismissal, as provided in the Stipulation, should be approved and entered; (d) whether the Plan of Allocation proposed by Lead Counsel or some other allocation methodology is fair, reasonable, adequate and in the best interests of the Class and should be approved; (e) applications for any award of attorneys' fees, costs and expenses; and (f) such of these and such other matters as the Court may deem appropriate.

Any member of the Class who has not requested exclusion may appear at the Settlement Hearing to show cause why the proposed Settlement should not be approved, why the Litigation should not be dismissed with prejudice as against Thomas J. Pritzker, The Pritzker Organization, LLC, and unknown members of the Pritzker family, John Does 1 through 10, or why Lead Counsel should not be awarded attorneys' fees and reimbursement of expenses; provided, however, that no such person shall be heard, unless his, her or its objection or opposition is made in writing and filed, together with copies of any and all supporting papers and briefs, with the Court no later than March 23, 2009, with copies sent to:

Attorneys for Lead Plaintiffs:
KRISLOV & ASSOCIATES, Ltd.
Clinton A. Krislov
Michael R. Karnuth
Civic Opera Building
20 N. Wacker Dr., Suite 1350
Chicago, IL 60606

Attorneys for Thomas J. Pritzker and
The Pritzker Organization, LLC:
David E. Ross
CONNOLLY BOVE LODGE & HUTZ LLP
1007 North Orange Street, Suite 900
Wilmington, Delaware 19801

The Claims Administrator:
STRATEGIC CLAIMS SERVICES
600 N. Jackson Street
Suite 3
Media, PA 19063

Once an objection to the proposed Settlement is made, it cannot be withdrawn without the Court's approval. Unless otherwise ordered by the Court, any Member of the Class who does not make his, her, or its objection or opposition in the manner provided above shall be deemed to have waived all objections and opposition to the fairness, reasonableness and adequacy of the proposed Settlement.

X. MULTIPLE MAILINGS AND CHANGE OF ADDRESS

If you receive multiple copies of this Notice, it may be because you had multiple brokerage accounts, holdings or transactions in DVI, Inc. securities.

If this Notice was sent to a wrong address, or if your address changes in the future, please send prompt written notification of your correct address to the Claims Administrator at the address stated at the end of this Notice.

FOR MORE INFORMATION

This Notice contains only a summary of the Litigation and the terms of the proposed Settlement. Anyone interested in more detail regarding the Litigation is invited to: (1) visit the Office of the Clerk of the United States District Court for the Eastern District of Pennsylvania at 601 Market Street, Philadelphia, PA, during regular business hours, to inspect the Stipulation, the pleadings, and the other papers maintained there in Case No. 2:03-CV-05336-LDD; and/or (2) contact the Claims Administrator at the following address:

DVI Inc. Securities Litigation
c/o Strategic Claims Services
Claims Administrator
600 N. Jackson St., Suite 3
Media, PA 19063
www.strategicclaims.net
(610) 565-9202

ALL INQUIRIES CONCERNING THIS NOTICE OF PENDENCY AND OF SETTLEMENT OR THE PROOF OF CLAIM FORM BY CLASS MEMBERS SHOULD BE MADE TO THE CLAIMS ADMINISTRATOR IN WRITING AT THE ADDRESS INDICATED IMMEDIATELY ABOVE.

DO NOT TELEPHONE THE COURT REGARDING THIS NOTICE

Dated: February 3, 2009

BY ORDER OF THE COURT
UNITED STATES DISTRICT COURT FOR
THE EASTERN DISTRICT OF PENNSYLVANIA

**IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF PENNSYLVANIA**

In Re DVI, Inc. Securities Litigation	X : : : X	Case No. 2:03-CV-5336-LDD
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Must be Postmarked No Later Than June 30, 2009

**In re DVI, Inc. Securities Litigation
c/o Strategic Claims Services
Claims Administrator
600 N. Jackson Street, Suite 3
Media, PA 19063
(610) 565-9202
www.strategicclaims.net**

PROOF OF CLAIM AND RELEASE

I. GENERAL INSTRUCTIONS

If you did not submit a valid and timely Proof of Claim and Release form in the November 17, 2006 settlement, the November 5, 2007 settlement, or in the April 30, 2008 settlement, as described below, to recover as a Member of the Class based on your claims in the action titled *In re DVI, Inc. Securities Litigation*, 2:03-CV-05336-LDD (the "Litigation"), you must complete and, on page 10 hereof, sign this Proof of Claim and Release, and submit the requested documentation. If you fail to file or properly complete the Proof of Claim and Release, or fail to provide the required documentation, your claim may be rejected and you may be precluded from obtaining any recovery from the Net Settlement Fund created in connection with the proposed Settlement of the Litigation.

If you submitted a valid and timely Proof of Claim and Release form in the November 17, 2006 settlement, the November 5, 2007 settlement, or in the April 30, 2008 settlement, that Proof of Claim and Release form will serve as a proper Proof of Claim and Release form in this Settlement and you are eligible to recover in this Settlement without needing to submit another Proof of Claim form.

Submission of a timely and valid Proof of Claim and Release form in this Settlement or a timely and valid Claim and Release form in the November 17, 2006 settlement, the November 5, 2007 settlement, or in the April 30, 2008 settlement, however, does not assure that you will share in the proceeds of this Settlement. The Claims Administrator will review your Proof of Claim and supporting documentation to determine if you are entitled to a distribution.

If You Did Not Submit a Timely and Valid Proof of Claim and Release Form in the November 17, 2006 settlement, the November 5, 2007 settlement, or in the April 30, 2008 settlement, You Must Mail A Completed And Signed Proof Of Claim And Release, With Appropriate Documentation, Postmarked On Or Before June 30, 2009, Addressed As Follows:

In Re DVI, Inc. Securities Litigation
Claims Administrator
c/o Strategic Claims Services
600 N. Jackson Street, Suite 3
Media, PA 19063
www.strategicclaims.net
(610) 565-9202

If you are NOT a Member of the Class, as defined in the Notice of Pendency of Certified Class and of Settlement ("Notice"), DO NOT submit a Proof of Claim and Release form.

If you are a Member of the Class and you do not timely request exclusion, you will be bound by the terms of any judgment entered in the Litigation, including the release of all Released Claims by all Releasers against all Released Parties, WHETHER OR NOT YOU SUBMIT A PROOF OF CLAIM AND RELEASE FORM.

II. DEFINITIONS

1. "Defendants" means Michael A. O'Hanlon ("O'Hanlon"), Steven R. Garfinkel ("Garfinkel"), John P. Boyle ("Boyle"), Gerald Cohn ("Cohn"), Harry T.J. Roberts ("Roberts"), Richard E. Miller ("Miller"), Anthony J. Turek ("Turek"), Terry Cady ("Cady"), Deloitte & Touche, LLP ("Deloitte"), Merrill Lynch & Co., Inc. ("Merrill Lynch"), Radnet Management,

Inc. (“Radnet”), Thomas Pritzker and The Pritzker Organization LLC (collectively, the “Pritzker Defendants”), as well as certain unnamed Pritzker family members, and Clifford Chance LLP and Clifford Chance US LLP (collectively, “Clifford Chance”).

2. The “November 17, 2006 Settlement” means the settlement agreement in which Plaintiffs settled their claims against three former Defendants referred to as “special relationship” entities, OnCure Medical Corp., Dolphin Medical, Inc., and Presgar Imaging LC, pursuant to an order entered by the court dated November 17, 2006, approving the terms of the settlement.

3. The “November 5, 2007 Settlement” means the settlement agreement in which Plaintiffs settled their claims against three former Defendants who were certain former directors of DVI, Nathan Shapiro (“Shapiro”), William S. Goldberg (“Goldberg”), and John E. McHugh (“McHugh”);

4. The “April 30, 2008 Settlement” means the settlement agreement in which Plaintiffs settled their claims against former Defendant Merrill Lynch & Co., Inc. (“Merrill Lynch”), which was a former lender and underwriter to DVI;

5. All capitalized terms used in this Proof of Claim and Release are as defined in the Stipulation and Notice.

III. CLAIMANT IDENTIFICATION (How To Identify Yourself)

1. If you purchased DVI common stock and/or DVI 9% Senior Notes during the period of August 10, 1999 through August 13, 2003, inclusive, and the stock certificate(s) and/or note(s) are in your name, you are the beneficial owner as well as the record owner of the stock and note. If, however, the stock certificate(s) and/or note(s) are registered in the name of a third party, such as a nominee or brokerage firm, you are only the beneficial owner of the shares and/or notes, and the nominee or brokerage firm is the record holder.

2. This Claim Must Be Filed By The Actual Beneficial Purchaser, Or Legal Representative Of Such Beneficial Purchaser of the DVI common stock and/or DVI 9% Senior Notes, Upon Which These Claims Are Based.

3. All joint purchasers of DVI common stock and 9% Senior Notes must sign this Proof of Claim and Release. Executors, administrators, guardians, conservators and trustees must complete and sign this Proof of Claim and Release on behalf of Persons represented by them. A copy of proof of their authority must accompany this Proof of Claim and Release. Their titles or capacities must be stated. Failure to provide the foregoing information could delay verification of your Claim or result in rejection of the Claim.

IV. CLAIM FORM

1. Use Part VIII entitled “Schedule of Transactions in DVI common stock and 9% Senior Notes,” to supply all required information regarding your ownership of and transaction(s) in these DVI securities. If you need more space or additional schedules, attach separate sheets. In the attachment, you should give all of the required information in substantially the same form. Sign and print or type your name on each additional sheet.

2. On the schedules, provide all the requested information with respect to *all* of your purchases and *all* of your sales of DVI common stock and DVI 9% Senior Notes which took place beginning August 10, 1999 through August 13, 2003, inclusive. Failure to report all such transactions may result in the rejection of your claim.

3. List each transaction separately and in chronological order, by trade date, beginning with the earliest date. You must accurately provide the type of security purchased or sold, the month, day and year of each transaction you list, along with the quantity and selling price.

4. Any loans of DVI securities to Persons engaged in a “short sale” are not considered a sale.

5. You must attach photocopies of documentation of all your transactions in DVI securities. This includes broker confirmation slips, broker statements, relevant portions of federal or state tax returns, or other documentation. Failure to provide this documentation will delay verification of your claim and could result in rejection of your claim. Do not send original documents.

6. The Claims Administrator may request additional information as required to calculate your claim. In some cases, where the Claims Administrator cannot perform the calculation accurately or at a reasonable cost to the Class, the Claims Administrator may require the production of additional information. In certain exceptional cases, calculating a claim may require the hiring of an accounting expert at the claimant’s expense.

Notice Regarding Electronic Files: Certain claimants with a large number of transactions, such as institutional holders, may ask (or be asked) to submit claim information in an electronic format. The Claims Administrator will decide when electronic filing of information will be authorized. In these cases, all claimants **must** still submit a manually signed paper Proof of Claim and Release form. The Proof of Claim and Release form must list all the data and transactions, whether or not they are also submitted electronically. Only electronic files authorized by the Claims

Administrator will be considered properly submitted. The Claims Administrator will issue a written acknowledgment of receipt and acceptance of electronically submitted data to the claimant.

V. CLASS MEMBER SUBMISSION TO THE JURISDICTION OF THE COURT

Each Class Member who signs and submits a Proof of Claim and Release agrees to the following:

I/(We) submit this Proof of Claim and Release under the terms of the Stipulation of Settlement described in the Notice. I/(we) also submit to the jurisdiction of the United States District Court for the Eastern District of Pennsylvania. The Court has jurisdiction over my/(our) claim and the enforcement of the release granted. I/(we) acknowledge that I am/(we are) bound by the terms of any judgment in the Litigation, including the release by all Releasors of all Released Claims against all Released Parties. I/(we) agree to furnish additional information to the Claims Administrator to support this claim if necessary. I/(we) have not submitted any other claim covering the same acquisitions or sales of DVI common stock and/or DVI 9% Senior Notes. I/(we) know of no other Person having done so on my/(our) behalf.

VI. RELEASE

1. If you remain a Class Member, you and all other Releasors release all Released Claims against the Released Parties. This means you give up all rights to sue concerning the Released Claims. Specifically, all Class Members and their representatives will be forever barred from any legal prosecution of the Released Claims against any of the Released Parties.

2. "Released Parties" means defendants Thomas J. Pritzker and The Pritzker Organization, LLC, as well as (a) all lineal descendants of Nicholas J. Pritzker (deceased), and their spouses (whether past, current or future) and their children (whether now living, deceased or unborn) who are not otherwise lineal descendants of Nicholas J. Pritzker (deceased); (b) all trusts (whether past, current or future, direct or indirect, vested or contingent) for the benefit of the individuals identified in subpart (a) above; (c) all trustees (whether past, current or future) of the trusts identified in subpart (b) above; (d) all entities (including, but not limited to, corporations, partnerships, associations, limited liability companies, sole proprietorships, business trusts, and charitable foundations), whether past, present or future, directly or indirectly owned or controlled by any individual, trust or trustee identified in subpart (a), (b) or (c) above (including, but not limited to, Diversified Capital, L.L.C., that provides services principally for individuals, trusts, trustees, and entities identified in subpart (a), (b), (c) and (d) above, and Pritzker and Pritzker, an entity whose partners are certain individuals identified in subpart (a) above); (e) International Financial Advisors, Inc., an Illinois corporation that provides services to certain trustees identified in subpart (c) above of certain trusts identified in subpart (b) above and certain entities identified in subpart (d) above; (f) Diversified Financial Management Corp., a Delaware corporation that provides services to certain trustees identified in subpart (c) above of certain trusts identified in subpart (b) above and certain entities identified in subpart (d) above; (g) U.S. Financial Advisors, Inc., an Illinois corporation that provides services to certain trustees identified in subpart (c) above of certain trusts identified in subpart (b) above and certain entities identified in subpart (d) above; and, (h) all current, former and future heirs, executors, estates, administrators, predecessors, successors, assigns, direct and indirect parents, subsidiaries, affiliates, stockholders, members, owners, directors, managing directors, partners, principals, officers, employees, agents, associates, attorneys, accountants, consultants, financial and other advisors, investment bankers, insurers and all other representatives (whether past, present or future) of each person and entity identified in subparts (a) through (g) above, both individually and collectively. Specifically excluded from this release are all named Defendants in the Litigation other than Thomas J. Pritzker, The Pritzker Organization, LLC, and unknown members of the Pritzker family, John Does 1 through 10. The Settling Parties agree that included within this release are unknown members of the Pritzker family identified in the operative complaint as John Does 1 through 10.

3. "Released Claims" means all claims, demands, rights, liabilities and causes of action of any nature whatsoever, whether known or unknown, including, without limitation, any claims, whether direct, derivative, representative or in any other capacity, arising under federal, state, local, statutory or common law or any other law, rule or regulation, including the law of any jurisdiction within or outside of the United States that are based upon, arise out of, or relate, directly or indirectly, to the purchase, other acquisition, sale or other disposition of any of the securities of DVI, including common stock and debt securities, during the Class Period, and all facts, statements or omissions that were or could have been alleged in the Litigation. Released Claims includes all claims that any Releasor does not know or suspect to exist, which, if known by him, her or it, might affect his, her or its agreement to release the Released Parties and the Released Claims, or might affect his, her or its decision to object or not to object to the Settlement. This release does not and will not affect any claim asserted or to be asserted against named Defendants in the Litigation other than the Pritzker Defendants and unknown members of the Pritzker family, John Does 1 through 10.

4. "Releasors" means Lead Plaintiffs and all other Class Members, whether or not any such Person submits a Proof of Claim and Release or shares in the Settlement Fund, on behalf of themselves and each of their present or past

subsidiaries and affiliates, and their respective heirs, executors, estates, administrators, predecessors, successors, assigns, parents, subsidiaries, associates, affiliates, employers, employees, agents, consultants, insurers, directors, managing directors, officers, partners, principals, members, attorneys, accountants, financial and other advisors, investment bankers, underwriters, lenders, and any other representatives of any of these Persons and entities, as well as anyone claiming through or on behalf of any of the foregoing.

5. Furthermore, upon the Effective Date, all Releasors will be forever barred and enjoined from commencing, instituting, prosecuting or continuing to prosecute any action or other proceeding in any court of law or equity, arbitration tribunal, or administrative forum, asserting any Released Claim against any of the Released Parties. All Releasors also 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, including § 1542 of the California Civil Code and any provision that 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.

6. The Releasors may hereafter discover facts in addition to or different from those that any of them now knows or believes to be true with respect to the subject matter of the Released Claims, but each Lead Plaintiff shall expressly have, and each Releasor shall be deemed to have, and by operation of 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, that 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 that is reckless, intentional, with or without malice, or breach of any duty, law or rule, without regard to the subsequent discovery or existence of such different or additional facts. The Lead Plaintiffs acknowledge, and the Releasors shall be deemed to have acknowledged, and by operation of judgment shall have acknowledged, that the foregoing waiver was separately bargained for and is a key element of the Settlement.

7. In addition, if the Court approves the Settlement, to the maximum extent permitted by law, the Court will permanently bar, enjoin and restrain (1) any other Person who is or may be liable to Lead Plaintiffs and/or the Class, including without limitation the other Defendants in the Litigation and any other Persons later named as defendants in the Litigation, and the successors and assigns of any of them, from commencing, prosecuting or asserting any action, claim, cross-claim, counterclaim, third-party or other claim against the Pritzker Defendants or any other Released Party for indemnification or contribution or otherwise seeking the recovery of all or part of any actual or threatened liability or settlement which they pay or are obligated to pay or agree to pay arising out of such Person's or Persons' participation in any acts, facts, statements or omissions giving rise to any claims that were or could have been alleged in the Litigation; and (2) all claims by the Pritzker Defendants against any Person for indemnity or contribution arising out of the Litigation, provided, however, that any Pritzker Defendant may assert any such claim against any party that initiates a lawsuit or claim against it.

8. This release shall only be in force when the Court approves the Settlement and it becomes effective on the Effective Date (as defined in the Stipulation).

9. I/(We) guarantee that I (we) have not assigned or transferred (or purported to assign or transfer), voluntarily or involuntarily, any Released Claim or any other part or portion thereof.

C. SALES: Below, please list all sales of DVI common stock and DVI 9½% Senior Notes Sold on or after August 10, 1999 to August 13, 2003 inclusive (*must be documented*).

I (We) made the following sales of DVI common stock and DVI 9½% Senior Notes between (and including) August 10, 1999 and August 13, 2003:

DVI Security Sold (Identify Common Stock or 9½% Senior Notes)	Sale (Trade) Date (List Chronologically) (Month / Day / Year)	Number of Shares of DVI Stock or 9½% Senior Notes Sold	Sales Price Per Share or Per Note	Total Proceeds (Excluding Commissions, Taxes, and Fees)
			\$	\$
			\$	\$
			\$	\$
			\$	\$

Please attach pages for additional transactions as necessary. Please sign and print or type your name on each additional sheet.

D. ENDING HOLDINGS:

1. At the close of trading on August 13, 2003, I/(we) owned _____ shares of DVI common stock (write none or zero ("0"), if no shares were owned on that date) (*must be documented*).

2. At the close of trading on August 13, 2003, I/(we) owned _____ notes (\$1,000 face value) of DVI 9½% Senior Notes (write none or zero ("0"), if no notes were owned on that date) (*must be documented*).

For each transaction and holding listed above, you must attach a legible copy of a broker's confirmation, monthly statement, correspondence, relevant portions of a tax return or other documentation confirming the above listed transaction(s) in DVI securities. Do not submit originals of such documents.

I (We) guarantee that I/(we) have included complete information about all of my/(our) purchases and sales of DVI securities, which occurred between August 10, 1999 and August 13, 2003, inclusive.

CERTIFICATION

I (We) certify that I am (we are) not subject to backup withholding under the provisions of Section 3406 (a)(1) (c) of the Internal Revenue Code because: (a) I am (we are) exempt from backup withholding; (b) I (we) have not been notified by the Internal Revenue Service ("IRS") that I am (we are) subject to backup withholding as a result of a failure to report all interest or dividends; or (c) the IRS has notified me (us) that I am (we are) no longer subject to backup withholding.

NOTE: If you have been notified by the IRS that you are subject to backup withholding, please strike out the language that you are not subject to backup withholding in the immediately preceding paragraph.

I (We) certify under penalty of perjury under the laws of the United States of America that the information included in this claim form (and any additional sheets) is true and correct, that this claim is being submitted by or on behalf of a Class Member, and that this is the only claim being made with respect to these DVI Securities, executed this _____ day of _____, 2009 in _____, (City) (State/Country)

Signature of Claimant

(Type or Print Your Name Here)

Capacity of person(s) signing if other than in an individual capacity, e.g., Beneficial Owner, Executor, or Administrator

Signature of Joint Claimant, if any

(Type or Print Your Name Here)

Capacity of person(s) signing if other than in an individual capacity, e.g., Beneficial Owner, Executor, or Administrator

This Proof Of Claim Must Be Postmarked No Later Than June 30, 2009 And Be Mailed To:

In re: DVI Inc. Securities Litigation
c/o Strategic Claims Services
600 N. Jackson Street, Suite 3
Media, PA 19063
www.strategicclaims.net

Reminder Checklist:

1. Please complete and sign the release and certification.
2. Remember to attach supporting documentation.
3. Do not send originals of stock certificates or other documents.
4. Keep a copy of your claim form for your records, including any attachments or supporting documents.
5. If you desire an acknowledgement of receipt of your claim form, please send it Certified Mail, Return Receipt Requested.
6. If you move, please send us your new address.

In re: DVI, Inc. Securities Litigation
c/o Strategic Claims Services
Claim Administrator
600 N. Jackson Street, Suite 3
Media, PA 19063

FIRST CLASS MAIL
U.S. POSTAGE
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PHILADELPHIA, PA

FIRST CLASS MAIL

PLEASE FORWARD — IMPORTANT LEGAL NOTICE