



EXHIBIT C

IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

IN RE AGILITI, INC. STOCKHOLDER) (CONSOLIDATED)
LITIGATION) C.A. No. 2024-1247-MTZ

**SUMMARY NOTICE OF PENDENCY OF STOCKHOLDER CLASS
ACTION AND PROPOSED SETTLEMENT, SETTLEMENT HEARING,
AND RIGHT TO APPEAR**

TO: All record holders and beneficial owners of shares of Agiliti, Inc. (“Agiliti”) stock whose shares were exchanged for or who had the right to receive \$10.00 per share in cash in exchange for their Agiliti stock in connection with the merger transaction with Thomas H. Lee Partners, L.P. and THL Agiliti LLC (collectively, “THL”) that closed on May 7, 2024 (the “Merger”) including their heirs, successors in interest, successors, transferees, and assigns.¹

PLEASE READ THIS SUMMARY NOTICE CAREFULLY. YOUR RIGHTS WILL BE AFFECTED BY A CLASS ACTION LAWSUIT PENDING IN THIS COURT.

YOU ARE HEREBY NOTIFIED, pursuant to an Order of the Court of Chancery of the State of Delaware (the “Court”), that the above-captioned stockholder class action (the “Action”) is pending in the Court.

YOU ARE ALSO NOTIFIED that (i) Plaintiff Eric M. Maglione (“Maglione” or “Plaintiff”), individually and on behalf of the Class; (ii) THL, Thomas J. Leonard, Scott M. Sperling, Michael A. Bell, Joshua M. Nelson, Megan M. Preiner, and James B. Pekarek (collectively, the “THL and Agiliti Defendants”); (iii) John L. Workman, Diane B. Patrick, Gary L. Gottlieb, and C. Martin Harris (collectively, the “Special Committee Defendants,” and together with the THL and Agiliti Defendants, the “Defendants”); and (iv) Agiliti (together with Plaintiff and Defendants, the “Settling Parties,” and each a “Party”) have reached a proposed settlement for \$32,000,000 in

¹ Certain persons and entities are excluded from the Class by definition, as set forth in the full Notice of Pendency of Stockholder Class Action and Proposed Settlement, Settlement Hearing, and Right to Appear (the “Notice”), available at [https:// \[redacted\]](https://[redacted]). Any capitalized terms used in this Summary Notice that are not otherwise defined in this Summary Notice shall have the meanings given to them in the Notice.

cash (the “Settlement”). The terms of the Settlement are stated in the Stipulation and Agreement of Settlement, Compromise, and Release between Plaintiff, Defendants and Agiliti, dated May 18, 2026 (the “Stipulation”), a copy of which is available at [https:// \[88 \]](https:// [88]). If approved by the Court, the Settlement will resolve all claims in the Action as against Defendants.

A hearing (the “Settlement Hearing”) will be held on _____, **2026 at ___:___ .m.**, before The Honorable Morgan T. Zurn, Vice Chancellor, either in person at the Court of Chancery of the State of Delaware, New Castle County, Leonard L. Williams Justice Center, 500 North King Street, Wilmington, Delaware 19801, or remotely by Zoom (in the discretion of the Court), to, among other things: (i) determine whether the proposed Settlement on the terms and conditions provided for in the Stipulation is fair, reasonable, and adequate to the Class, and should be approved by the Court; (ii) determine whether a Judgment, substantially in the form attached as Exhibit D to the Stipulation, should be entered dismissing the Action with prejudice as against Defendants; (iii) determine whether the proposed Plan of Allocation of the Net Settlement Fund is fair and reasonable, and should therefore be approved; (iv) determine whether the application by Plaintiff’s counsel for an award of attorneys’ fees and expenses, and any incentive awards to Plaintiff, should be approved; (vi) hear and rule on any objections to the Settlement, the proposed Plan of Allocation, and/or to the application by Plaintiff’s Counsel for an award of attorneys’ fees and expenses, including any incentive awards to Plaintiff; and (vii) consider any other matters that may properly be brought before the Court in connection with the Settlement. Any updates regarding the Settlement Hearing, including any changes to the date or time of the hearing or updates regarding in-person or remote appearances at the hearing, will be posted to the Settlement website, [https:// \[88 \]](https:// [88]).

If you are a member of the Class, your rights will be affected by the pending Action and the Settlement, and you may be entitled to share in the Net Settlement Fund. If you have not yet received the Notice, you may obtain a copy of the Notice by contacting the Settlement Administrator at Agiliti Stockholder Litigation, c/o A.B. Data, Ltd., [88]. A copy of the Notice can also be downloaded from the Settlement website, [https:// \[88 \]](https:// [88]).

If the Settlement is approved by the Court and the Effective Date occurs, the Net Settlement Fund will be distributed on a *pro rata* basis to “Eligible Class Members” in accordance with the proposed Plan of Allocation stated in the Notice or such other plan of allocation as is approved by the Court. Under the proposed Plan of Allocation, “Eligible Class Members” consist of all Class Members who held or beneficially owned shares of Agiliti common stock at the Closing on May 7, 2024

and therefore received, or were entitled to receive, the Transaction Consideration for their “Eligible Shares.” Pursuant to the proposed Plan of Allocation, each Eligible Class Member will be eligible to receive a *pro rata* payment from the Net Settlement Fund equal to the product of (i) the number of Eligible Shares held by the Eligible Class Member and (ii) the “Per-Share Recovery” for the Settlement, which will be determined by dividing the total amount of the Net Settlement Fund by the total number of Eligible Shares. As explained in further detail in the Notice, pursuant to the Plan of Allocation, payments from the Net Settlement Fund to Eligible Class Members will be made in the same manner in which Eligible Class Members received the Transaction Consideration. Eligible Class Members do not have to submit a claim form to receive a payment from the Settlement.

Any objections to the proposed Settlement, the proposed Plan of Allocation, or Plaintiff’s counsel’s application for an award attorneys’ fees and litigation expenses and any incentive awards to Plaintiff in connection with the Settlement must be filed with the Register in Chancery in the Court of Chancery of the State of Delaware and delivered to Plaintiff’s counsel and Defendants’ counsel such that they are *received no later than* [8], 2026, in accordance with the instructions set forth in the Notice.

Please do not contact the Court or the Office of the Register in Chancery regarding this notice. All questions about this notice, the proposed Settlement, or your eligibility to participate in the Settlement should be directed to the Settlement Administrator or Plaintiff’s counsel.

Requests for the Notice should be made to the Settlement Administrator:

Agiliti Stockholder Litigation
c/o A.B. Data, Ltd.
[8]

Inquiries, other than requests for the Notice, should be made to Plaintiff’s counsel:

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Dated: _____, 2026

BY ORDER OF THE COURT OF
CHANCERY OF THE STATE OF
DELAWARE