



**GRANTED**

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Transaction ID 77309616  
Case No. 2023-0396-BWD



**HIBIT A**

**IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE**

SCOTT G. KORMOS and JORDAN  
KLEIN, on behalf of themselves and all  
other similarly situated stockholders of  
PLAYTIKA HOLDING CORP.,

Plaintiffs,

v.

PLAYTIKA HOLDING UK II  
LIMITED,

Defendant.

C.A. No. 2023-0396-BWD

**[PROPOSED] SCHEDULING ORDER**

WHEREAS, a stockholder action is pending in this Court captioned *Kormos v. Playtika Holding UK II Limited*, C.A. No. 2023-0396-BWD (“**Action**”);

WHEREAS, (i) Plaintiffs Scott G. Kormos and Jordan Klein (collectively, “**Plaintiffs**”), individually and on behalf of the Class (as defined below); (ii) Defendant Playtika Holding UK II Ltd. (“**Defendant**”); and (iii) Playtika Holding Corp. (“**Playtika**,” and together with Plaintiffs and Defendant, the “**Settling Parties**,” and each a “**Party**”) have determined to settle all claims asserted against Defendant in the Action with prejudice on the terms and conditions set forth in the Stipulation and Agreement of Settlement, Compromise, and Release entered into by the Settling Parties dated October 7, 2025 (“**Stipulation**,” and the settlement embodied therein, the “**Settlement**”);

**WHEREAS**, in accordance with the Stipulation, the Settling Parties have made an application, pursuant to Court of Chancery Rule 23, for entry of a scheduling order in accordance with the Stipulation, approving the form and content of the notice of the Settlement to the Class, and scheduling the date and time for the Settlement Hearing; and

**WHEREAS**, the Court having read and considered the Stipulation and the exhibits attached thereto; the Stipulation being sufficient to warrant notice to the Class; and all Settling Parties having consented to the entry of this Order.

**NOW THEREFORE, IT IS HEREBY ORDERED**, this \_\_\_\_ day of \_\_\_\_\_, 2025, as follows:

1.     **Definitions**: Unless otherwise defined herein, capitalized terms used herein shall have the same meanings given to them in the Stipulation.
2.     **Jurisdiction**: The Court has jurisdiction over the subject matter of the Action, and all matters relating to the Settlement, and for purposes of the Settlement, the Court also has personal jurisdiction over the Settling Parties, and each of the Class Members.
3.     **Class Certification**: In accordance with the proposed class definition in the Stipulation, for the purposes of settlement only, the Action preliminarily shall be maintained as a non-opt out class action pursuant to Court of Chancery Rules 23(a), 23(b)(1), and 23(b)(2), on behalf of the following class (“**Class**”):

All record holders and beneficial owners of Playtika common stock as of 11:59 p.m. EDT on October 3, 2022, i.e., the date the Self-Tender closed (“**Class Shares**”),<sup>1</sup> in each case in their capacity as holders or beneficial owners of Class Shares, including, to the extent necessary to afford relief, their legal representatives, heirs, assigns, transferees, and successors-in-interest.

Excluded from the Class are: Defendant, Alpha Frontier Limited, Shanghai Cibi Business Information Consultancy Co., Ltd., Shanghai Jukun Network Technology Co., Ltd., Giant Network Group Co., Ltd., Shanghai Giant Investment Co., Ltd., Yuzhu Shi, Hazlet Global Limited, Equal Sino Limited, Jing Shi, Tian Lin, Wei Liu, Robert Antokol, Craig Abrahams, Michael Cohen, Marc Beilinson, Hong Du, and Bing Yuan, as well as the members of the Immediate Families of any of the foregoing (as applicable); any entity in which any of the foregoing has a controlling interest; any of the foregoing’s respective parent entities or subsidiaries or general partners and any trusts, estates, entities, or accounts that held Playtika shares for the benefit of any of the foregoing, and the heirs, or assignees of any of the foregoing.

4. For purposes of the settlement only, the Court preliminarily finds that:
- (a) the members of the Class (collectively, “**Class Members**”) are so numerous that their joinder in the Action would be impracticable; (b) there are questions of law and fact common to the Class; (c) Plaintiffs’ claims are typical of the claims of the other Class Members; (d) in connection with the prosecution of the Action and the Settlement, Plaintiffs and Plaintiffs’ Counsel have and will fairly and adequately represent and protect the interests of the Class; (e) the prosecution of separate actions

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<sup>1</sup> For the avoidance of doubt, any stockholder who tendered Playtika shares in the Self-Tender is not a member of the Class with respect to such shares.

by individual Class Members would create a risk of inconsistent adjudications that would establish incompatible standards of conduct for Defendant and, as a practical matter, the disposition of the Action would influence the disposition of any pending or future identical suits, actions, or proceedings brought by other Class Members; and (f) Defendant is alleged to have acted or refused to act on grounds generally applicable to the Class, thereby making appropriate final injunctive relief or corresponding declaratory relief with respect to the Class as a whole.

5. The Court provisionally appoints Plaintiffs as representatives for the Class and Andrews & Springer LLC, Friedman Oster & Tejtell PLLC, and Labaton Keller Sucharow LLP (collectively, “**Plaintiffs’ Counsel**”) as counsel for the Class.

6. **Settlement Hearing:** The Court will hold a hearing (“**Settlement Hearing**”) on \_\_\_\_\_, 20\_\_, at \_\_:\_\_\_.m., at the Court of Chancery of the State of Delaware, Sussex County, Court of Chancery Courthouse, 34 The Circle, Georgetown, DE 19947, or as may be undertaken via a remote proceeding such as Zoom or by telephone, to, among other things:

(a) determine whether the Action may be finally maintained as a non-opt-out class action and whether the Class should be finally certified, for purposes of the Settlement, pursuant to Court of Chancery Rules 23(a), 23(b)(1), and 23(b)(2);

(b) determine whether Plaintiffs may be finally appointed as the representatives for the Class and Plaintiffs' Counsel finally appointed as counsel for the Class, and whether Plaintiffs and Plaintiffs' Counsel have adequately represented the interests of the Class in the Action;

(c) 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;

(d) determine whether a Judgment, substantially in the form attached as **Exhibit D** to the Stipulation, should be entered dismissing the Action with prejudice against Defendant;

(e) determine whether the proposed Plan of Allocation of the Net Settlement Fund is fair and reasonable, and should therefore be approved;

(f) determine whether and in what amount any Fee and Expense Award should be paid out of the Settlement Fund, including any Incentive Award to Plaintiffs to be paid solely from any Fee and Expense Award;

(g) hear and rule on any objections to the Settlement, the proposed Plan of Allocation, and Plaintiffs' Counsel's Fee and Expense Award, including any Incentive Award to Plaintiffs; and

(h) consider any other matters that may properly be brought before the Court in connection with the Settlement. Notice of the Settlement and the

Settlement Hearing shall be given to Class Members as set forth in Paragraph 8 of this Order.

7. The Court may adjourn the Settlement Hearing without further notice to the Class and may approve the proposed Settlement with such modifications as the Settling Parties may agree to, if appropriate, without further notice to the Class. Further, the Court may render a Judgment and order the payment of attorneys' fees and expenses, and/or authorize payment of a service award, at or after the Settlement Hearing, with such modifications as the Settling Parties may agree to and without further notice of any kind.

8. **Retention of Settlement Administrator and Manner of Notice:** Plaintiffs' Counsel are hereby authorized to retain Angeion Group as the settlement administrator ("**Settlement Administrator**") to provide notice to potential Class Members and administer the Settlement, including the allocation and distribution of the Net Settlement Fund to eligible Class Members. Notice of the Settlement and the Settlement Hearing shall be given as follows:

(a) not later than sixty (60) calendar days prior to the date of the Settlement Hearing ("**Notice Date**"), the Settlement Administrator shall cause a copy of the Long-Form Notice, substantially in the form attached to the Stipulation as **Exhibit B**, to be mailed by U.S. first-class mail or emailed to potential Class

Members at the addresses set forth in the Class Member Records or who otherwise may be identified through further reasonable effort;

(b) not later than the Notice Date, the Settlement Administrator shall post a copy of the Long-Form Notice and the Stipulation on the website established for the Settlement;

(c) not later than ten (10) business days after the Notice Date, the Settlement Administrator shall cause the Publication Notice, substantially in the form attached to the Stipulation as **Exhibit C**, to be published once in *Investor's Business Daily* and to be transmitted once over the *PR Newswire*; and

(d) Not later than seven (7) calendar days prior to the Settlement Hearing, Plaintiffs' Counsel shall serve on Defendant's Counsel and file with the Court proof, by affidavit or declaration, of compliance with Paragraph 8(a)-(c) above.

9. **Approval of Form and Content of Notice:** The Court: (a) approves, as to form and content, the Long-Form Notice, attached to the Stipulation as **Exhibit B**, and the Publication Notice, attached to the Stipulation as **Exhibit C**, and (b) finds that the mailing of the Long-Form Notice and publication of the Publication Notice in the manner and form set forth in Paragraph 8 of this Order: (i) are the best notice practicable under the circumstances; (ii) constitute notice that is reasonably calculated, under the circumstances, to apprise Class Members of the pendency of

the Action, the effect of the proposed Settlement (including the Releases to be provided thereunder), the proposed Plan of Allocation, Plaintiffs' Counsel's Fee and Expense Award (including any incentive awards to Plaintiffs), and of their right to object to the Settlement, and/or their right to appear at the Settlement Hearing; (iii) constitute due, adequate, and sufficient notice to all persons and entities entitled to receive notice of the proposed Settlement; and (iv) satisfy the requirements of Court of Chancery Rule 23, the United States Constitution (including the Due Process Clause), and all other applicable law and rules. The date and time of the Settlement Hearing shall be included in the Long-Form Notice and Publication Notice before they are mailed and published, respectively.

10. **Nominees Procedures:** Brokers and other nominees that hold or held Playtika common stock as record holders for the benefit of another person or entity shall be requested to either: (a) within seven (7) calendar days of receipt of the Long-Form Notice, request from the Settlement Administrator sufficient copies of the Long-Form Notice to forward to all such beneficial owners and within seven (7) calendar days of receipt of such copies of the Long-Form Notice forward them to all such beneficial owners; or (b) within seven (7) calendar days of receipt of the Long-Form Notice, send a list of the names, addresses, and, if available, email addresses of all such beneficial owners to the Settlement Administrator, in which event the Settlement Administrator shall promptly mail or email the Long-Form Notice to



such beneficial owners. Upon full compliance with this Order, such nominees may seek reimbursement of their reasonable expenses actually incurred in complying with this Order by providing the Settlement Administrator with proper documentation supporting the expenses for which reimbursement is sought. Such properly documented expenses incurred by nominees in compliance with the terms of this Order shall be paid from the Settlement Fund, with any disputes as to the reasonableness or documentation of expenses incurred subject to review by the Court.

11. Brokers and other nominees that hold securities in their name on behalf of a beneficial owner are hereby ordered to provide information deemed necessary by the Settlement Administrator to assist eligible Class Members in connection with determining their entitlement to the Net Settlement Fund and to distribute the Net Settlement Fund consistent with the terms of the Plan of Allocation (or such other plan of allocation approved by the Court).

12. **Appearance at Settlement Hearing and Objections:** Unless the Court orders otherwise, any Class Member may enter an appearance in the Action, at his, her, or its own expense, individually or through counsel of his, her, or its own choice, by filing with the Register in Chancery and delivering a notice of appearance to Plaintiffs' Counsel and Defendant's Counsel, at the addresses set forth in paragraph 13 below, such that it is received no later than fifteen (15) calendar days

prior to the Settlement Hearing, or as the Court may otherwise direct. Any Class Member who does not enter an appearance as provided in this paragraph will be represented by Plaintiffs' Counsel and shall be deemed to have waived and forfeited any and all rights he, she, or it may otherwise have to appear separately at the Settlement Hearing.

13. Any Class Member may file a written objection to the proposed Settlement, Plan of Allocation, and/or Plaintiffs' Counsel's Fee, Expense, and Incentive Award Application ("**Objector**"), if he, she, or it has any cause why the proposed Settlement, Plan of Allocation, and/or Plaintiffs' Counsel's Fee, Expense, and Incentive Award Application should not be approved; *provided, however*, that, unless otherwise directed by the Court for good cause shown, no Objector shall be heard or entitled to contest the approval of the terms and conditions of the proposed Settlement, Plan of Allocation, and/or Plaintiffs' Counsel's Fee, Expense, and Incentive Award Application unless that person or entity files a written objection with the Register in Chancery, Court of Chancery of the State of Delaware, Sussex County, Court of Chancery Courthouse, 34 The Circle, Georgetown, DE 19947 (electronically by File & Serve*Xpress*, by hand, by first-class U.S. mail, or by express service) and serves copies of the objection upon each of the following counsel at the following addresses such that they are received no later than fifteen (15) calendar days prior to the Settlement Hearing, with copies also emailed to

nweinberger@labaton.com, dsborz@andrewsspringer.com, dkristy@fenwick.com, flee@fenwick.com, swaesco@morrisnichols.com, and andrew.gray@lw.com:

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14. Any objections must: (a) identify the case name and civil action number, “*Kormos v. Playtika Holding UK II Limited*, C.A. No. 2023-0396-BWD”; (b) state the name, address, and telephone number of the Objector and, if represented by counsel, the name, address, and telephone number of the Objector’s counsel; (c) be signed by the Objector; (d) state with specificity the grounds for and purpose of the objection, including a detailed statement of the specific legal and factual basis for each and every objection and whether the objection applies only to the Objector,

to a specific subset of the Class, or to the entire Class; (e) if the Objector has indicated that he, she, or it intends to appear at the Settlement Hearing, state the identity of any witnesses the Objector may call to testify, and any exhibits the Objector intends to introduce into evidence at the Settlement Hearing; and (f) include documentary evidence sufficient to prove that the Objector is a member of the Class. Plaintiffs' Counsel are authorized to request from any Objector additional information or documentation sufficient to prove that the Objector is a member of the Class.

15. Unless the Court orders otherwise, any Class Member who or which does not make his, her, or its objection in the manner provided herein shall (a) be deemed to have waived and forfeited his, her, or its right to object to any aspect of the proposed Settlement, Plan of Allocation, or Plaintiffs' Counsel's Fee, Expense, and Incentive Award Application; (b) be forever barred and foreclosed from objecting to the fairness, reasonableness, or adequacy of the Settlement, the Judgment to be entered approving the Settlement, the Plan of Allocation, and Plaintiffs' Counsel's Fee, Expense, and Incentive Award Application; and (c) be deemed to have waived and to be forever barred and foreclosed from being heard, in this or any other proceeding, with respect to any matters concerning the Settlement, the Plan of Allocation, or Plaintiffs' Counsel's Fee and Expense Award (including any incentive awards to Plaintiffs).

16. **Stay and Temporary Injunction:** Until otherwise ordered by the Court, the Court stays all proceedings in the Action other than proceedings necessary to carry out or enforce the terms and conditions of the Stipulation. Pending final determination by the Court of whether the Settlement should be approved, the Court bars and enjoins Plaintiffs, and all other members of the Class, from instituting, commencing, or prosecuting any and all of the Released Plaintiffs' Claims against any and all of the Released Defendant and Defendant-Related Parties and the Released Playtika-Related Parties.

17. **Settlement Fund:** The Settlement Fund shall be deemed and considered to be *in custodia legis* of the Court and shall remain subject to the exclusive jurisdiction of the Court, until such time as the Settlement Fund shall be distributed pursuant to the Stipulation and/or further order(s) of the Court.

18. **Notice and Administration Costs:** All Notice Costs and Administrative Costs shall be paid in accordance with the terms of the Stipulation without further order of the Court.

19. **Taxes:** Plaintiffs' Counsel are authorized and directed to prepare any tax returns and any other tax reporting form for or in respect to the Settlement Fund, to pay from the Settlement Fund any Taxes owed with respect to the Settlement Fund, and to otherwise perform all obligations with respect to Taxes and any

reporting or filings in respect thereof without further order of the Court in a manner consistent with the provisions of the Stipulation.

20. **Effectiveness of Judgment:** If the Settlement is approved by the Court following the Settlement Hearing, the Court shall enter the Judgment substantially in the form attached to the Stipulation as **Exhibit D**. The effectiveness of the Judgment shall not be conditioned upon the approval of an award of attorneys' fees, costs, and/or expenses, either at all or in any particular amount, by the Court.

21. **Termination of Settlement:** If the Settlement is terminated as provided in the Stipulation or the Effective Date of the Settlement otherwise fails to occur, this Order shall be vacated, rendered null and void, and be of no further force and effect, except as otherwise provided by the Stipulation; this Order shall be without prejudice to the rights of the Settling Parties or the Class; Plaintiffs and Defendant shall revert to their respective positions in the Action as of July 24, 2025, as provided in the Stipulation; Plaintiffs and Defendant shall negotiate a new trial schedule in good faith; Plaintiffs and Defendant shall proceed as if the Stipulation had not been executed and the related orders had not been entered; all of their respective claims and defenses as to any issue shall be preserved without prejudice; and any cash amounts in the Settlement Fund (less any Taxes paid, due or owing with respect to the Settlement Fund and less any Notice Costs and Administrative Costs actually incurred, paid or payable) shall be returned.

22. **Supporting Papers:** Plaintiffs' Counsel shall file and serve the opening papers in support of the proposed Settlement, Plan of Allocation, and Plaintiffs' Counsel's Fee, Expense, and Incentive Award Application no later than thirty (30) calendar days prior to the Settlement Hearing. Any objections to the Settlement, the Plan of Allocation, and/or Plaintiffs' Counsel's Fee, Expense, and Incentive Award Application shall be filed and served no later than fifteen (15) calendar days prior to the Settlement Hearing. If the brief is filed as a Confidential Filing, the parties shall use reasonable best efforts to file a public version of the brief within two (2) business days of the initial Confidential Filing. If reply papers are necessary, they are to be filed and served no later than five (5) calendar days prior to the Settlement Hearing.

23. **Retention of Jurisdiction:** The Court retains exclusive jurisdiction to consider all further applications arising out of or connected with the proposed Settlement.

24. **No Admission:** This Settlement shall not be deemed to constitute an admission by any Released Defendant and Defendant-Related Party, or Released Playtika-Related Party of any fault, liability, damages, or wrongdoing, nor shall it be offered by any person as evidence in any action or proceeding, except in connection with a proceeding to enforce the terms of this Settlement or to effectuate the Releases and dismissal with prejudice contained therein.

25. **Extension of Deadlines:** The Court may, for good cause shown, extend any of the deadlines set forth in this Order without further notice to the Class.

IT IS HEREBY ORDERED this \_\_\_\_ day of \_\_\_\_\_, 2025.

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Vice Chancellor Bonnie W. David



This document constitutes a ruling of the court and should be treated as such.

**Court:** DE Court of Chancery Civil Action

**Judge:** Bonnie W. David

**File & Serve**

**Transaction ID:** 77263548

**Current Date:** Oct 15, 2025

**Case Number:** 2023-0396-BWD

**Case Name:** Scott G. Kormos and Jordan Klein On Behalf of Themselves and All Other Similarly Situated Stockholders of Playtika Holding Corp v. Playtika Holding UK II Limited

**Court Authorizer**

**Comments:**

The settlement hearing has been scheduled for January 21, 2026, 1:30 p.m. at the Court of Chancery, 34 The Circle, Georgetown, Delaware 19947.

**/s/ Judge Bonnie W. David**