



# GRANTED WITH MODIFICATIONS

## IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

EARNEST TAYLOR, on behalf of himself and  
all similarly situated stockholders,

Plaintiff,

v.

ALEXANDER COLEMAN, GARY SMITH,  
TIMOTHY GANNON, DANIEL GINSBERG,  
RICK MAZER, NEW PROVIDENCE  
MANAGEMENT LLC, AST SPACEMOBILE,  
INC., and ABEL AVELLAN,

Defendants.

C.A. No. 2023-1292-SG

DEAN WILLIAM DRULIAS,

Plaintiff,

v.

NEW PROVIDENCE MANAGEMENT LLC,  
ALEXANDER COLEMAN, GARY P. SMITH,  
JAMES BRADLEY, TIMOTHY GANNON,  
DANIEL GINSBERG, RICK MAZER, and  
ABEL AVELLAN,

Defendants.

C.A. No. 2024-0327-PAF

### **STIPULATION AND [PROPOSED] ORDER FOR CONSOLIDATION AND APPOINTMENT OF CO-LEAD PLAINTIFFS AND CO-LEAD PLAINTIFFS' COUNSEL**

WHEREAS, on December 27, 2023, Earnest Taylor, a purported stockholder of AST SpaceMobile, Inc. (“AST” or the “Company”), filed his Verified Stockholder Class Action Complaint in this Court captioned *Taylor v. Coleman*,

C.A. No. 2023-1292-SG (the “*Taylor* Action”) against Alexander Coleman, Gary Smith, Timothy Gannon, Daniel Ginsberg, Rick Mazer, New Providence Management, LLC, AST SpaceMobile, Inc., and Abel Avellan (collectively, “Defendants”);

WHEREAS, on March 29, 2024, Dean Williams Drulias (“Drulias”), a purported stockholder of AST, filed his Verified Class Action Complaint in this Court captioned *Drulias v. New Providence Management LLC, et al.*, C.A. No. 2024-0327-PAF (the “*Drulias* Action,” together with the *Taylor* Action, the “Related Actions”);

WHEREAS, the parties agree that consolidation of the Actions is appropriate under Court of Chancery Rule 42(a), which provides that: “[w]hen actions involving a common question of law or fact are pending before the Court, it may order a joint hearing or trial of any or all matters in issue in the actions; it may order all the actions consolidated; and it may make such orders concerning proceedings therein as may tend to avoid unnecessary cost or delay”;

WHEREAS, Taylor and Drulias (collectively, “Plaintiffs”) believe that their appointment as Co-Lead Plaintiffs and the appointment of their respective chosen counsel, Grant & Eisenhofer P.A. (“G&E”) and Levi & Korsinsky, LLP (“L&K”) as Co-Lead Counsel, and Michael Klausner (“MK”) and Kaskela Law, LLC (“KL”)

as Additional Counsel to work under and at the direction of Co-Lead Counsel is appropriate to ensure that the Actions are prosecuted effectively and efficiently<sup>1</sup>;

WHEREAS, it appearing that the Actions involve the same subject matter, and that the administration of justice would be best served by consolidating the Actions; and

WHEREAS, the parties have further agreed on certain terms, noted below;

IT IS HEREBY ORDERED, this \_\_\_\_ day of April 2024:

1. The above-captioned Actions are consolidated for all purposes into C.A. No. 2023-1292-SG (the “Consolidated Action”).

2. All documents previously filed to date in any of the cases consolidated herein shall be deemed part of the record in the Consolidated Action.

3. All pleadings, discovery, and other documents filed, served, produced, or otherwise provided by any party to any other party in the Consolidated Action shall be produced or provided to all parties in the Consolidated Action.

4. The Consolidated Action shall bear the caption below:

IN RE AST SPACEMOBILE, INC. STOCKHOLDERS LITIGATION	CONSOLIDATED C.A. No. 2023-1292-SG
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<sup>1</sup> Defendants take no position on the appointment of Co-Lead Plaintiffs or the appointment, powers, or responsibilities of Plaintiffs’ Co-Lead Counsel.

5. Plaintiffs Taylor and Drulias are appointed Co-Lead Plaintiffs in the Consolidated Action.

6. G&E and L&K are appointed Co-Lead Counsel in the Consolidated Action, and MK and KL are appointed Additional Counsel in the Consolidated Action.

7. Plaintiffs' Co-Lead Counsel shall set policy for Plaintiffs for the prosecution of this litigation, ensure that there is no duplication of effort or unnecessary expense, coordinate on behalf of Plaintiffs the initiation and conduct of discovery proceedings, provide direction, supervision, and coordination of all activities of Plaintiffs' counsel, and have the authority to negotiate a settlement, subject to approval of Co-Lead Plaintiffs and the Court. Any agreement reached between counsel for Defendants and Plaintiffs' Co-Lead Counsel shall be binding on the other plaintiffs.

8. Plaintiffs' Co-Lead Counsel shall assume the following powers and responsibilities:

- a) coordinate and direct the preparation of pleadings;
- b) coordinate and direct the briefing and argument of motions;
- c) coordinate and direct the conduct of discovery and other pretrial proceedings;

- d) coordinate the selection of counsel to act as Plaintiffs' spokesperson at pretrial conferences;
- e) call meetings of Plaintiffs' counsel as they deem necessary and appropriate from time to time;
- f) conduct any and all settlement negotiations with counsel for Defendants;
- g) coordinate and direct the preparation for trial and trial of the Consolidated Action, and delegate work responsibilities to selected counsel as may be required; and
- h) coordinate and direct any other matters concerning the prosecution or resolution of the Consolidated Action.

9. Plaintiffs will file a consolidated amended complaint within 30 days of the entry of this Order, which shall be designated as the operative complaint in the Consolidated Action (the "Consolidated Amended Complaint"). Defendants need not respond to or answer any complaint other than the Consolidated Amended Complaint.

10. Defendants shall file their responses to the Consolidated Amended Complaint, including any opening briefs in support of any motions in response to the Complaint (the "Motions"), within 45 days of the filing of the Consolidated Amended Complaint.

11. Plaintiffs and Defendants may modify the deadlines set forth herein by mutual agreement and without further order of the Court.

12. Plaintiffs' Co-Lead Counsel shall also be responsible for coordinating all activities and appearances on behalf of Plaintiffs and for the dissemination of notices and orders of this Court, as well as for communications to and from this Court. No motion, request for discovery, or other pretrial or trial proceedings shall be initiated or filed by any plaintiff except through Co-Lead Counsel.

13. This Order shall apply to this Consolidated Action and any future filed actions relating to the subject matter of this case. When a case that properly belongs as part of the Consolidated Action is hereafter filed in the Court, this Court requests the assistance of counsel in calling to the attention of the Court the filing of any case which might properly be consolidated as part of the Consolidated Action, and Co-Lead Counsel are to assist in assuring that counsel in subsequent actions receive notice of this Order.

14. Nothing herein shall be construed as a waiver of any party's rights or positions in law or in equity, or as a waiver of any defenses that any party would otherwise have, and the parties reserve all such rights. Defendants do not waive, and expressly preserve, all potential defenses in this litigation, including but not limited to defenses relating to service, venue or jurisdiction. Nothing in this Stipulation and Proposed Order shall prejudice the rights of Defendants to seek to have the

Consolidated Action stayed or dismissed in favor of litigations in other courts or the rights of Plaintiffs to oppose any such request.

**STIPULATED AND AGREED this \_\_\_\_\_ day of April 2024:**

**GRANT & EISENHOFER P.A.**

David Wissbroecker  
123 S. Justison Street, 7th Floor  
Wilmington, Delaware 19801  
(302) 622-7000  
*Counsel for Plaintiff Drulias*

**GRANT & EISENHOFER P.A.**

/s/ Rebecca A. Musarra  
Kelly L. Tucker (#6382)  
Rebecca A. Musarra (#6062)  
Edward M. Lilly (#3967)  
123 S. Justison Street, 7th Floor  
Wilmington, Delaware 19801  
(302) 622-7000

*Counsel for Plaintiff Drulias*

**LEVI & KORSINSKY, LLP**

Donald J. Enright  
Noah R. Gemma  
1101 Vermont Ave., 7th Floor  
Washington, DC 20005  
Tel: (202) 524-4290

*Counsel for Plaintiff Taylor*

**ASHBY & GEDDES, P.A.**

/s/ Tiffany Geyer Lydon  
Stephen E. Jenkins (#2152)  
Richard D. Heins (#3000)  
Tiffany Geyer Lydon (#3950)  
500 Delaware Avenue, 8<sup>th</sup> Floor  
P.O. Box 1150  
Wilmington, Delaware 19899

*Counsel for Plaintiff Taylor*

**OF COUNSEL:**

Michael Klausner  
559 Nathon Abbott Way  
Stanford, California 94305

(650) 740-1194  
*Additional Counsel for Plaintiff Drulias*

**KASKELA LAW, LLC**

D. Seamus Kaskela

**RICHARDS, LAYTON  
& FINGER, P.A.**

/s/ Raymond J. DiCamillo  
Raymond J. DiCamillo (#3188)  
Kevin M. Gallagher (#5337)  
Craig K. Ferree (#7141)

Adrienne Bell  
18 Campus Boulevard, Suite 100  
Newton Square, Pennsylvania 19073  
(888) 715-1740  
*Additional Counsel for Plaintiff Taylor*

**SULLIVAN & CROMWELL LLP**  
Laura Kabler Oswell  
550 Hamilton Avenue  
Palo Alto, California 94301  
(650) 461-5600

920 North King Street  
Wilmington, Delaware 19801  
(302) 651-7700

*Attorneys for Alexander Coleman,  
Gary Smith, Timothy Gannon, Daniel  
Ginsberg, Rick Mazer, New  
Providence Management, LLC, AST  
SpaceMobile, Inc., and Abel Avellan*

**APPROVED AND SO ORDERED** this \_\_\_\_ day of April 2024.

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Sam Glasscock III, Vice Chancellor



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

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

**Judge:** Multi-Case

**File & Serve  
Transaction ID:** 72842906

**Current Date:** Apr 29, 2024

**Case Number:** Multi-Case

**Case Name:** Multi-Case

**Court Authorizer:** Paul A Fioravanti Jr

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**Court Authorizer**

**Comments:**

In light of the recent case reassignment to the undersigned, the consolidated case caption should read: C.A. No. 2023-1292-PAF

**/s/ Judge Paul A Fioravanti Jr**