



IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

IN RE GGP, INC. STOCKHOLDER
LITIGATION

Consolidated
C.A. No. 2018-0267-NAC

**AFFIDAVIT OF JACK EWASHKO IN SUPPORT OF PLAINTIFFS’
MOTION FOR ADMINISTRATIVE ORDER**

STATE OF WISCONSIN)
) ss:
COUNTY OF MILWAUKEE)

I, JACK EWASHKO, being duly sworn this 30th day of October, 2024,
hereby deposes and says:

1. I am a Director of Case Management at A.B. Data, Ltd.’s Class
Action Administration Company (“A.B. Data”). I am over 21 years of age
and am not a party to the above-captioned action (the “Action”)¹. My business
address is 600 A.B. Data Drive, Milwaukee, Wisconsin 53217, and my direct
telephone number is (414) 961-7555.

2. A.B. Data serves as the Settlement Administrator in connection
with the Action. I respectfully submit this Affidavit in order to provide the

¹ Unless otherwise defined herein, all capitalized terms have the meanings set forth in the
Stipulation and Agreement of Compromise, Settlement and Release, dated March 27, 2024
(the “Settlement Stipulation”).

Court with information regarding the proposed distribution of the Net Settlement Amount (defined below) to Eligible Stockholders.

3. The following statements are based on my personal knowledge and information provided by A.B. Data employees working under my supervision, and if called on to do so, I could and would testify competently thereto.

DISTRIBUTION OF NET SETTLEMENT AMOUNT

4. Pursuant to the terms of the Stipulation and its Plan of Allocation (§1.w.b.2.a.b) of the Stipulation), the Net Settlement Amount is to be distributed on a *pro rata* basis to class members.

5. On April 10, 2024, in anticipation of providing notice of the Stipulation to the Class and the upcoming settlement hearing, A.B. Data received a data file provided at the direction of Defendants' Counsel identifying each GGP, Inc. registered stockholder at the time of closing. The Stockholder Register contains the names, addresses, and number of shares held by each GGP, Inc. stockholder of record. The data file identified (aside from Cede & Co.) 1,909 stockholders of record holding (including dissenter shares) a total of 420,718,832 shares of GGP, Inc. stockholder common stock. The data file reflected that Cede & Co. held 623,088,190 shares of GGP, Inc. stockholder common stock. The data file reflected a total of 1,043,807,022 shares of common stock outstanding as of the Closing Date that the Merger

was completed, however 407,070,488 of those shares were shown to be held by “GGP, Inc.”

6. On August 2, 2024, A.B. Data received a Security Position Report from the Depository Trust Company (“DTC”) showing each DTC Participant’s holdings of GGP, Inc. stockholder common stock as of the Merger Consideration Date. The DTC Security Position Report contains each DTC Participant’s identification number, name, and the number of shares held by the DTC Participant. The Security Position Report identified 175 DTC Participants holding a total of 623,088,190 shares of GGP, Inc. common stock, which is consistent with the number of shares attributable to Cede & Co. (DTC’s nominee) reflected in the preceding paragraph.

7. Consistent with the terms of the Settlement, counsel for Defendants provided A.B. Data with information concerning the holdings in shares of Excluded Persons as of the Merger Consideration Date. In sum, a total of 407,759,578 shares (including 407,070,488 shares shown to be held by “GGP, Inc.”) have been identified as being held by Excluded Persons.

8. In total, there were 636,047,444 shares of GGP, Inc. common stock held by class members (the “Eligible Shares”).

9. Subject to Court approval, A.B. Data will provide each DTC Participant the number of Eligible Shares that, according to the DTC Security

Position Report, the institution's customers held on the Merger Consideration Date. If the DTC Participant held shares on behalf of an Excluded Person, A.B. Data will provide the Excluded Person's stockholdings and account information to the DTC Participant. A.B. Data will instruct the DTC Participant to pay class members and similarly direct that no shares held by Excluded Persons be paid. A.B. Data will provide each DTC Participant its share of the Net Settlement Amount by check or wire transfer.

10. For Eligible Shares held directly with the Company and not through a DTC Participant, A.B. Data is instructing each pertinent stockholder that, in the event that the record holder is not also the beneficial holder of Eligible Shares, it is the responsibility of that record holder to distribute payment to the beneficial holder(s) of such shares. A.B. Data will provide each record holder its share of the Net Settlement Amount by check or wire transfer.

11. A.B. Data will conduct an initial distribution of the Net Settlement Amount after withholding funds for any potential tax liability that could be incurred by the escrow account established by class counsel ("Escrow Account") ("Initial Distribution"). DTC Participants will be directed to distribute payments from the Net Settlement Amount to Eligible Beneficial Holders in accordance with the Plan of Allocation.

12. If there is any balance in the Escrow Account after six (6) months following the date of the Initial Distribution, A.B. Data will make further payments consistent with the Stipulation and Plan of Allocation.

13. Pursuant to the Settlement, Defendants caused \$42,500,000 in cash to be deposited into the Escrow Account. A.B. Data agreed to be the Settlement Administrator in exchange for payment of its fees and out-of-pocket expenses. A.B. Data's total administrative fees and costs for this matter as of October 30, 2024, are \$125,248.37. In addition, A.B. Data anticipates that its fees and costs for the work performed in connection with the Initial Distribution of the Net Settlement Amount are \$40,743.56. Accordingly, there is an expected balance of \$165,991.93. Thus, it is expected (but subject to change) that approximately \$30,995,656.59 (reflecting interest posted through August 2024, which will increase month-to-month until distribution), will remain after deducting i) the \$11,581,434.92 fee and expense award paid to class counsel (which was previously transferred out of the Escrow Account, consistent with the Court's Order); ii) \$165,991.93 in administrative costs; and iii) approximately \$25,500.00 in estimated tax withholding, as described above (the "Net Settlement Amount"). In the event the amount paid to A.B. Data is more than the fees and costs incurred following the completion of the

settlement administration, A.B. Data will promptly return to the Escrow Fund (or other recipient, if the Court orders otherwise) the remaining balance.

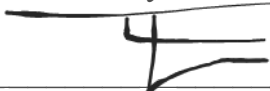
14. The Net Settlement Amount is to be distributed on a *pro rata* basis to all class members. The Initial Distribution (reflecting interest posted through August 2024, as noted above, but which will increase) should consist of a payment of approximately \$0.048 per Eligible Share, i.e., \$30,995,656.59 divided by 636,047,444 Eligible Shares.

Executed this 30th day of October, 2024.



Jack Ewashko

Sworn to and subscribed before me
this 30th day of October, 2024



Noah T. Fenner

Noah Fenner
Online Notary Public
Wisconsin
Milwaukee
Commission #: 249319
Commission Expires: 2026-08-29

Notarized online using audio-video communication

My commission expires August 29, 2026