

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

| OMB APPROVAL                                 |           |
|--|-----------|
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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

|   |  |   |
|---|--|---|
| 1. Name and Address of Reporting Person *<br><u>Peterson Scott Edward</u><br><br>(Last) (First) (Middle)<br>10150 COVINGTON CROSS DRIVE<br><br>(Street)<br>LAS VEGAS NV 89144<br><br>(City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol<br><u>PLAYSTUDIOS, Inc. [ MYPS ]</u> | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br>Director 10% Owner<br>Officer (give title below) Other (specify below)<br>Chief Financial Officer |
|   | 3. Date of Earliest Transaction (Month/Day/Year)<br>10/21/2022                   |   |
| 4. If Amendment, Date of Original Filed (Month/Day/Year)  |  |   |

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) |   | 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) |            |                    | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|------------|--------------------|---|--|---|
|                                 |                                      |  | Code                           | V | Amount  | (A) or (D) | Price              |   |  |   |
| Class A Common Stock            |                                      |  |                                |   |   |            | 300,428            | I   | by Scott E Peterson Trust                                |   |
| Class A Common Stock            | 10/21/2022                           |  | S <sup>(1)</sup>               |   | 50,257  | D          | \$4 <sup>(2)</sup> | 75,000  | D  |   |

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) |   | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) |     | 6. Date Exercisable and Expiration Date (Month/Day/Year) |                 | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|-----|--|-----------------|---|--|--|---|--|
|  |  |                                      |  | Code                           | V | (A)  | (D) | Date Exercisable   | Expiration Date |   |  |  |   |  |
| Restricted Stock Units                     | \$0.0 <sup>(3)</sup>                                   |                                      |  |                                |   |  |     | (4)  | (4)             | Class A Common Stock  | 300,000                                    | 300,000  | D   |  |
| Stock Options                              | \$1.44   |                                      |  |                                |   |  |     | (5)  | 01/01/2029      | Class A Common Stock  | 67,971                                     | 67,971   | D   |  |
| Stock Options                              | \$1.01   |                                      |  |                                |   |  |     | 04/01/2021   | 04/01/2027      | Class A Common Stock  | 67,974                                     | 67,974   | D   |  |
| Earnout Shares                             | \$0.0  |                                      |  |                                |   |  |     | (6)  | 06/21/2026      | Class A Common Stock  | 12,840                                     | 12,840   | D   |  |
| Earnout Shares                             | \$0.0  |                                      |  |                                |   |  |     | (6)  | 06/21/2026      | Class A Common Stock  | 50,518                                     | 50,518   | I   | by Scott E Peterson Trust                              |

**Explanation of Responses:**

- The sales reported on this Form 4 were automatically effected pursuant to a Rule 10b5-1 trading plan adopted on May 24, 2022 and established by the Reporting Person for the orderly sale of shares to satisfy withholding tax obligations incurred in connection with the vesting and settlement on May 15, 2022 of certain previously reported Restricted Stock Units.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$4.00 to \$4.02, inclusive. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
- Restricted stock units convert into shares of Class A Common stock on a one-for-one basis.
- On February 23, 2022, the Reporting Person was granted 450,000 restricted stock units, vesting in three equal increments (each annual installment being 33.33% of the grant) with the first annual increment vesting on May 15, 2022, subject in each case to continued employment with the Company through the applicable vesting date.
- The stock options vest in equal monthly amounts over the 48 months of service beginning on January 1, 2019.
- Payable in two equal tranches if the closing price of the Class A Common Stock exceeds \$12.50 and \$15.00 per share, respectively, for any 20 trading days within any 30-trading day period commencing on or after the 150th day following the closing (the "Closing") of the business combination pursuant to the Agreement and Plan of Merger, dated as of February 1, 2021, by and among Acies Acquisition Corp., Catalyst Merger Sub I, Inc., Catalyst Merger Sub II, LLC, and Old PLAYSTUDIOS, and ending no later than the five-year anniversary of the Closing (the earnout consideration will also vest based on the price targets in connection with a sale of the Issuer).

**Remarks:**

See Exhibit 24.1 - Power of Attorney

/s/ Joel Agena, Attorney-in-Fact 10/21/2022

\*\* Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

\* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.



POWER OF ATTORNEY

Know all by these presents, that the undersigned hereby constitutes and appoints each of Andrew Pascal, Joel Agena and Scott Shulak as the undersigned's true and lawful attorneys-in-fact to:

- (1) execute for and on behalf of the undersigned, in the undersigned's capacity as an officer and/or member of the Board of Directors of PLAYSTUDIOS, Inc. (the "Company"), Forms 3, 4 and 5, inclu
- (2) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4 or 5, complete and execute any amendment or
- (3) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of any of such attorneys-in-fact, may be of benefit to, in the best interest of, or legally

The undersigned hereby grants to each such attorney-in-fact full power and authority to act separately and to do and perform any and every act and thing whatsoever requisite, necessary, or proper  
This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4 and 5 with respect to the undersigned's holdings of and transactions in  
IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 24th day of June, 2021.

Signature: /s/ Scott Peterson  
Name: Scott Peterson