

FORM 5

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

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- Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
- Form 3 Holdings Reported
- Form 4 Transactions Reported

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

1. Name and Address of Reporting Person* PASCAL ANDREW S			2. Issuer Name and Ticker or Trading Symbol PLAYSTUDIOS, Inc. [MYPY]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) Chairman and CEO		
(Last)	(First)	(Middle)	3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) 12/31/2021					
10150 COVINGTON CROSS DRIVE			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Reporting (check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person		
(Street)								
LAS VEGAS, NV 89144								
(City)			(State)			(Zip)		

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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				Amount	(A) or (D)	Price			
Class A Common Stock							112,600	I	by Pascal Family Trust
Class B Common Stock (1)							2,913,005	I	by Pascal Family Trust
Class B Common Stock (1)	12/31/2021		G (2)(3)	1,898,734	D	\$ 0	11,318,561	I	by DreamStreet Holdings, LLC
Class B Common Stock (1)	12/31/2021		G (2)(3)	1,898,734	D	\$ 0	9,419,827	I	by DreamStreet Holdings, LLC
Class B Common Stock (1)	12/31/2021		G (2)(3)	1,898,734	A	\$ 0	1,898,734	I (3)	by PGP 2021 Irrevocable Trust
Class B Common Stock (1)	12/31/2021		G (2)(3)	1,898,734	A	\$ 0	1,898,734	I (3)	by SJP 2021 Irrevocable Trust

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

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**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 Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned at End of Issuer's Fiscal Year (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Options	\$ 1.01						04/17/2021	04/17/2027	Class B Common Stock (1)	1,864,324.00		16,130,300	D	
Stock Options	\$ 0.14						10/04/2012	10/04/2022	Class B Common Stock (1)	327,469.00		16,130,300	D	
Earnout Shares	\$ 0.00						(4)	06/21/2026	Class B Common Stock (1)	416,422.00		416,422	I	by Pascal Family Trust

Earnout Shares	\$ 0.00					(4)	06/21/2026	Class B Common Stock (1)	313,322.00		313,322	D	
Earnout Shares	\$ 0.00					(4)	06/21/2026	Class B Common Stock (1)	2,296,368.00		2,296,368	I	by DreamStreet Holdings, LLC

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
PASCAL ANDREW S 10150 COVINGTON CROSS DRIVE LAS VEGAS, NV 89144	X	X	Chairman and CEO	

Signatures

/s/ Joel Avena, Attorney-in-Fact		02/14/2022
<small>**Signature of Reporting Person</small>		<small>Date</small>

Explanation of Responses:

- * 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).
- (1) Each share of Class B Common Stock is convertible at any time at the option of the holder into one share of Class A common stock, par value \$0.0001 per share (the Class A Common Stock), of the Issuer. Upon transfer, each share of Class B Common Stock will convert into a share of Class A Common Stock, subject to certain limited exceptions. The rights of the holders of Class A Common Stock and Class B Common Stock are identical, except with respect to conversion rights (noted above) and voting rights. Each share of Class B Common Stock is entitled to twenty votes per share, whereas each share of Class A Common Stock is entitled to one vote per share.
- (2) These transactions involved a two separate gifts from DreamStreet Holdings, LLC, which reporting person is the beneficial owner of, of 1,898,734 shares of Class B common stock each, first both transferred to the Pascal Family Trust, which reporting person is also the beneficial owner of, and thereafter the Pascal Family Trust then transferring one of such gifts of 1,898,734 shares of Class B common stock to the PGP 2021 Irrevocable Trust and the other of such gifts of 1,898,734 shares of Class B common stock to SJP 2021 Irrevocable Trust (collectively, the "Irrevocable Trusts"). The reporting person disclaims beneficial ownership of the shares held the Irrevocable Trusts, and this report should not be deemed an admission that the reporting person is the beneficial owner of the Irrevocable Trusts' shares for purposes of Section 16 or for any other purpose.
- (3) Contemporaneously with the gift of securities by the reporting persons to the Irrevocable Trusts, the Irrevocable Trusts entered into irrevocable proxies to grant the reporting person power of attorney and proxy as it relates to the rights of the Class B common stock. As such, the reporting person has the equivalent voting power of 3,797,468 shares of Class B common stock held by the irrevocable trusts.
- (4) 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

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

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POWER OF ATTORNEY

Know all by these presents, that the undersigned hereby constitutes and appoints each of Joel Avena, Scott Peterson 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/ Andrew Pascal
Name: Andrew Pascal