



IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

TWITTER, INC.,

Plaintiff

v.

ELON R. MUSK, X HOLDINGS I,  
INC., and X HOLDINGS II, INC.,

Defendants.

C.A. No. 2022-0613-KSJM

**NOTICE OF SERVICE OF SUBPOENA DUCES TECUM**

TO: Peter J. Walsh, Jr., Esquire  
Kevin R. Shannon, Esquire  
Christopher N. Kelly, Esquire  
Mathew A. Golden, Esquire  
POTTER ANDERSON &  
CORROON LLP  
313 North Market Street  
Hercules Plaza, 6th Floor  
Wilmington, DE 19801

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*Counsel for Defendants Elon R  
Musk, X Holdings I, Inc., and X  
Holdings II, Inc.*

PLEASE TAKE NOTICE that, on August 1, 2022, pursuant to Court of Chancery Rules 26, 34 and 45, counsel for Plaintiff Twitter, Inc., caused a Subpoena *Duces Tecum*, in the form attached hereto, to be served upon non-party Tomales Bay Capital, L.P., 255 California St. Ste. 800, San Francisco, CA 94111-4922, c/o Cogency Global Inc., 850 New Burton Road, Suite 201, Dover, DE 19904.

Dated: August 2, 2022

BALLARD SPAHR LLP

/s/ Elizabeth A. Sloan

David J. Margules (# 2254)

Elizabeth A. Sloan (#5045)

Brittany M. Giusini (#6034)

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*Counsel for Plaintiff Twitter Inc.*

## CERTIFICATE OF SERVICE

I hereby certify that on August 2, 2022, I caused a true and correct copy of the foregoing *Notice of Service* to be served by File & ServeXpress upon the following counsel of record:

Peter J. Walsh, Jr., Esquire  
Kevin R. Shannon, Esquire  
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*Counsel for Defendants Elon R.  
Musk, X Holdings I, Inc., and X  
Holdings II, Inc.*

/s/ Elizabeth A. Sloan  
Elizabeth A. Sloan (#5045)



## SCHEDULE A

### DEFINITIONS

As used in Schedule A, the following terms shall have the following meanings:

1. “Action” shall mean the above-captioned action.
2. “AH Capital Management L.L.C.” shall mean AH Capital Management L.L.C. and any of its divisions, subsidiaries, or affiliates.
3. “Antonio Gracias” shall mean the Antonio Gracias affiliated with Valor Equity Partners LP.
4. “April 4, 2022 Letter Agreement” shall mean the letter agreement between Twitter, Inc. and Elon R. Musk, attached as Exhibit 10.1 to the Current Report on Form 8-K filed by Twitter, Inc. with the SEC on April 5, 2022.
5. “April 13, 2022 Proposal” shall mean the letter from Equity Investor to Bret Taylor, attached as Exhibit B to Amendment No. 2 to Schedule 13D, filed by Equity Investor with the SEC on April 13, 2022.
6. “April 24, 2022 Offer” shall mean the letter from Equity Investor to Bret Taylor, dated April 24, 2022, attached as Exhibit G to Amendment No. 4 to Schedule 13D, filed by Equity Investor with the SEC on April 25, 2022.
7. “Barclays” shall mean Barclays Capital Inc. and any of its divisions, subsidiaries, or affiliates.

8. “Bob Swan” shall mean the Bob Swan affiliated with AH Capital Management L.L.C.

9. “BofA Securities” shall mean Bank of America Corporation and/or BofA Securities, Inc. and any of their respective divisions, subsidiaries, or affiliates.

10. “Co-Investor Equity Commitments” shall mean the letter agreements with the Co-Investors.

11. “Co-Investors” shall mean any one or more actual or potential co-investors in the Equity Financing, including without limitation You; Lawrence Ellison; the Lawrence J. Ellison Revocable Trust; Binance; A.H. Capital Management, L.L.C.; Brookfield Asset Management Inc.; Qatar Holding LLC; Sequoia Capital Fund, L.P.; A.M. Management & Consulting; Aliya Capital Partners LLC; BAMCO, Inc.; DFJ Growth IV Partners, LLC; Fidelity Management & Research Company LLC; Honeycomb Asset Management LP; Key Wealth Advisors LLC; Litani Ventures; Strauss Capital LLC; Tresser Blvd 402 LLC (Cartenna); VyCapital; Witkoff Capital; and Prince Alwaleed bin Talal, together with each of their respective employees, partners, associates, shareholders, officers, directors, attorneys, and agents, and all other Persons acting or purporting to act on their behalf.

12. “Communication” shall refer to the transmittal of information (in the form of facts, ideas, inquiries, queries, data, or otherwise) by any means of transmission, regardless of whether the transmittal was initiated or received by an

individual or a system. Means of transmission include, but are not limited to, face-to-face conversations, postal or other physical mail, email, text message, instant message (such as iMessage, Slack, and Signal), social media messaging platforms (such as Twitter Direct Messages), voicemail, telephone, or facsimile.

13. “Complaint” shall mean the Verified Complaint, dated July 12, 2022, filed by Twitter against Defendants in this Action.

14. “Debt Financing” shall refer to any amounts contemplated to be borrowed by Defendants, whether currently, previously, or in the future, to fund the transactions contemplated by the Merger Agreement, including without limitation the amounts set forth in (i) the debt commitment letter, dated April 20, 2022, attached as Exhibit C to Amendment No. 3 to Schedule 13D, filed by Equity Investor with the SEC on April 21, 2022; (ii) the margin loan commitment letter, dated April 20, 2022, attached as Exhibit D to Amendment No. 3 to Schedule 13D, filed by Equity Investor with the SEC on April 21, 2022; (iii) the debt commitment letter dated April 25, 2022, attached as Exhibit H to Amendment No. 4 to Schedule 13D, filed by Equity Investor with the SEC on April 25, 2022; and (iv) the Margin Loan Commitment.

15. “Defendants” shall mean individually and/or collectively, Elon R. Musk; X Holdings I, Inc. and any of its divisions, subsidiaries, or affiliates; and

X Holdings II, Inc. and any of its divisions, subsidiaries, or affiliates, together with all other Persons acting or purporting to act on their behalf.

16. “Defendants’ Advisors” shall refer to any one or more of the following: Morgan Stanley; Jared Birchall, Excession LLC; Bob Swan; AH Capital Management, L.L.C.; Antonio Gracias; Valor Equity Partners LP; Kristina Salen; Patrick O’Malley; BofA Securities; Barclays; McDermott Will & Emery LLP; and Quinn Emanuel Urquhart & Sullivan, LLP, as well as any of Defendants’ other advisors, agents, attorneys, consultants, law firms, public relations firms, or other representatives, together with each of their respective employees, partners, associates, shareholders, officers, directors, and agents, and all other Persons acting or purporting to act on their behalf.

17. “Document” shall mean “document” as that term is defined and used in Court of Chancery Rules 26, 34 and 45 and shall have the broadest possible meaning permitted by law.

18. “Equity Financing” shall refer to any amounts contemplated to be invested by Equity Investor or others, whether currently, previously, or in the future, to fund the transactions contemplated by the Merger Agreement, including without limitation (i) the equity financing commitment letter, dated April 20, 2022, attached as Exhibit E to Amendment No. 3 to Schedule 13D, filed by Equity Investor with the SEC on April 21, 2022; (ii) the equity financing commitment letter, dated April

25, 2022, filed as Exhibit J to Amendment No. 4 to Schedule 13D, filed by Equity Investor with the SEC on April 26, 2022; (iii) the co-investor equity commitment letters referenced in Amendment No. 6 to Schedule 13D, filed by Equity Investor with the SEC on May 5, 2022; (iv) the equity commitment letter referenced in the Schedule 13D filed by HRH Prince Alwaleed Bin Talal Bin Abdulaziz Alsaud with the SEC on May 9, 2022; (v) the equity commitment side letter, dated May 11, 2022, and executed by, *inter alia*, Elon R. Musk; (vi) the equity commitment side letter, dated May 24, 2022, and executed by, *inter alia*, Elon R. Musk; and (vii) the equity financing commitment letter, dated May 24, 2022, attached as Exhibit N to Amendment No. 7 to Schedule 13D, filed by Equity Investor with the SEC on May 25, 2022.

19. “Equity Investor” shall mean Elon R. Musk.

20. “Excession LLC” shall mean Excession LLC and any of its divisions, subsidiaries, or affiliates.

21. “Financing Commitments” shall mean: (i) the debt commitment letter, dated April 25, 2022, attached as Exhibit H to Amendment No. 4 to Schedule 13D, filed by Equity Investor with the SEC on April 25, 2022, together with any amendments thereto; (ii) the equity financing commitment letter, dated May 24, 2022, attached as Exhibit N to Amendment No. 7 to Schedule 13D, filed by Equity Investor with the SEC on May 25, 2022, together with any amendments thereto; (iii)



the Co-Investor Equity Commitments; and (iv) any other commitments to lend or invest money to fund the transactions contemplated by the Merger Agreement.

22. “Jared Birchall” shall mean the Jared Birchall affiliated with Excession LLC.

23. “July 8, 2022 Letter” shall mean the letter from Mike Ringler to Vijaya Gadde, dated July 8, 2022, regarding the purported termination of the Merger Agreement.

24. “June 6, 2022 Letter” shall mean the letter from Mike Ringler to Vijaya Gadde, dated June 6, 2022, asserting that there had been a “material breach” of the Merger Agreement.

25. “Kristina Salen” shall mean the Kristina Salen who formerly served as Chief Financial Officer of World Wrestling Entertainment, Inc. and who is currently affiliated with Sirius XM Holdings, Inc.

26. “Lenders” shall mean any one or more actual or potential providers of the Debt Financing, including without limitation Morgan Stanley Senior Funding, Inc.; Bank of America, N.A.; BofA Securities, Inc.; Barclays Bank PLC; MUFG Bank, Ltd.; BNP Paribas; BNP Paribas Securities Corp.; Mizuho Bank, Ltd.; Societe Generale; Credit Suisse AG, Cayman Islands Branch; Citibank, N.A.; Deutsche Bank AG, London Branch; Royal Bank of Canada; and Canadian Imperial Bank of Commerce, together with each of their respective employees, partners, associates,

shareholders, officers, directors, attorneys, and agents, and all other Persons acting or purporting to act on their behalf.

27. “Limited Guarantee” shall mean the Limited Guarantee, dated as of April 25, 2022, provided by Elon R. Musk in favor of Twitter, Inc.

28. “Marc Andreessen” shall mean the Marc Andreessen affiliated with AH Capital Management L.L.C.

29. “Margin Loan Commitment” shall mean the margin loan commitment letter, dated April 25, 2022, attached as Exhibit I to Amendment No. 4 to Schedule 13D, filed by Equity Investor with the SEC on April 25, 2022.

30. “Merger” shall mean the transactions contemplated by the Merger Agreement.

31. “Merger Agreement” shall mean the Agreement and Plan of Merger, dated April 25, 2022, between and among Elon R. Musk, X Holdings I, Inc., X Holdings II, Inc., and Twitter, Inc.

32. “Morgan Stanley” shall mean Morgan Stanley & Co. L.L.C. and any of its divisions, subsidiaries, or affiliates.

33. “Patrick O’Malley” shall mean the Patrick O’Malley who formerly served as Chief Financial Officer of Avaya Holdings Corp. and who is currently affiliated with Magnolia Medical Technologies, Inc.

34. “Person” or “Persons” shall mean any individual, corporation, partnership, firm, association, government agency, or other organization recognizable at law, together with its agents, employees, and representatives.

35. “SEC” shall mean the U.S. Securities and Exchange Commission, together with any of its employees, attorneys, agents, or representatives, and all other Persons acting or purporting to act on its behalf.

36. “Sequoia Capital Fund, L.P.” shall mean Sequoia Capital Fund, L.P., Sequoia Capital Operations, LLC, and/or any of their divisions, subsidiaries, or affiliates, together with their respective employees, partners, associates, shareholders, officers, directors, and agents; all entities under Sequoia Capital Operations, LLC’s direct or indirect control and/or administration, as well as Jason Calacanis and any other Persons acting or purporting to act on behalf of Sequoia Capital Fund, L.P. and/or Sequoia Capital Operations, LLC.

37. “Tweet” shall mean a post made on the Twitter platform, including Retweets or replies.

38. “Twitter” shall mean Twitter, Inc. and any of its divisions, subsidiaries or affiliates, together with each of their respective employees, partners, associates, shareholders, officers, directors, and agents, and all other Persons acting or purporting to act on their behalf.

39. “Valor Equity Partners LP” shall mean Valor Equity Partners LP and any of its divisions, subsidiaries, or affiliates.

40. The terms “You” or “Your” shall mean Tomales Bay Capital, L.P. and/or any of Tomales Bay Capital, L.P.’s affiliates, together with each of their respective employees, partners, counsel, of counsel, associates, attorneys, and agents, and all other Persons acting or purporting to act on their behalf.

41. The term “including” shall mean “including without limitation” or “including, but not limited to.”

42. The terms “and” and “all” shall each be construed either disjunctively or conjunctively to bring within the scope of the Requests all responses that might otherwise be construed as outside their scope.

43. The terms “any” and “each” shall each be construed as both “each” and “every” to bring within the scope of the Requests all responses which might otherwise be construed to be outside their scope.

44. The use of the singular form of any word shall include the plural and vice versa.

45. The terms “concerning,” “regarding,” “relating to,” and/or “related to” shall each be read and applied as interchangeable and shall each be construed in the broadest sense to mean referring to, describing, evidencing, memorializing, concerning, regarding, with regard to, relating to, referring to, pertaining to,

containing, analyzing, evaluating, studying, recording, reflecting, reporting on, commenting on, reviewed in connection or in conjunction with, setting forth, contradicting, refuting, and considering, in whole or in part.

46. Capitalized terms used and not defined herein shall have the meaning given to such terms in the Merger Agreement.

### **Instructions**

The following instructions shall apply to the Document Requests contained herein.

1. These Requests require that You produce Documents in a manner that satisfies the requirements of Court of Chancery Rules 26, 34 and 45.

2. Unless otherwise specified, the time period covered by these Requests is January 1, 2022 through July 8, 2022.

3. These Requests are continuing and require supplementation pursuant to Court of Chancery Rules 26, 34 and 45.

4. A Request for a Document shall be deemed to include a request for any non-identical copies or drafts of the Document, as well as all transmittal sheets, cover letters, exhibits, enclosures, or attachments to the Document, in addition to the Document itself. Any Document described herein is to be produced in its original file folder, with all labels or similar markings intact, and with the name of the Person from whose file it was produced. For the avoidance of doubt, You shall produce,

among other things, all Documents responsive to the Requests that are located in any cloud-based storage account to which You have access and/or over which You have possession, custody, or control.

5. If it is not possible to produce any Document called for by a Request, or if any part of a Request is objected to, the reasons for the failure to produce the Documents or the objection should be stated specifically as to all grounds.

6. If a Document responsive to any Request is no longer in Your possession, custody, or control, give a description of the Document, state what disposition was made of the Document and the date of such disposition, and identify all Persons having knowledge of the Document's contents.

7. If any Document responsive to any Request has been destroyed, give a description of the Document, set forth the contents of the Document, the location of any copies of the Document, the date of the Document's destruction, and the name of the Person who destroyed the Document or ordered or authorized its destruction.

8. If You claim any form of privilege or protection or other reason, whether based on statute or otherwise, as a ground for not producing requested Documents, furnish a list identifying each Document for which the privilege or protection is claimed, together with the following information: date; sender, recipients, and Persons to whom copies were furnished, together with their job titles;

subject matter; and basis on which the Document is withheld consistent with the Court of Chancery Rules.

9. Requests are not intended to limit or modify other Requests and should not be interpreted as limiting or modifying other Requests.

10. If You contend that any Request is overly broad and/or unduly burdensome, identify all aspects of the Request that are overly broad or unduly burdensome and produce the Documents that are not subject to this contention.

11. If there are no Documents or Communications responsive to any particular Request or subpart thereof, You shall state so in writing.

12. For any responsive Documents or Communications stored in electronic format, including email and text messages, You will produce those Documents or Communications in searchable electronic format (*e.g.*, single-page .TIFF format with corresponding Document-level extracted text files and OCR text files, each named by the Bates number assigned to the first page) by secure electronic transmission (*e.g.* SFTP site) or on CD-ROMs, DVD-ROMs, portable or external hard drives, or other widely-used electronic or optical storage media. All images will be produced as single page .TIFF images, black and white, Group IV and 300 dpi with a Concordance Image (formerly Opticon) style .OPT load file. All color images will be provided in JPEG format where color images are necessary to understand the Document. All Microsoft Excel, PowerPoint, and similar

spreadsheet or presentation files will be produced in native format. Furthermore, for all native files that are produced, a corresponding placeholder TIFF image will be produced that bears the same Bates assigned to the native file, has all associated metadata, and indicates that that the “File has been produced in native format.” All responsive electronic Documents and Communications will be produced with sufficient metadata to convey where these items begin and end (including attachments), the original file name, and the original timestamps and attributes. All metadata will be provided in a delimited data field (with file extension .DAT), delimited using the Concordance style delimiters, and including the following metadata fields: “BEGBATES”, “ENDBATES”, “BEGATTACH”, “ENDATTACH”, “FAMILY-DATE/TIME”, “Page Count”, “Custodian”, “ALL CUSTODIANS”, “To”, “From”, “CC”, “BCC”, “Subject”, “Sent Date/Time”, “Author”, “Title”, “File Name”, “File Extension”, “Redacted”, “TextPath”, “NativePath”, “MD5HASH”, “Received Date/Time”, “File Size”, and “Confidentiality”.

13. None of the Definitions or Requests set forth herein shall be construed as an admission relating to the existence of any evidence, to the relevance or admissibility of any evidence, or to the truth or accuracy of any statement or characterization in the Definition or Request.



## **DOCUMENT REQUESTS**

### **REQUEST NO. 1.**

All Documents and Communications relating to the April 4, 2022 Letter Agreement, April 13, 2022 Proposal, the April 24, 2022 Offer, any other potential acquisition or other strategic transaction involving Twitter, the Merger, the Merger Agreement, the Limited Guarantee, the June 6, 2022 Letter, and/or the July 8, 2022 Letter, and any financing with respect to any of the foregoing or any transaction contemplated thereby (including but not limited to the Debt Financing, the Equity Financing, and/or the Financing Commitments), including without limitation (i) all Communications with Defendants, any one or more of Defendants' Advisors, any other one or more of the Lenders, and/or any other Co-Investor concerning these subjects; (ii) all Documents created by Defendants, one or more of Defendants' Advisors, one or more of the Lenders, You, and/or any other Co-Investor concerning these subjects; (iii) all Communications with any advisor, attorney, or other representative of You or any other Co-Investor concerning these subjects; and (iv) all Communications with any advisor, attorney, or other representative of any one or more of the Lenders concerning these subjects.

### **REQUEST NO. 2.**

All Documents and Communications relating to efforts to solicit You or any other Co-Investor, arrange or negotiate equity co-investments, and/or arrange, document,

syndicate, or consummate the Equity Financing, including those concerning the status of or expected timeline for such efforts. Documents responsive to this Request shall include, without limitation: (i) closing checklists (and drafts thereof) for any aspect of the Equity Financing; (ii) timelines (and drafts thereof) for the arrangement, negotiation, execution, and/or consummation of the Equity Financing; (iii) presentations, decks, and other materials (and drafts thereof) related to any organizational calls, meetings, or due diligence sessions concerning the Equity Financing, and any notes, recordings, or transcriptions of any calls or meetings related to the Equity Financing; (iv) drafts of definitive agreements and ancillary documents related to the Equity Financing; (v) pitch books (and drafts thereof) related to the Equity Financing; and (vi) offering memoranda, confidential information memoranda, and lender presentations (and drafts thereof) related to the Equity Financing.

**REQUEST NO. 3.**

All Documents and Communications concerning any potential tender offer for some or all of Twitter's shares, including without limitation (i) all Communications with Defendants, any one or more of Defendants' Advisors, any one or more of the Lenders, any other Co-Investor, and/or potential co-investors in the potential tender offer concerning these subjects; (ii) all Documents created by Defendants, any one or more of Defendants' Advisors, any one or more of the Lenders, You, any other

Co-Investor, and/or potential co-investors in the potential tender offer concerning these subjects; and (iii) all Documents and Communications relating to the debt commitment letter, dated April 20, 2022, attached as Exhibit C to Amendment No. 3 to Schedule 13D, filed by Equity Investor with the SEC on April 21, 2022.

**REQUEST NO. 4.**

All Documents and Communications concerning Defendants' requests or potential requests for information pursuant to Section 6.4 and/or Section 6.11 of the Merger Agreement and any information provided by Twitter, or on Twitter's behalf, in response to any such request for information, including without limitation (i) all Documents created by Defendants, Defendants, any one or more of Defendants' Advisors, any one or more of the Lenders, You, and/or any other Co-Investor concerning such information requests or potential requests; (ii) all Communications with Defendants, any one or more of Defendants' Advisors, any one or more of the Lenders, and/or any other Co-Investor concerning such information requests or potential requests; (iii) all Documents and Communications related to any analyses, audits, or investigations performed by or at the direction of Defendants, any one or more of Defendants' Advisors, any one or more of the Lenders, You, and/or any other Co-Investor, or of which You are aware, relating to Twitter's API or "firehose" data provided to Defendants; (iv) all Documents and Communications related to any analyses, audits, or investigations performed by or at the direction of Defendants,

any one or more of Defendants' Advisors, any one or more of the Lenders, You, and/or any other Co-Investor, or of which You are aware, relating to any other information provided by Twitter, or on Twitter's behalf, in response to any information request by Defendants or on Defendants' behalf; and (v) all Documents and Communications concerning Equity Investor's Tweet, dated May 13, 2022, purporting to disclose information obtained from Twitter pursuant to an information request, as alleged in Paragraph 75 of the Complaint.

**REQUEST NO. 5.**

All Documents and Communications relating to any written or oral request made by You or any other one or more of the Co-Investors seeking information relating to Twitter and/or the Equity Financing, including without limitation any drafts of any such information request.

**REQUEST NO. 6.**

All Documents and Communications relating to any written or oral response to an information request made by You and/or any other one or more of the Co-Investors relating to Twitter and/or the Equity Financing, including without limitation any drafts of any such response.

**REQUEST NO. 7.**

All Documents and Communications concerning the number of false or spam accounts or bots on the Twitter platform and/or the disclosures in Twitter's SEC filings discussed in Paragraphs 64 and 66 of the Complaint, including without

limitation (i) all Documents and Communications related to any analyses, audits, or investigations performed or conducted by or at the direction of Defendants, any one or more of Defendants' Advisors, any one or more of the Lenders, You, and/or any other Co-Investor, or of which You are aware, relating to these subjects, whether performed or conducted prior or subsequent to the execution of the Merger Agreement; (ii) all Documents and Communications related to any analyses, audits, or investigations that Defendants, any one or more of Defendants' Advisors, any one or more of the Lenders, You, and/or any other Co-Investor considered undertaking, or that Defendants, any one or more of Defendants' Advisors, any one or more of the Lenders, You, and/or any other one or more of the Co-Investors considered having others undertake on Your or their behalf, relating to these subjects, whether performed or conducted prior or subsequent to the execution of the Merger Agreement; (iii) all Documents and Communications related to Defendants' decision to execute the Merger Agreement without further due diligence on these subjects; and (iv) all Documents and Communications related to the Lenders' decision to execute the Merger Agreement without further due diligence on these subjects.

**REQUEST NO. 8.**

All Communications with any media representative or media outlet regarding the Merger, the Merger Agreement, the Debt Financing, the Equity Financing, the

Financing Commitments, the number of false or spam accounts or bots on the Twitter platform, the disclosures in Twitter’s SEC filings discussed in Paragraphs 64 and 66 of the Complaint, the June 6, 2022 Letter, and/or the July 8, 2022 Letter. This Request includes, without limitation, all Communications made by Defendants, any one or more of Defendants’ Advisors, any one or more of the Lenders, You, and/or any other one or more of the Co-Investors, or of which You are aware, with the author(s) (or any of their colleagues) of the enumerated articles or any other stories, articles, media commentary, or the like concerning the subject matters listed in this Request.

**REQUEST NO. 9.**

All Documents and Communications concerning (i) Equity Investor’s statement, in a Tweet dated May 15, 2022, that “[t]here is some chance” that the percentage of bots and/or false or spam accounts “might be over 90% of daily active users”; and (ii) Equity Investor’s statement, in a Tweet dated May 17, 2022, that “20% fake/spam accounts, while 4 times what Twitter claims, could be much higher,” including without limitation all Documents in Your possession, or of which You are aware, that supported, refuted, or otherwise related to these claims.

**REQUEST NO. 10.**

All Documents and Communications relating to the effects or potential effects of changes in the price of Tesla, Inc. common stock, on (i) the Merger; (ii) the Debt

Financing; (iii) the Equity Financing; (iv) the Financing Commitments; and/or (v) Defendants' intentions with respect to closing and/or efforts to close the Merger.

**REQUEST NO. 11.**

All Documents and Communications concerning Equity Investor's (i) efforts to ensure that he had the financial capacity to pay and perform his obligations in respect of the Equity Financing, including without limitation those relating to the status of or expected timeline for such efforts; and (ii) intended or expected sources of cash to fund his obligations in respect of the Equity Financing.

**REQUEST NO. 12.**

All Documents and Communications concerning Defendants' purported termination of the Merger Agreement, including without limitation those related to (i) any consideration of whether and on what grounds to purport to terminate the Merger Agreement; (ii) any consideration of potentially renegotiating the Merger Agreement; (iii) all Documents and Communications related to the preparation of the June 6, 2022 Letter; and (iv) all Documents and Communications related to the preparation of the July 8, 2022 Letter.

**REQUEST NO. 13.**

All Documents and Communications concerning Defendants' contention in the July 8, 2022 Letter that Twitter is "likely to suffer a Company Material Adverse Effect," including without limitation any valuations, forecasts, projections, estimates, or other analyses relating to whether Twitter is likely to suffer a Company

Material Adverse Effect.

**REQUEST NO. 14.**

All forecasts, projections, estimates, or other analyses created by Defendants, any one or more of Defendants' Advisors, any one or more of the Lenders, You, and/or any other one or more of the Co-Investors, or on Your or their behalf, relating to Twitter's current or future performance, financial condition, or value, including without limitation any projections of Twitter's revenues, EBITDA, earnings, and cash flows, and all Documents and Communications concerning such forecasts, projections, estimates, or analyses.

**REQUEST NO. 15.**

All Documents and Communications relating to any investment, involvement, potential investment, or potential involvement by Equity Investor, any affiliate of Equity Investor, You, any one or more of the Lenders, any other one or more of the Co-Investors, and/or any other Person acting in concert with Equity Investor, either directly or indirectly, in any competitor to Twitter, whether or not such competitor is presently in existence.

**REQUEST NO. 16.**

All Documents and Communications concerning Equity Investor's strategic or business plans for Twitter, including without limitation (i) all Communications between You and Equity Investor, any one or more of Defendants' Advisors, any one or more of the Lenders, and/or any other one or more of the Co-Investors



concerning any such plans; (ii) all drafts or iterations of any plans to address issues relating to false or spam accounts on the Twitter platform; (iii) all drafts or iterations of any plans relating to employee retention programs or incentives; and (iv) all drafts or iterations of any plans relating to potential changes to the size and/or composition of Twitter's workforce.

**REQUEST NO. 17.**

Documents sufficient to identify any existing, past, or potential co-investment relationships involving You and Defendants and/or any of their affiliates, other than those related to the Equity Financing.



IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

TWITTER, INC.,

Plaintiff,

v.

ELON R. MUSK, X HOLDINGS I,  
INC., and X HOLDINGS II, INC.,

Defendants.

C.A. No. 2022-0613-KSJM

**SUBPOENA DUCES TECUM**

**THE STATE OF DELAWARE**

TO: Tesla, Inc.  
c/o Business Filings Incorporated  
108 West 13th Street  
Wilmington, DE 19801

This subpoena is issued pursuant to Court of Chancery Rule 45, a copy of which is attached hereto, setting forth the protections and duties with respect to this subpoena.

**YOU ARE HEREBY COMMANDED:**

To produce and permit inspection and copying of designated documents, electronically stored information or tangible things in your possession, custody or control in accordance with the attached **Schedule A** within seven (7) days of service of this subpoena, given the expedited nature of the proceedings, at the law offices of

Ballard Spahr LLP, 919 North Market Street 11th Floor, Wilmington, DE 19801, or  
at such other time or location as may be agreed by the parties or ordered by the Court.

/s/ Elizabeth A. Sloan

David J. Margules (# 2254)

Elizabeth A. Sloan (#5045)

Brittany M. Giusini (#6034)

BALLARD SPAHR LLP

919 N Market St., 11th Floor

Wilmington, DE 19801

Tel.: (302) 252-4465

Email: margulesd@ballardspahr.com

sloane@ballardspahr.com

giusinib@ballardspahr.com

Dated: August 1, 2022

*Attorneys for Plaintiff, Twitter, Inc.*

**Court of Chancery Rule 45(c) and (d):**

*(c) Protection of persons subject to subpoenas.*

(1) A party or an attorney responsible for the issuance and service of a subpoena shall take reasonable steps to avoid imposing undue burden or expense on a person subject to that subpoena. The court on behalf of which the subpoena was issued shall enforce this duty and may impose upon the party or attorney in breach of this duty an appropriate sanction, which may include, but is not limited to, lost earnings and a reasonable attorney's fee.

(2)(A) A person commanded to produce and permit inspection and copying of designated documents, electronically stored information, or tangible things or inspection of premises need not appear in person at the place of production or inspection unless commanded to appear for deposition, hearing or trial.

(B) Subject to paragraph (d)(2) of this rule, a person commanded to produce and permit inspection and copying may, within 14 days after service of the subpoena or before the time specified for compliance if such time is less than 14 days after service, serve upon the party or attorney designated in the subpoena written objection to inspection or copying of any or all of the designated materials or of the premises. If objection is made, the party serving the subpoena shall not be entitled to inspect and copy the materials or inspect the premises except pursuant to an order of the court by which the subpoena was issued. If objection has been made, the party serving the subpoena may, upon notice to the person commanded to produce, move at any time for an order to compel production. Such an order to compel production shall protect any person who is not a party or an officer of a party from significant expense resulting from the inspection and copying commanded.

(3)(A) On timely motion, the court on behalf of which the subpoena was issued shall quash or modify the subpoena if it

- (i) Fails to allow reasonable time for compliance;
- (ii) Requires disclosure of privileged or other protected matter and no exception or waiver applies; or
- (iii) Subjects a person to undue burden.

(B) If a subpoena

- (i) Requires disclosure of a trade secret or other confidential research, development, or commercial information, or
- (ii) Requires disclosure of an unretained expert's opinion or information not describing specific events or occurrences in dispute and resulting from the expert's study made not at the request of any party, the court on behalf of which the subpoena was issued may, to protect a person subject to or affected by the subpoena, quash or modify the subpoena or, if the party in whose behalf the subpoena is issued shows a substantial need for the testimony or material that cannot be otherwise met without undue hardship and assures that the person to whom the subpoena is addressed will be reasonably compensated, the Court may order appearance or production only upon specified conditions.

*(d) Duty in responding to subpoena.*

(1) If a subpoena does not specify a form for producing documents or electronically stored information, the person responding shall produce it in a form or forms in which it is ordinarily maintained, or in which it is reasonably usable. Absent a showing of good cause, the person responding need not produce the same documents or electronically stored information in more than one form. The person responding need not provide discovery of documents or electronically stored information from sources that the person identifies as not reasonably accessible because of undue burden or cost. On a motion to compel discovery or for a protective order, the person responding to a subpoena must show that the information is not reasonably accessible because of undue burden or cost. If that showing is made, the Court nevertheless may order discovery from such sources if the requesting party shows good cause. The Court may specify the conditions for the discovery.

(2) When information subject to a subpoena is withheld on a claim that it is privileged or subject to protection as trial preparation materials, the claim shall be made expressly and shall be supported by a description of the nature of the documents, electronically stored information, or tangible things not produced that is sufficient to enable the demanding party to contest the claim.

AFFIDAVIT OF SERVICE

IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

TWITTER, INC., )
Plaintiff, )
v. )
ELON R. MUSK, X HOLDINGS I, INC., and X HOLDINGS II, )
INC., )
Defendants. )

C.A. No. 2022-0613-KSJM

STATE OF DELAWARE }
} ss.
COUNTY OF NEW CASTLE }

I, Zahid Nawaz, of the State of Delaware, County of New Castle, being duly sworn, says that on the 1st day of August, 2022, at 2:15 p.m. I personally served copy of a SUBPOENA DUCES TECUM with supporting documents on Tesla, Inc. by serving the registered agent, Business Filings Incorporated, 108 West 13th Street, Wilmington, DE 19801.

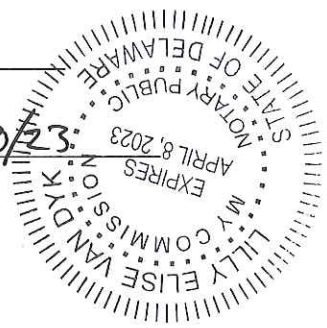
Name of individual accepting service: Amy McLaren- authorized to accept.
Description of individual: Caucasian female, 35-40 yrs. old, 135lbs., 5'5" with brown hair.

[Handwritten signature]

Subscribed and sworn before me
This 1st day of August, 2022

[Handwritten signature: Kelly Elise Van Dyke]
Notary Public

My commission expires: 4/8/23





IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

TWITTER, INC.,

Plaintiff

v.

ELON R. MUSK, X HOLDINGS I,  
INC., and X HOLDINGS II, INC.,

Defendants.

C.A. No. 2022-0613-KSJM

**NOTICE OF SERVICE OF SUBPOENA DUCES TECUM**

TO: Peter J. Walsh, Jr., Esquire  
Kevin R. Shannon, Esquire  
Christopher N. Kelly, Esquire  
Mathew A. Golden, Esquire  
POTTER ANDERSON &  
CORROON LLP  
313 North Market Street  
Hercules Plaza, 6th Floor  
Wilmington, DE 19801

Brad D. Sorrels, Esquire  
Daniyal M. Iqbal, Esquire  
Leah E. León, Esquire  
WILSON SONSINI GOODRICH  
& ROSATI, P.C.  
222 Delaware Avenue, Suite 800  
Wilmington, DE 19801

Jacob R. Kirkham, Esquire  
KOBRE & KIM LLP  
600 North King Street, Suite 501,  
Wilmington, Delaware 19801

*Counsel for Plaintiff Twitter, Inc.*

Edward M. Micheletti, Esquire  
Lauren N. Rosenello, Esquire  
SKADDEN, ARPS, SLATE,  
MEAGHER & FLOM LLP  
920 N. King Street  
Wilmington, DE 19801

Robert A. Weber, Esquire  
Joseph B. Cicero, Esquire  
Elliott Covert, Esquire  
CHIPMAN BROWN CICERO  
& COLE, LLP  
Hercules Plaza  
1313 North Market Street,  
Suite 5400  
Wilmington, Delaware 19801

*Counsel for Defendants Elon R  
Musk, X Holdings I, Inc., and X  
Holdings II, Inc.*

PLEASE TAKE NOTICE that, on August 1, 2022, pursuant to Court of Chancery Rules 26, 34 and 45, counsel for Plaintiff Twitter, Inc., caused a Subpoena *Duces Tecum*, in the form attached hereto, to be served upon non-party Tesla, Inc., c/o Business Filings Incorporated, 108 West 13th Street, Wilmington, DE 19801.

Dated: August 2, 2022

BALLARD SPAHR LLP

/s/ Elizabeth A. Sloan

David J. Margules (# 2254)

Elizabeth A. Sloan (#5045)

Brittany M. Giusini (#6034)

BALLARD SPAHR LLP

919 N Market St., 11th Floor

Wilmington, DE 19801

Tel.: (302) 252-4465

Email: [margulesd@ballardspahr.com](mailto:margulesd@ballardspahr.com)

[sloane@ballardspahr.com](mailto:sloane@ballardspahr.com)

[giusinib@ballardspahr.com](mailto:giusinib@ballardspahr.com)

*Counsel for Plaintiff Twitter Inc.*



## CERTIFICATE OF SERVICE

I hereby certify that on August 2, 2022, I caused a true and correct copy of the foregoing *Notice of Service* to be served by File & ServeXpress upon the following counsel of record:

Peter J. Walsh, Jr., Esquire  
Kevin R. Shannon, Esquire  
Christopher N. Kelly, Esquire  
Mathew A. Golden, Esquire  
POTTER ANDERSON & CORROON LLP  
313 North Market Street  
Hercules Plaza, 6th Floor  
Wilmington, DE 19801

Brad D. Sorrels, Esquire  
Daniyal M. Iqbal, Esquire  
Leah E. León, Esquire  
WILSON SONSINI GOODRICH  
& ROSATI, P.C.  
222 Delaware Avenue, Suite 800  
Wilmington, DE 19801

Jacob R. Kirkham, Esquire  
KOBRE & KIM LLP  
600 North King Street, Suite 501,  
Wilmington, Delaware 19801

*Counsel for Plaintiff Twitter, Inc.*

Edward M. Micheletti, Esquire  
Lauren N. Rosenello, Esquire  
SKADDEN, ARPS, SLATE,  
MEAGHER & FLOM LLP  
920 N. King Street  
Wilmington, DE 19801

Robert A. Weber, Esquire  
Joseph B. Cicero, Esquire  
Elliott Covert, Esquire  
CHIPMAN BROWN CICERO  
& COLE, LLP  
Hercules Plaza  
1313 North Market Street,  
Suite 5400  
Wilmington, Delaware 19801

*Counsel for Defendants Elon R.  
Musk, X Holdings I, Inc., and X  
Holdings II, Inc.*

/s/ Elizabeth A. Sloan  
Elizabeth A. Sloan (#5045)



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

TWITTER, INC.,

Plaintiff,

v.

ELON R. MUSK, X HOLDINGS I,  
INC., and X HOLDINGS II, INC.,

Defendants.

C.A. No. 2022-0613-KSJM

**SUBPOENA DUCES TECUM**

**THE STATE OF DELAWARE**

TO: Space Exploration Technologies Corp.  
c/o Corporation Service Company  
251 Little Falls Drive  
Wilmington, DE 19808

This subpoena is issued pursuant to Court of Chancery Rule 45, a copy of which is attached hereto, setting forth the protections and duties with respect to this subpoena.

**YOU ARE HEREBY COMMANDED:**

To produce and permit inspection and copying of designated documents, electronically stored information or tangible things in your possession, custody or control in accordance with the attached **Schedule A** within seven (7) days of service of this subpoena, given the expedited nature of the proceedings, at the law offices of

Ballard Spahr LLP, 919 North Market Street 11th Floor, Wilmington, DE 19801, or  
at such other time or location as may be agreed by the parties or ordered by the Court.

*/s/ Elizabeth A. Sloan*

---

David J. Margules (# 2254)  
Elizabeth A. Sloan (#5045)  
Brittany M. Giusini (#6034)  
BALLARD SPAHR LLP  
919 N Market St., 11th Floor  
Wilmington, DE 19801  
Tel.: (302) 252-4465  
Email: margulesd@ballardspahr.com  
sloane@ballardspahr.com  
giusinib@ballardspahr.com

Dated: August 1, 2022

*Attorneys for Plaintiff, Twitter, Inc.*

**Court of Chancery Rule 45(c) and (d):**

*(c) Protection of persons subject to subpoenas.*

(1) A party or an attorney responsible for the issuance and service of a subpoena shall take reasonable steps to avoid imposing undue burden or expense on a person subject to that subpoena. The court on behalf of which the subpoena was issued shall enforce this duty and may impose upon the party or attorney in breach of this duty an appropriate sanction, which may include, but is not limited to, lost earnings and a reasonable attorney's fee.

(2)(A) A person commanded to produce and permit inspection and copying of designated documents, electronically stored information, or tangible things or inspection of premises need not appear in person at the place of production or inspection unless commanded to appear for deposition, hearing or trial.

(B) Subject to paragraph (d)(2) of this rule, a person commanded to produce and permit inspection and copying may, within 14 days after service of the subpoena or before the time specified for compliance if such time is less than 14 days after service, serve upon the party or attorney designated in the subpoena written objection to inspection or copying of any or all of the designated materials or of the premises. If objection is made, the party serving the subpoena shall not be entitled to inspect and copy the materials or inspect the premises except pursuant to an order of the court by which the subpoena was issued. If objection has been made, the party serving the subpoena may, upon notice to the person commanded to produce, move at any time for an order to compel production. Such an order to compel production shall protect any person who is not a party or an officer of a party from significant expense resulting from the inspection and copying commanded.

(3)(A) On timely motion, the court on behalf of which the subpoena was issued shall quash or modify the subpoena if it

(i) Fails to allow reasonable time for compliance;

- (ii) Requires disclosure of privileged or other protected matter and no exception or waiver applies; or
- (iii) Subjects a person to undue burden.

(B) If a subpoena

- (i) Requires disclosure of a trade secret or other confidential research, development, or commercial information, or
- (ii) Requires disclosure of an unretained expert's opinion or information not describing specific events or occurrences in dispute and resulting from the expert's study made not at the request of any party, the court on behalf of which the subpoena was issued may, to protect a person subject to or affected by the subpoena, quash or modify the subpoena or, if the party in whose behalf the subpoena is issued shows a substantial need for the testimony or material that cannot be otherwise met without undue hardship and assures that the person to whom the subpoena is addressed will be reasonably compensated, the Court may order appearance or production only upon specified conditions.

*(d) Duty in responding to subpoena.*

(1) If a subpoena does not specify a form for producing documents or electronically stored information, the person responding shall produce it in a form or forms in which it is ordinarily maintained, or in which it is reasonably usable. Absent a showing of good cause, the person responding need not produce the same documents or electronically stored information in more than one form. The person responding need not provide discovery of documents or electronically stored information from sources that the person identifies as not reasonably accessible because of undue burden or cost. On a motion to compel discovery or for a protective order, the person responding to a subpoena must show that the information is not reasonably accessible because of undue burden or cost. If that showing is made, the Court nevertheless may order discovery from such sources if the requesting party shows good cause. The Court may specify the conditions for the discovery.

(2) When information subject to a subpoena is withheld on a claim that it is privileged or subject to protection as trial preparation materials, the claim shall be

made expressly and shall be supported by a description of the nature of the documents, electronically stored information, or tangible things not produced that is sufficient to enable the demanding party to contest the claim.

AFFIDAVIT OF SERVICE

IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

TWITTER, INC., )
Plaintiff, )
v. )
ELON R. MUSK, X HOLDINGS I, INC., and X HOLDINGS II, )
INC., )
Defendants. )

C.A. No. 2022-0613-KSJM

STATE OF DELAWARE }
}ss.
COUNTY OF NEW CASTLE }

I, Zahid Nawaz, of the State of Delaware, County of New Castle, being duly sworn, says that on the 1st day of August, 2022, at 2:45 p.m. I personally served copy of a SUBPOENA DUCES TECUM with supporting documents on Space Exploration Technologies Corp. by serving the registered agent, Corporation Service Company at 251 Little Falls Drive Wilmington, DE 19808.

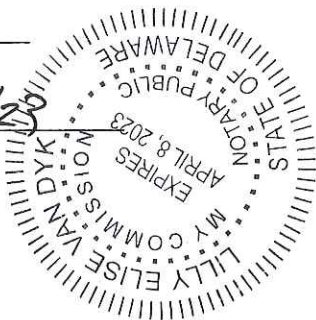
Name of individual accepting service: Lynanne Gares – Authorized to Accept.
Description of individual: Caucasian female, 35-40 yrs. old, 150 lbs., 5’5” with brown hair.

[Handwritten signature in blue ink]

Subscribed and sworn before me
This 1st day of August, 2022

[Handwritten signature of Notary Public]
Notary Public

My commission expires: 4/8/23





IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

TWITTER, INC.,

Plaintiff

v.

ELON R. MUSK, X HOLDINGS I,  
INC., and X HOLDINGS II, INC.,

Defendants.

C.A. No. 2022-0613-KSJM

**NOTICE OF SERVICE OF SUBPOENA DUCES TECUM**

TO: Peter J. Walsh, Jr., Esquire  
Kevin R. Shannon, Esquire  
Christopher N. Kelly, Esquire  
Mathew A. Golden, Esquire  
POTTER ANDERSON &  
CORROON LLP  
313 North Market Street  
Hercules Plaza, 6th Floor  
Wilmington, DE 19801

Brad D. Sorrels, Esquire  
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222 Delaware Avenue, Suite 800  
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Jacob R. Kirkham, Esquire  
KOBRE & KIM LLP  
600 North King Street, Suite 501,  
Wilmington, Delaware 19801

*Counsel for Plaintiff Twitter, Inc.*

Edward M. Micheletti, Esquire  
Lauren N. Rosenello, Esquire  
SKADDEN, ARPS, SLATE,  
MEAGHER & FLOM LLP  
920 N. King Street  
Wilmington, DE 19801

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Elliott Covert, Esquire  
CHIPMAN BROWN CICERO  
& COLE, LLP  
Hercules Plaza  
1313 North Market Street,  
Suite 5400  
Wilmington, Delaware 19801

*Counsel for Defendants Elon R  
Musk, X Holdings I, Inc., and X  
Holdings II, Inc.*



PLEASE TAKE NOTICE that, on August 1, 2022, pursuant to Court of Chancery Rules 26, 34 and 45, counsel for Plaintiff Twitter, Inc., caused a Subpoena *Duces Tecum*, in the form attached hereto, to be served upon non-party Space Exploration Technologies Corp., c/o Corporation Service Company, 251 Little Falls Drive, Wilmington, DE 19808.

Dated: August 2, 2022

BALLARD SPAHR LLP

/s/ Elizabeth A. Sloan

David J. Margules (# 2254)

Elizabeth A. Sloan (#5045)

Brittany M. Giusini (#6034)

BALLARD SPAHR LLP

919 N Market St., 11th Floor

Wilmington, DE 19801

Tel.: (302) 252-4465

Email: margulesd@ballardspahr.com

sloane@ballardspahr.com

giusinib@ballardspahr.com

*Counsel for Plaintiff Twitter Inc.*

## CERTIFICATE OF SERVICE

I hereby certify that on August 2, 2022, I caused a true and correct copy of the foregoing *Notice of Service* to be served by File & ServeXpress upon the following counsel of record:

Peter J. Walsh, Jr., Esquire  
Kevin R. Shannon, Esquire  
Christopher N. Kelly, Esquire  
Mathew A. Golden, Esquire  
POTTER ANDERSON & CORROON LLP  
313 North Market Street  
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Brad D. Sorrels, Esquire  
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Jacob R. Kirkham, Esquire  
KOBRE & KIM LLP  
600 North King Street, Suite 501,  
Wilmington, Delaware 19801

*Counsel for Plaintiff Twitter, Inc.*

Edward M. Micheletti, Esquire  
Lauren N. Rosenello, Esquire  
SKADDEN, ARPS, SLATE,  
MEAGHER & FLOM LLP  
920 N. King Street  
Wilmington, DE 19801

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Elliott Covert, Esquire  
CHIPMAN BROWN CICERO  
& COLE, LLP  
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1313 North Market Street,  
Suite 5400  
Wilmington, Delaware 19801

*Counsel for Defendants Elon R.  
Musk, X Holdings I, Inc., and X  
Holdings II, Inc.*

/s/ Elizabeth A. Sloan  
Elizabeth A. Sloan (#5045)



IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

TWITTER, INC.,

Plaintiff,

v.

ELON R. MUSK, X HOLDINGS I, INC.,  
and X HOLDINGS II, INC.,

Defendants.

C.A. No. 2022-0613-KSJM

**SUBPOENA DUCES TECUM**

TO: Skadden, Arps, Slate, Meagher & Flom LLP  
920 N. King St.  
Wilmington, DE 19801

This subpoena is issued pursuant to Court of Chancery Rule 45, copies of which are attached hereto, setting forth the protections and duties with respect to this subpoena.

**YOU ARE HEREBY COMMANDED:**

To produce and permit inspection and copying of designated documents, electronically-stored information, or tangible things in your possession, custody, or control in accordance with the attached Schedule A on a rolling basis and before August 15, 2022, at the law offices of Ballard Spahr LLP, 919 North Market Street, 11th Floor, Wilmington, DE 19801 or at such other time or location as may be agreed by the parties or ordered by the Court.

*/s/ Elizabeth A. Sloan*

---

David J. Margules (# 2254)

Elizabeth A. Sloan (#5045)

Brittany M. Giusini (#6034)

BALLARD SPAHR LLP

919 N Market St., 11th Floor

Wilmington, DE 19801

Tel.: (302) 252-4465

Email: margulesd@ballardspahr.com

sloane@ballardspahr.com

giusinib@ballardspahr.com

Dated: August 1, 2022

*Attorneys for Plaintiff, Twitter, Inc.*

Pursuant to Court of Chancery Rule 45, subdivisions (c) and (d) of Rule 45 are as follows:

*(c) Protection of persons subject to subpoenas.*

(1) A party or an attorney responsible for the issuance and service of a subpoena shall take reasonable steps to avoid imposing undue burden or expense on a person subject to that subpoena. The court on behalf of which the subpoena was issued shall enforce this duty and may impose upon the party or attorney in breach of this duty an appropriate sanction, which may include, but is not limited to, lost earnings and a reasonable attorney's fee.

(2) (A) A person commanded to produce and permit inspection and copying of designated documents, electronically stored information, or tangible things or inspection of premises need not appear in person at the place of production or inspection unless commanded to appear for deposition, hearing or trial.

(B) Subject to paragraph (d)(2) of this rule, a person commanded to produce and permit inspection and copying may, within 14 days after service of the subpoena or before the time specified for compliance if such time is less than 14 days after service, serve upon the party or attorney designated in the subpoena written objection to inspection or copying of any or all of the designated materials or of the premises. If objection is made, the party serving the subpoena shall not be entitled to inspect and copy the materials or inspect the premises except pursuant to an order of the court by which the subpoena was issued. If objection has been made, the party serving the subpoena may, upon notice to the person commanded to produce, move at any time for an order to compel production. Such an order to compel production shall protect any person who is not a party or an officer of a party from significant expense resulting from the inspection and copying commanded.

(3) (A) On timely motion, the court on behalf of which the subpoena was issued shall quash or modify the subpoena if it (i) Fails to allow reasonable time for compliance; (ii) Requires disclosure of privileged or other protected matter and no exception or waiver applies; or (iii) Subjects a person to undue burden.

(B) If a subpoena (i) Requires disclosure of a trade secret or other confidential research, development, or commercial information, or (ii) Requires disclosure of an unretained expert's opinion or information not describing specific events or occurrences in dispute and resulting from the expert's study made not at the request

of any party, the court on behalf of which the subpoena was issued may, to protect a person subject to or affected by the subpoena, quash or modify the subpoena or, if the party in whose behalf the subpoena is issued shows a substantial need for the testimony or material that cannot be otherwise met without undue hardship and assures that the person to whom the subpoena is addressed will be reasonably compensated, the Court may order appearance or production only upon specified conditions.

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Begin forwarded message:

**From:** "Margules, David J. (Del)" <MargulesD@ballardspahr.com>  
**Date:** August 1, 2022 at 12:34:17 PM EDT  
**To:** "Katsiff, Timothy D (Phila)" <KatsiffT@ballardspahr.com>, "Sloan, Elizabeth A. (Del)" <SloanE@ballardspahr.com>  
**Subject:** FW: [Ext] RE: Twitter

**David J. Margules**

**Ballard Spahr**  
LLP

---

919 N. Market Street, 11th Floor  
Wilmington, DE 19801-3034  
302.252.4431 DIRECT  
302.252.4466 FAX

302.598.9363 MOBILE | margulesd@ballardspahr.com  
VCARD

---

---

**From:** Micheletti, Edward B <Edward.Micheletti@skadden.com>  
**Sent:** Monday, August 1, 2022 12:24 PM  
**To:** Margules, David J. (Del) <MargulesD@ballardspahr.com>  
**Cc:** Katsiff, Timothy D (Phila) <KatsiffT@ballardspahr.com>; Sloan, Elizabeth A. (Del) <SloanE@ballardspahr.com>; Rosenello, Lauren N <Lauren.Rosenello@skadden.com>  
**Subject:** RE: [Ext] RE: Twitter

**⚠ EXTERNAL**

Please send the Skadden subpoena in response to this email so it goes to me and Lauren (copied). Thanks.

---

**From:** Margules, David J. <MargulesD@ballardspahr.com>  
**Sent:** Monday, August 1, 2022 11:25 AM  
**To:** Micheletti, Edward B (WIL) <Edward.Micheletti@skadden.com>  
**Cc:** Katsiff, Timothy D <KatsiffT@ballardspahr.com>; Sloan, Elizabeth A. <SloanE@ballardspahr.com>; Rosenello, Lauren N (WIL) <Lauren.Rosenello@skadden.com>  
**Subject:** [Ext] RE: Twitter

Thank you.

**David J. Margules**



919 N. Market Street, 11th Floor  
Wilmington, DE 19801-3034  
302.252.4431 DIRECT  
302.252.4466 FAX

302.598.9363 MOBILE | margulesd@ballardspahr.com  
VCARD



www.ballardspahr.com

---

**From:** Micheletti, Edward B <Edward.Micheletti@skadden.com>  
**Sent:** Monday, August 1, 2022 11:24 AM  
**To:** Margules, David J. (Del) <MargulesD@ballardspahr.com>  
**Cc:** Katsiff, Timothy D (Phila) <KatsiffT@ballardspahr.com>; Sloan, Elizabeth A. (Del) <SloanE@ballardspahr.com>; Rosenello, Lauren N <Lauren.Rosenello@skadden.com>  
**Subject:** Re: Twitter

**⚠ EXTERNAL**

David - if the subpoena is directed only to Skadden, I can voluntarily accept by email. Let me know.

Ed



On Aug 1, 2022, at 11:05 AM, Margules, David J. <[MargulesD@ballardspahr.com](mailto:MargulesD@ballardspahr.com)> wrote:

We have the subpoena ready to go. Will you accept service by email, or would you prefer that we formally serve?

**David J. Margules**



919 N. Market Street, 11th Floor  
Wilmington, DE 19801-3034  
302.252.4431 DIRECT  
302.252.4466 FAX

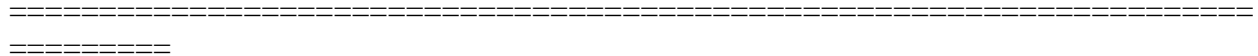
302.598.9363 MOBILE | [margulesd@ballardspahr.com](mailto:margulesd@ballardspahr.com)  
VCARD



[www.ballardspahr.com](http://www.ballardspahr.com)

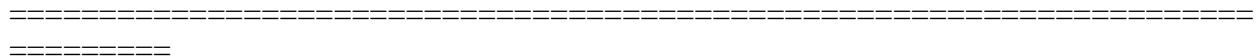
-----  
This email (and any attachments thereto) is intended only for use by the addressee(s) named herein and may contain legally privileged and/or confidential information. If you are not the intended recipient of this email, you are hereby notified that any dissemination, distribution or copying of this email (and any attachments thereto) is strictly prohibited. If you receive this email in error please immediately notify me at (212) 735-3000 and permanently delete the original email (and any copy of any email) and any printout thereof.

Further information about the firm, a list of the Partners and their professional qualifications will be provided upon request.



-----  
This email (and any attachments thereto) is intended only for use by the addressee(s) named herein and may contain legally privileged and/or confidential information. If you are not the intended recipient of this email, you are hereby notified that any dissemination, distribution or copying of this email (and any attachments thereto) is strictly prohibited. If you receive this email in error please immediately notify me at (212) 735-3000 and permanently delete the original email (and any copy of any email) and any printout thereof.

Further information about the firm, a list of the Partners and their professional qualifications will be provided upon request.





IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

TWITTER, INC.,

Plaintiff

v.

ELON R. MUSK, X HOLDINGS I,  
INC., and X HOLDINGS II, INC.,

Defendants.

C.A. No. 2022-0613-KSJM

**NOTICE OF SERVICE OF SUBPOENA DUCES TECUM**

TO: Peter J. Walsh, Jr., Esquire  
Kevin R. Shannon, Esquire  
Christopher N. Kelly, Esquire  
Mathew A. Golden, Esquire  
POTTER ANDERSON &  
CORROON LLP  
313 North Market Street  
Hercules Plaza, 6th Floor  
Wilmington, DE 19801

Brad D. Sorrels, Esquire  
Daniyal M. Iqbal, Esquire  
Leah E. León, Esquire  
WILSON SONSINI GOODRICH  
& ROSATI, P.C.  
222 Delaware Avenue, Suite 800  
Wilmington, DE 19801

Jacob R. Kirkham, Esquire  
KOBRE & KIM LLP  
600 North King Street, Suite 501,  
Wilmington, Delaware 19801

*Counsel for Plaintiff Twitter, Inc.*

Edward M. Micheletti, Esquire  
Lauren N. Rosenello, Esquire  
SKADDEN, ARPS, SLATE,  
MEAGHER & FLOM LLP  
920 N. King Street  
Wilmington, DE 19801

Robert A. Weber, Esquire  
Joseph B. Cicero, Esquire  
Elliott Covert, Esquire  
CHIPMAN BROWN CICERO  
& COLE, LLP  
Hercules Plaza  
1313 North Market Street,  
Suite 5400  
Wilmington, Delaware 19801

*Counsel for Defendants Elon R  
Musk, X Holdings I, Inc., and X  
Holdings II, Inc.*

PLEASE TAKE NOTICE that, on August 1, 2022, pursuant to Court of Chancery Rules 26, 34 and 45, counsel for Plaintiff Twitter, Inc., caused a Subpoena *Duces Tecum*, in the form attached hereto, to be served upon non-party Skadden, Arps, Slate, Meagher & Flom LLP, 920 N. King St., Wilmington, DE 19801.

Dated: August 2, 2022

BALLARD SPAHR LLP

/s/ Elizabeth A. Sloan

David J. Margules (# 2254)

Elizabeth A. Sloan (#5045)

Brittany M. Giusini (#6034)

BALLARD SPAHR LLP

919 N Market St., 11th Floor

Wilmington, DE 19801

Tel.: (302) 252-4465

Email: [margulesd@ballardspahr.com](mailto:margulesd@ballardspahr.com)

[sloane@ballardspahr.com](mailto:sloane@ballardspahr.com)

[giusinib@ballardspahr.com](mailto:giusinib@ballardspahr.com)

*Counsel for Plaintiff Twitter Inc.*

## CERTIFICATE OF SERVICE

I hereby certify that on August 2, 2022, I caused a true and correct copy of the foregoing *Notice of Service* to be served by File & ServeXpress upon the following counsel of record:

Peter J. Walsh, Jr., Esquire  
Kevin R. Shannon, Esquire  
Christopher N. Kelly, Esquire  
Mathew A. Golden, Esquire  
POTTER ANDERSON & CORROON LLP  
313 North Market Street  
Hercules Plaza, 6th Floor  
Wilmington, DE 19801

Brad D. Sorrels, Esquire  
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Leah E. León, Esquire  
WILSON SONSINI GOODRICH  
& ROSATI, P.C.  
222 Delaware Avenue, Suite 800  
Wilmington, DE 19801

Jacob R. Kirkham, Esquire  
KOBRE & KIM LLP  
600 North King Street, Suite 501,  
Wilmington, Delaware 19801

*Counsel for Plaintiff Twitter, Inc.*

Edward M. Micheletti, Esquire  
Lauren N. Rosenello, Esquire  
SKADDEN, ARPS, SLATE,  
MEAGHER & FLOM LLP  
920 N. King Street  
Wilmington, DE 19801

Robert A. Weber, Esquire  
Joseph B. Cicero, Esquire  
Elliott Covert, Esquire  
CHIPMAN BROWN CICERO  
& COLE, LLP  
Hercules Plaza  
1313 North Market Street,  
Suite 5400  
Wilmington, Delaware 19801

*Counsel for Defendants Elon R.  
Musk, X Holdings I, Inc., and X  
Holdings II, Inc.*

/s/ Elizabeth A. Sloan  
Elizabeth A. Sloan (#5045)



IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

TWITTER, INC.,

Plaintiff,

v.

ELON R. MUSK, X HOLDINGS I, INC.,  
and X HOLDINGS II, INC.,

Defendants.

C.A. No. 2022-0613-KSJM

**SUBPOENA DUCES TECUM**

TO: Section 32, LLC  
2033 San Elijo Ave., #565  
Cardiff-by-the-Sea, CA 92007  
c/o The Corporation Trust Company  
Corporation Trust Center  
1209 Orange Street  
Wilmington, DE

This subpoena is issued pursuant to Court of Chancery Rule 45, a copy of which is attached hereto, setting forth the protections and duties with respect to this subpoena.

**YOU ARE HEREBY COMMANDED:**

To produce and permit inspection and copying of designated documents, electronically-stored information, or tangible things in your possession, custody, or control in accordance with the attached Schedule A on a rolling basis and before August 15, 2022, at the law offices of Ballard Spahr LLP, 919 North Market

Street, 11th Floor, Wilmington, DE 19801, or at such other time or location as may be agreed by the parties or ordered by the Court.

/s/ Elizabeth A. Sloan

David J. Margules (# 2254)

Elizabeth A. Sloan (#5045)

Brittany M. Giusini (#6034)

BALLARD SPAHR LLP

919 N Market St., 11th Floor

Wilmington, DE 19801

Tel.: (302) 252-4465

Email: margulesd@ballardspahr.com

sloane@ballardspahr.com

giusinib@ballardspahr.com

Dated: August 1, 2022

*Attorneys for Plaintiff, Twitter, Inc.*

Chancery Court Rules, Rule 45

**RULE 45. SUBPOENA**

*(c) Protection of persons subject to subpoenas.*

(1) A party or an attorney responsible for the issuance and service of a subpoena shall take reasonable steps to avoid imposing undue burden or expense on a person subject to that subpoena. The court on behalf of which the subpoena was issued shall enforce this duty and may impose upon the party or attorney in breach of this duty an appropriate sanction, which may include, but is not limited to, lost earnings and a reasonable attorney's fee.

(2) (A) A person commanded to produce and permit inspection and copying of designated documents, electronically stored information, or tangible things or inspection of premises need not appear in person at the place of production or inspection unless commanded to appear for deposition, hearing or trial.

(B) Subject to paragraph (d)(2) of this rule, a person commanded to produce and permit inspection and copying may, within 14 days after service of the subpoena or before the time specified for compliance if such time is less than 14 days after service, serve upon the party or attorney designated in the subpoena written objection to inspection or copying of any or all of the designated materials or of the premises. If objection is made, the party serving the subpoena shall not be entitled to inspect and copy the materials or inspect the premises except pursuant to an order of the court by which the subpoena was issued. If objection has been made, the party serving the subpoena may, upon notice to the person commanded to produce, move at any time for an order to compel production. Such an order to compel production shall protect any person who is not a party or an officer of a party from significant expense resulting from the inspection and copying commanded.

(3) (A) On timely motion, the court on behalf of which the subpoena was issued shall quash or modify the subpoena if it (i) Fails to allow reasonable time for compliance; (ii) Requires disclosure of privileged or other protected matter and no exception or waiver applies; or (iii) Subjects a person to undue burden.

(B) If a subpoena (i) Requires disclosure of a trade secret or other confidential research, development, or commercial information, or (ii) Requires disclosure of an unretained expert's opinion or information not describing specific events or occurrences in dispute and resulting from the expert's study made not at the request

of any party, the court on behalf of which the subpoena was issued may, to protect a person subject to or affected by the subpoena, quash or modify the subpoena or, if the party in whose behalf the subpoena is issued shows a substantial need for the testimony or material that cannot be otherwise met without undue hardship and assures that the person to whom the subpoena is addressed will be reasonably compensated, the Court may order appearance or production only upon specified conditions.

*(d) Duty in responding to subpoena.*

(1) If a subpoena does not specify a form for producing documents or electronically stored information, the person responding shall produce it in a form or forms in which it is ordinarily maintained, or in which it is reasonably usable. Absent a showing of good cause, the person responding need not produce the same documents or electronically stored information in more than one form. The person responding need not provide discovery of documents or electronically stored information from sources that the person identifies as not reasonably accessible because of undue burden or cost. On a motion to compel discovery or for a protective order, the person responding to a subpoena must show that the information is not reasonably accessible because of undue burden or cost. If that showing is made, the Court nevertheless may order discovery from such sources if the requesting party shows good cause. The Court may specify the conditions for the discovery.

(2) When information subject to a subpoena is withheld on a claim that it is privileged or subject to protection as trial preparation materials, the claim shall be made expressly and shall be supported by a description of the nature of the documents, electronically stored information, or tangible things not produced that is sufficient to enable the demanding party to contest the claim.



AFFIDAVIT OF SERVICE

IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

TWITTER, INC., )  
Plaintiff, )  
v. )  
ELON R. MUSK, X HOLDINGS I, INC., and X HOLDINGS II, )  
INC., )  
Defendants. )

C.A. No. 2022-0613-KSJM

STATE OF DELAWARE }  
} ss.  
COUNTY OF NEW CASTLE }

I, Zahid Nawaz, of the State of Delaware, County of New Castle, being duly sworn, says that on the 1<sup>st</sup> day of August, 2022, at 2:15 p.m. I personally served copy of a SUBPOENA DUCES TECUM with supporting documents on **Section 32, LLC** by serving the registered agent, The Corporation Trust Company, 1209 Orange Street, Wilmington, DE 19801.

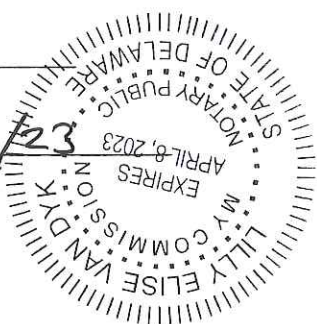
Name of individual accepting service: Amy McLaren- authorized to accept.  
Description of individual: Caucasian female, 35-40 yrs. old, 135lbs., 5'5" with brown hair.

Subscribed and sworn before me

This 1<sup>st</sup> day of August, 2022

Notary Public

My commission expires: 4/8/23





IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

TWITTER, INC.,

Plaintiff

v.

ELON R. MUSK, X HOLDINGS I,  
INC., and X HOLDINGS II, INC.,

Defendants.

C.A. No. 2022-0613-KSJM

**NOTICE OF SERVICE OF SUBPOENA DUCES TECUM**

TO: Peter J. Walsh, Jr., Esquire  
Kevin R. Shannon, Esquire  
Christopher N. Kelly, Esquire  
Mathew A. Golden, Esquire  
POTTER ANDERSON &  
CORROON LLP  
313 North Market Street  
Hercules Plaza, 6th Floor  
Wilmington, DE 19801

Brad D. Sorrels, Esquire  
Daniyal M. Iqbal, Esquire  
Leah E. León, Esquire  
WILSON SONSINI GOODRICH  
& ROSATI, P.C.  
222 Delaware Avenue, Suite 800  
Wilmington, DE 19801

Jacob R. Kirkham, Esquire  
KOBRE & KIM LLP  
600 North King Street, Suite 501,  
Wilmington, Delaware 19801

*Counsel for Plaintiff Twitter, Inc.*

Edward M. Micheletti, Esquire  
Lauren N. Rosenello, Esquire  
SKADDEN, ARPS, SLATE,  
MEAGHER & FLOM LLP  
920 N. King Street  
Wilmington, DE 19801

Robert A. Weber, Esquire  
Joseph B. Cicero, Esquire  
Elliott Covert, Esquire  
CHIPMAN BROWN CICERO  
& COLE, LLP  
Hercules Plaza  
1313 North Market Street,  
Suite 5400  
Wilmington, Delaware 19801

*Counsel for Defendants Elon R  
Musk, X Holdings I, Inc., and X  
Holdings II, Inc.*

PLEASE TAKE NOTICE that, on August 1, 2022, pursuant to Court of Chancery Rules 26, 34 and 45, counsel for Plaintiff Twitter, Inc., caused a Subpoena *Duces Tecum*, in the form attached hereto, to be served upon non-party Section 32, LLC, 2033 San Elijo Ave., #565, Cardiff-by-the-Sea, CA 92007, c/o The Corporation Trust Company, Corporation Trust Center, 1209 Orange Street, Wilmington, DE 19801.

Dated: August 2, 2022

BALLARD SPAHR LLP

/s/ Elizabeth A. Sloan

David J. Margules (# 2254)

Elizabeth A. Sloan (#5045)

Brittany M. Giusini (#6034)

BALLARD SPAHR LLP

919 N Market St., 11th Floor

Wilmington, DE 19801

Tel.: (302) 252-4465

Email: margulesd@ballardspahr.com

sloane@ballardspahr.com

giusinib@ballardspahr.com

*Counsel for Plaintiff Twitter Inc.*

## CERTIFICATE OF SERVICE

I hereby certify that on August 2, 2022, I caused a true and correct copy of the foregoing *Notice of Service* to be served by File & ServeXpress upon the following counsel of record:

Peter J. Walsh, Jr., Esquire  
Kevin R. Shannon, Esquire  
Christopher N. Kelly, Esquire  
Mathew A. Golden, Esquire  
POTTER ANDERSON & CORROON LLP  
313 North Market Street  
Hercules Plaza, 6th Floor  
Wilmington, DE 19801

Brad D. Sorrels, Esquire  
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Wilmington, DE 19801

Jacob R. Kirkham, Esquire  
KOBRE & KIM LLP  
600 North King Street, Suite 501,  
Wilmington, Delaware 19801

*Counsel for Plaintiff Twitter, Inc.*

Edward M. Micheletti, Esquire  
Lauren N. Rosenello, Esquire  
SKADDEN, ARPS, SLATE,  
MEAGHER & FLOM LLP  
920 N. King Street  
Wilmington, DE 19801

Robert A. Weber, Esquire  
Joseph B. Cicero, Esquire  
Elliott Covert, Esquire  
CHIPMAN BROWN CICERO  
& COLE, LLP  
Hercules Plaza  
1313 North Market Street,  
Suite 5400  
Wilmington, Delaware 19801

*Counsel for Defendants Elon R.  
Musk, X Holdings I, Inc., and X  
Holdings II, Inc.*

/s/ Elizabeth A. Sloan  
Elizabeth A. Sloan (#5045)



IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

TWITTER, INC.,

Plaintiff,

v.

ELON R. MUSK, X HOLDINGS I, INC.,  
and X HOLDINGS II, INC.,

Defendants.

C.A. No. 2022-0613-KSJM

**SUBPOENA DUCES TECUM**

TO: J. Safra Asset Management, LLC  
546 Fifth Avenue  
New York, NY 10036  
c/o The Corporation Trust Company  
Corporation Trust Center  
1209 Orange Street  
Wilmington, DE 19801

This subpoena is issued pursuant to Court of Chancery Rule 45, a copy of which is attached hereto, setting forth the protections and duties with respect to this subpoena.

**YOU ARE HEREBY COMMANDED:**

To produce and permit inspection and copying of designated documents, electronically-stored information, or tangible things in your possession, custody, or control in accordance with the attached Schedule A on a rolling basis and before August 15, 2022, at the law offices of Ballard Spahr LLP, 919 North Market

Street, 11th Floor, Wilmington, DE 19801, or at such other time or location as may be agreed by the parties or ordered by the Court.

/s/ Elizabeth A. Sloan

David J. Margules (# 2254)

Elizabeth A. Sloan (#5045)

Brittany M. Giusini (#6034)

BALLARD SPAHR LLP

919 N Market St., 11th Floor

Wilmington, DE 19801

Tel.: (302) 252-4465

Email: margulesd@ballardspahr.com

sloane@ballardspahr.com

giusinib@ballardspahr.com

Dated: August 1, 2022

*Attorneys for Plaintiff, Twitter, Inc.*

Chancery Court Rules, Rule 45

**RULE 45. SUBPOENA**

*(c) Protection of persons subject to subpoenas.*

(1) A party or an attorney responsible for the issuance and service of a subpoena shall take reasonable steps to avoid imposing undue burden or expense on a person subject to that subpoena. The court on behalf of which the subpoena was issued shall enforce this duty and may impose upon the party or attorney in breach of this duty an appropriate sanction, which may include, but is not limited to, lost earnings and a reasonable attorney's fee.

(2) (A) A person commanded to produce and permit inspection and copying of designated documents, electronically stored information, or tangible things or inspection of premises need not appear in person at the place of production or inspection unless commanded to appear for deposition, hearing or trial.

(B) Subject to paragraph (d)(2) of this rule, a person commanded to produce and permit inspection and copying may, within 14 days after service of the subpoena or before the time specified for compliance if such time is less than 14 days after service, serve upon the party or attorney designated in the subpoena written objection to inspection or copying of any or all of the designated materials or of the premises. If objection is made, the party serving the subpoena shall not be entitled to inspect and copy the materials or inspect the premises except pursuant to an order of the court by which the subpoena was issued. If objection has been made, the party serving the subpoena may, upon notice to the person commanded to produce, move at any time for an order to compel production. Such an order to compel production shall protect any person who is not a party or an officer of a party from significant expense resulting from the inspection and copying commanded.

(3) (A) On timely motion, the court on behalf of which the subpoena was issued shall quash or modify the subpoena if it (i) Fails to allow reasonable time for compliance; (ii) Requires disclosure of privileged or other protected matter and no exception or waiver applies; or (iii) Subjects a person to undue burden.

(B) If a subpoena (i) Requires disclosure of a trade secret or other confidential research, development, or commercial information, or (ii) Requires disclosure of an unretained expert's opinion or information not describing specific events or occurrences in dispute and resulting from the expert's study made not at the request

of any party, the court on behalf of which the subpoena was issued may, to protect a person subject to or affected by the subpoena, quash or modify the subpoena or, if the party in whose behalf the subpoena is issued shows a substantial need for the testimony or material that cannot be otherwise met without undue hardship and assures that the person to whom the subpoena is addressed will be reasonably compensated, the Court may order appearance or production only upon specified conditions.

*(d) Duty in responding to subpoena.*

(1) If a subpoena does not specify a form for producing documents or electronically stored information, the person responding shall produce it in a form or forms in which it is ordinarily maintained, or in which it is reasonably usable. Absent a showing of good cause, the person responding need not produce the same documents or electronically stored information in more than one form. The person responding need not provide discovery of documents or electronically stored information from sources that the person identifies as not reasonably accessible because of undue burden or cost. On a motion to compel discovery or for a protective order, the person responding to a subpoena must show that the information is not reasonably accessible because of undue burden or cost. If that showing is made, the Court nevertheless may order discovery from such sources if the requesting party shows good cause. The Court may specify the conditions for the discovery.

(2) When information subject to a subpoena is withheld on a claim that it is privileged or subject to protection as trial preparation materials, the claim shall be made expressly and shall be supported by a description of the nature of the documents, electronically stored information, or tangible things not produced that is sufficient to enable the demanding party to contest the claim.



AFFIDAVIT OF SERVICE

IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

TWITTER, INC., )  
Plaintiff, )  
v. )  
ELON R. MUSK, X HOLDINGS I, INC., and X HOLDINGS II, )  
INC., )  
Defendants. )

C.A. No. 2022-0613-KSJM

STATE OF DELAWARE }  
} ss.  
COUNTY OF NEW CASTLE }

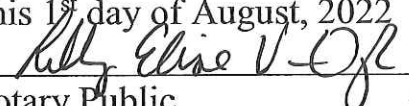
I, Zahid Nawaz, of the State of Delaware, County of New Castle, being duly sworn, says that on the 1<sup>st</sup> day of August, 2022, at 2:15 p.m. I personally served copy of a SUBPOENA DUCES TECUM with supporting documents on J. Safra Asset Management, LLC by serving the registered agent, The Corporation Trust Company, 1209 Orange Street, Wilmington, DE 19801.

Name of individual accepting service: Amy McLaren- authorized to accept.  
Description of individual: Caucasian female, 35-40 yrs. old, 135lbs., 5'5" with brown hair.



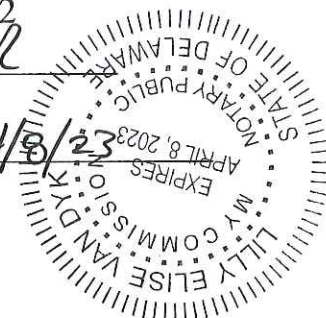
Subscribed and sworn before me

This 1<sup>st</sup> day of August, 2022

  
Notary Public

My commission expires:

4/8/23





IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

TWITTER, INC.,

Plaintiff

v.

ELON R. MUSK, X HOLDINGS I,  
INC., and X HOLDINGS II, INC.,

Defendants.

C.A. No. 2022-0613-KSJM

**NOTICE OF SERVICE OF SUBPOENA DUCES TECUM**

TO: Peter J. Walsh, Jr., Esquire  
Kevin R. Shannon, Esquire  
Christopher N. Kelly, Esquire  
Mathew A. Golden, Esquire  
POTTER ANDERSON &  
CORROON LLP  
313 North Market Street  
Hercules Plaza, 6th Floor  
Wilmington, DE 19801

Brad D. Sorrels, Esquire  
Daniyal M. Iqbal, Esquire  
Leah E. León, Esquire  
WILSON SONSINI GOODRICH  
& ROSATI, P.C.  
222 Delaware Avenue, Suite 800  
Wilmington, DE 19801

Jacob R. Kirkham, Esquire  
KOBRE & KIM LLP  
600 North King Street, Suite 501,  
Wilmington, Delaware 19801

*Counsel for Plaintiff Twitter, Inc.*

Edward M. Micheletti, Esquire  
Lauren N. Rosenello, Esquire  
SKADDEN, ARPS, SLATE,  
MEAGHER & FLOM LLP  
920 N. King Street  
Wilmington, DE 19801

Robert A. Weber, Esquire  
Joseph B. Cicero, Esquire  
Elliott Covert, Esquire  
CHIPMAN BROWN CICERO  
& COLE, LLP  
Hercules Plaza  
1313 North Market Street,  
Suite 5400  
Wilmington, Delaware 19801

*Counsel for Defendants Elon R  
Musk, X Holdings I, Inc., and X  
Holdings II, Inc.*

PLEASE TAKE NOTICE that, on August 1, 2022, pursuant to Court of Chancery Rules 26, 34 and 45, counsel for Plaintiff Twitter, Inc., caused a Subpoena *Duces Tecum*, in the form attached hereto, to be served upon non-party J. Safra Asset Management, LLC, 546 Fifth Avenue, New York, NY 10036, c/o The Corporation Trust Company, Corporation Trust Center, 1209 Orange Street, Wilmington, DE 19801.

Dated: August 2, 2022

BALLARD SPAHR LLP

/s/ Elizabeth A. Sloan

David J. Margules (# 2254)

Elizabeth A. Sloan (#5045)

Brittany M. Giusini (#6034)

BALLARD SPAHR LLP

919 N Market St., 11th Floor

Wilmington, DE 19801

Tel.: (302) 252-4465

Email: margulesd@ballardspahr.com

sloane@ballardspahr.com

giusinib@ballardspahr.com

*Counsel for Plaintiff Twitter Inc.*

## CERTIFICATE OF SERVICE

I hereby certify that on August 2, 2022, I caused a true and correct copy of the foregoing *Notice of Service* to be served by File & ServeXpress upon the following counsel of record:

Peter J. Walsh, Jr., Esquire  
Kevin R. Shannon, Esquire  
Christopher N. Kelly, Esquire  
Mathew A. Golden, Esquire  
POTTER ANDERSON & CORROON LLP  
313 North Market Street  
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Jacob R. Kirkham, Esquire  
KOBRE & KIM LLP  
600 North King Street, Suite 501,  
Wilmington, Delaware 19801

*Counsel for Plaintiff Twitter, Inc.*

Edward M. Micheletti, Esquire  
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SKADDEN, ARPS, SLATE,  
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Wilmington, DE 19801

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Hercules Plaza  
1313 North Market Street,  
Suite 5400  
Wilmington, Delaware 19801

*Counsel for Defendants Elon R.  
Musk, X Holdings I, Inc., and X  
Holdings II, Inc.*

/s/ Elizabeth A. Sloan  
Elizabeth A. Sloan (#5045)



IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

TWITTER, INC.,

Plaintiff,

v.

ELON R. MUSK, X HOLDINGS I, INC.,  
and X HOLDINGS II, INC.,

Defendants.

C.A. No. 2022-0613-KSJM

**SUBPOENA DUCES TECUM**

TO: Linda Ye and Robin Ren Family Foundation  
c/o Corporation Service Company  
251 Little Falls Drive  
Wilmington, DE 19808

This subpoena is issued pursuant to Court of Chancery Rule 45, a copy of which is attached hereto, setting forth the protections and duties with respect to this subpoena.

**YOU ARE HEREBY COMMANDED:**

To produce and permit inspection and copying of designated documents, electronically-stored information, or tangible things in your possession, custody, or control in accordance with the attached Schedule A on a rolling basis and before August 15, 2022, at the law offices of Ballard Spahr LLP, 919 North Market

Street, 11th Floor, Wilmington, DE 19801, or at such other time or location as may be agreed by the parties or ordered by the Court.

/s/ Elizabeth A. Sloan  
David J. Margules (# 2254)  
Elizabeth A. Sloan (#5045)  
Brittany M. Giusini (#6034)  
BALLARD SPAHR LLP  
919 N Market St., 11th Floor  
Wilmington, DE 19801  
Tel.: (302) 252-4465  
Email: margulesd@ballardspahr.com  
sloane@ballardspahr.com  
giusinib@ballardspahr.com

Dated: August 1, 2022

*Attorneys for Plaintiff, Twitter, Inc.*

Chancery Court Rules, Rule 45

**RULE 45. SUBPOENA**

*(c) Protection of persons subject to subpoenas.*

(1) A party or an attorney responsible for the issuance and service of a subpoena shall take reasonable steps to avoid imposing undue burden or expense on a person subject to that subpoena. The court on behalf of which the subpoena was issued shall enforce this duty and may impose upon the party or attorney in breach of this duty an appropriate sanction, which may include, but is not limited to, lost earnings and a reasonable attorney's fee.

(2) (A) A person commanded to produce and permit inspection and copying of designated documents, electronically stored information, or tangible things or inspection of premises need not appear in person at the place of production or inspection unless commanded to appear for deposition, hearing or trial.

(B) Subject to paragraph (d)(2) of this rule, a person commanded to produce and permit inspection and copying may, within 14 days after service of the subpoena or before the time specified for compliance if such time is less than 14 days after service, serve upon the party or attorney designated in the subpoena written objection to inspection or copying of any or all of the designated materials or of the premises. If objection is made, the party serving the subpoena shall not be entitled to inspect and copy the materials or inspect the premises except pursuant to an order of the court by which the subpoena was issued. If objection has been made, the party serving the subpoena may, upon notice to the person commanded to produce, move at any time for an order to compel production. Such an order to compel production shall protect any person who is not a party or an officer of a party from significant expense resulting from the inspection and copying commanded.

(3) (A) On timely motion, the court on behalf of which the subpoena was issued shall quash or modify the subpoena if it (i) Fails to allow reasonable time for compliance; (ii) Requires disclosure of privileged or other protected matter and no exception or waiver applies; or (iii) Subjects a person to undue burden.

(B) If a subpoena (i) Requires disclosure of a trade secret or other confidential research, development, or commercial information, or (ii) Requires disclosure of an unretained expert's opinion or information not describing specific events or occurrences in dispute and resulting from the expert's study made not at the request

of any party, the court on behalf of which the subpoena was issued may, to protect a person subject to or affected by the subpoena, quash or modify the subpoena or, if the party in whose behalf the subpoena is issued shows a substantial need for the testimony or material that cannot be otherwise met without undue hardship and assures that the person to whom the subpoena is addressed will be reasonably compensated, the Court may order appearance or production only upon specified conditions.

*(d) Duty in responding to subpoena.*

(1) If a subpoena does not specify a form for producing documents or electronically stored information, the person responding shall produce it in a form or forms in which it is ordinarily maintained, or in which it is reasonably usable. Absent a showing of good cause, the person responding need not produce the same documents or electronically stored information in more than one form. The person responding need not provide discovery of documents or electronically stored information from sources that the person identifies as not reasonably accessible because of undue burden or cost. On a motion to compel discovery or for a protective order, the person responding to a subpoena must show that the information is not reasonably accessible because of undue burden or cost. If that showing is made, the Court nevertheless may order discovery from such sources if the requesting party shows good cause. The Court may specify the conditions for the discovery.

(2) When information subject to a subpoena is withheld on a claim that it is privileged or subject to protection as trial preparation materials, the claim shall be made expressly and shall be supported by a description of the nature of the documents, electronically stored information, or tangible things not produced that is sufficient to enable the demanding party to contest the claim.



AFFIDAVIT OF SERVICE

IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

TWITTER, INC., )
Plaintiff, )
v. )
ELON R. MUSK, X HOLDINGS I, INC., and X HOLDINGS II, )
INC., )
Defendants. )

C.A. No. 2022-0613-KSJM

STATE OF DELAWARE }
} ss.
COUNTY OF NEW CASTLE }

I, Zahid Nawaz, of the State of Delaware, County of New Castle, being duly sworn, says that on the 1st day of August, 2022, at 2:45 p.m. I personally served copy of a SUBPOENA DUCES TECUM with supporting documents on Linda Ye and Robin Ren Family Foundation by serving the registered agent, Corporation Service Company at 251 Little Falls Drive Wilmington, DE 19808.

Name of individual accepting service: Lynanne Gares – Authorized to Accept.
Description of individual: Caucasian female, 35-40 yrs. old, 150 lbs., 5'5" with brown hair.

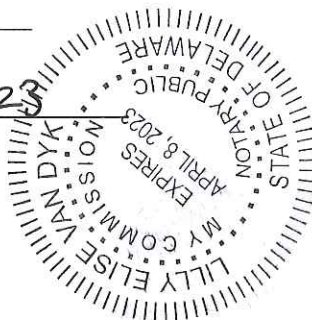
[Handwritten signature]

Subscribed and sworn before me
This 1st day of August, 2022

[Handwritten signature of Notary Public]

Notary Public

My commission expires: 4/8/23





IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

TWITTER, INC.,

Plaintiff

v.

ELON R. MUSK, X HOLDINGS I,  
INC., and X HOLDINGS II, INC.,

Defendants.

C.A. No. 2022-0613-KSJM

**NOTICE OF SERVICE OF SUBPOENA DUCES TECUM**

TO: Peter J. Walsh, Jr., Esquire  
Kevin R. Shannon, Esquire  
Christopher N. Kelly, Esquire  
Mathew A. Golden, Esquire  
POTTER ANDERSON &  
CORROON LLP  
313 North Market Street  
Hercules Plaza, 6th Floor  
Wilmington, DE 19801

Brad D. Sorrels, Esquire  
Daniyal M. Iqbal, Esquire  
Leah E. León, Esquire  
WILSON SONSINI GOODRICH  
& ROSATI, P.C.  
222 Delaware Avenue, Suite 800  
Wilmington, DE 19801

Jacob R. Kirkham, Esquire  
KOBRE & KIM LLP  
600 North King Street, Suite 501,  
Wilmington, Delaware 19801

*Counsel for Plaintiff Twitter, Inc.*

Edward M. Micheletti, Esquire  
Lauren N. Rosenello, Esquire  
SKADDEN, ARPS, SLATE,  
MEAGHER & FLOM LLP  
920 N. King Street  
Wilmington, DE 19801

Robert A. Weber, Esquire  
Joseph B. Cicero, Esquire  
Elliott Covert, Esquire  
CHIPMAN BROWN CICERO  
& COLE, LLP  
Hercules Plaza  
1313 North Market Street,  
Suite 5400  
Wilmington, Delaware 19801

*Counsel for Defendants Elon R  
Musk, X Holdings I, Inc., and X  
Holdings II, Inc.*

PLEASE TAKE NOTICE that, on August 1, 2022, pursuant to Court of Chancery Rules 26, 34 and 45, counsel for Plaintiff Twitter, Inc., caused a Subpoena *Duces Tecum*, in the form attached hereto, to be served upon non-party Linda Ye and Robin Ren Family Foundation, c/o Corporation Service Company, 251 Little Falls Drive, Wilmington, DE 19808.

Dated: August 2, 2022

BALLARD SPAHR LLP

/s/ Elizabeth A. Sloan

David J. Margules (# 2254)

Elizabeth A. Sloan (#5045)

Brittany M. Giusini (#6034)

BALLARD SPAHR LLP

919 N Market St., 11th Floor

Wilmington, DE 19801

Tel.: (302) 252-4465

Email: margulesd@ballardspahr.com

sloane@ballardspahr.com

giusinib@ballardspahr.com

*Counsel for Plaintiff Twitter Inc.*

**CERTIFICATE OF SERVICE**

I hereby certify that on August 2, 2022, I caused a true and correct copy of the foregoing *Notice of Service* to be served by File & ServeXpress upon the following counsel of record:

Peter J. Walsh, Jr., Esquire  
Kevin R. Shannon, Esquire  
Christopher N. Kelly, Esquire  
Mathew A. Golden, Esquire  
POTTER ANDERSON & CORROON LLP  
313 North Market Street  
Hercules Plaza, 6th Floor  
Wilmington, DE 19801

Brad D. Sorrels, Esquire  
Daniyal M. Iqbal, Esquire  
Leah E. León, Esquire  
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Wilmington, DE 19801

Jacob R. Kirkham, Esquire  
KOBRE & KIM LLP  
600 North King Street, Suite 501,  
Wilmington, Delaware 19801

*Counsel for Plaintiff Twitter, Inc.*

Edward M. Micheletti, Esquire  
Lauren N. Rosenello, Esquire  
SKADDEN, ARPS, SLATE,  
MEAGHER & FLOM LLP  
920 N. King Street  
Wilmington, DE 19801

Robert A. Weber, Esquire  
Joseph B. Cicero, Esquire  
Elliott Covert, Esquire  
CHIPMAN BROWN CICERO  
& COLE, LLP  
Hercules Plaza  
1313 North Market Street,  
Suite 5400  
Wilmington, Delaware 19801

*Counsel for Defendants Elon R.  
Musk, X Holdings I, Inc., and X  
Holdings II, Inc.*

/s/ Elizabeth A. Sloan  
Elizabeth A. Sloan (#5045)



IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

TWITTER, INC.,

Plaintiff,

v.

ELON R. MUSK, X HOLDINGS I, INC.,  
and X HOLDINGS II, INC.,

Defendants.

C.A. No. 2022-0613-KSJM

**SUBPOENA DUCES TECUM**

TO: Mirae Asset USA LLC  
810 7th Avenue, Floor 37  
New York, NY 10019  
c/o National Registered Agents, Inc.  
1209 Orange Street  
Wilmington, DE 19801

This subpoena is issued pursuant to Court of Chancery Rule 45, a copy of which is attached hereto, setting forth the protections and duties with respect to this subpoena.

**YOU ARE HEREBY COMMANDED:**

To produce and permit inspection and copying of designated documents, electronically-stored information, or tangible things in your possession, custody, or control in accordance with the attached Schedule A on a rolling basis and before August 15, 2022, at the law offices of Ballard Spahr LLP, 919 North Market

Street, 11th Floor, Wilmington, DE 19801, or at such other time or location as may be agreed by the parties or ordered by the Court.

/s/ Elizabeth A. Sloan  
David J. Margules (# 2254)  
Elizabeth A. Sloan (#5045)  
Brittany M. Giusini (#6034)  
BALLARD SPAHR LLP  
919 N Market St., 11th Floor  
Wilmington, DE 19801  
Tel.: (302) 252-4465  
Email: margulesd@ballardspahr.com  
sloane@ballardspahr.com  
giusinib@ballardspahr.com

Dated: August 1, 2022

*Attorneys for Plaintiff, Twitter, Inc.*

Chancery Court Rules, Rule 45

**RULE 45. SUBPOENA**

*(c) Protection of persons subject to subpoenas.*

(1) A party or an attorney responsible for the issuance and service of a subpoena shall take reasonable steps to avoid imposing undue burden or expense on a person subject to that subpoena. The court on behalf of which the subpoena was issued shall enforce this duty and may impose upon the party or attorney in breach of this duty an appropriate sanction, which may include, but is not limited to, lost earnings and a reasonable attorney's fee.

(2) (A) A person commanded to produce and permit inspection and copying of designated documents, electronically stored information, or tangible things or inspection of premises need not appear in person at the place of production or inspection unless commanded to appear for deposition, hearing or trial.

(B) Subject to paragraph (d)(2) of this rule, a person commanded to produce and permit inspection and copying may, within 14 days after service of the subpoena or before the time specified for compliance if such time is less than 14 days after service, serve upon the party or attorney designated in the subpoena written objection to inspection or copying of any or all of the designated materials or of the premises. If objection is made, the party serving the subpoena shall not be entitled to inspect and copy the materials or inspect the premises except pursuant to an order of the court by which the subpoena was issued. If objection has been made, the party serving the subpoena may, upon notice to the person commanded to produce, move at any time for an order to compel production. Such an order to compel production shall protect any person who is not a party or an officer of a party from significant expense resulting from the inspection and copying commanded.

(3) (A) On timely motion, the court on behalf of which the subpoena was issued shall quash or modify the subpoena if it (i) Fails to allow reasonable time for compliance; (ii) Requires disclosure of privileged or other protected matter and no exception or waiver applies; or (iii) Subjects a person to undue burden.

(B) If a subpoena (i) Requires disclosure of a trade secret or other confidential research, development, or commercial information, or (ii) Requires disclosure of an unretained expert's opinion or information not describing specific events or occurrences in dispute and resulting from the expert's study made not at the request

of any party, the court on behalf of which the subpoena was issued may, to protect a person subject to or affected by the subpoena, quash or modify the subpoena or, if the party in whose behalf the subpoena is issued shows a substantial need for the testimony or material that cannot be otherwise met without undue hardship and assures that the person to whom the subpoena is addressed will be reasonably compensated, the Court may order appearance or production only upon specified conditions.

*(d) Duty in responding to subpoena.*

(1) If a subpoena does not specify a form for producing documents or electronically stored information, the person responding shall produce it in a form or forms in which it is ordinarily maintained, or in which it is reasonably usable. Absent a showing of good cause, the person responding need not produce the same documents or electronically stored information in more than one form. The person responding need not provide discovery of documents or electronically stored information from sources that the person identifies as not reasonably accessible because of undue burden or cost. On a motion to compel discovery or for a protective order, the person responding to a subpoena must show that the information is not reasonably accessible because of undue burden or cost. If that showing is made, the Court nevertheless may order discovery from such sources if the requesting party shows good cause. The Court may specify the conditions for the discovery.

(2) When information subject to a subpoena is withheld on a claim that it is privileged or subject to protection as trial preparation materials, the claim shall be made expressly and shall be supported by a description of the nature of the documents, electronically stored information, or tangible things not produced that is sufficient to enable the demanding party to contest the claim.



AFFIDAVIT OF SERVICE

IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

TWITTER, INC., )
Plaintiff, )
v. )
ELON R. MUSK, X HOLDINGS I, INC., and X HOLDINGS II, )
INC., )
Defendants. )

C.A. No. 2022-0613-KSJM

STATE OF DELAWARE }
} ss.
COUNTY OF NEW CASTLE }

I, Zahid Nawaz, of the State of Delaware, County of New Castle, being duly sworn, says that on the 1st day of August, 2022, at 2:15 p.m. I personally served copy of a SUBPOENA DUCES TECUM with supporting documents on Mirae Asset USA LLC by serving the registered agent, The Corporation Trust Company, 1209 Orange Street, Wilmington, DE 19801.

Name of individual accepting service: Amy McLaren- authorized to accept.
Description of individual: Caucasian female, 35-40 yrs. old, 135lbs., 5'5" with brown hair.

[Handwritten signature]

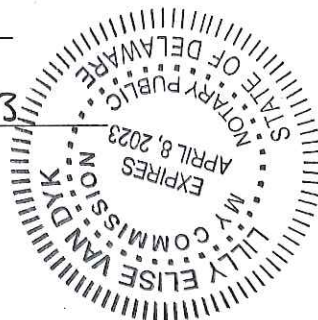
Subscribed and sworn before me

This 1st day of August, 2022

[Handwritten signature of Notary Public]

Notary Public

My commission expires: 4/8/23





IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

TWITTER, INC.,

Plaintiff

v.

ELON R. MUSK, X HOLDINGS I,  
INC., and X HOLDINGS II, INC.,

Defendants.

C.A. No. 2022-0613-KSJM

**NOTICE OF SERVICE OF SUBPOENA DUCES TECUM**

TO: Peter J. Walsh, Jr., Esquire  
Kevin R. Shannon, Esquire  
Christopher N. Kelly, Esquire  
Mathew A. Golden, Esquire  
POTTER ANDERSON &  
CORROON LLP  
313 North Market Street  
Hercules Plaza, 6th Floor  
Wilmington, DE 19801

Brad D. Sorrels, Esquire  
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222 Delaware Avenue, Suite 800  
Wilmington, DE 19801

Jacob R. Kirkham, Esquire  
KOBRE & KIM LLP  
600 North King Street, Suite 501,  
Wilmington, Delaware 19801

*Counsel for Plaintiff Twitter, Inc.*

Edward M. Micheletti, Esquire  
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Hercules Plaza  
1313 North Market Street,  
Suite 5400  
Wilmington, Delaware 19801

*Counsel for Defendants Elon R  
Musk, X Holdings I, Inc., and X  
Holdings II, Inc.*

PLEASE TAKE NOTICE that, on August 1, 2022, pursuant to Court of Chancery Rules 26, 34 and 45, counsel for Plaintiff Twitter, Inc., caused a Subpoena *Duces Tecum*, in the form attached hereto, to be served upon non-party Mirae Asset USA LLC, 810 7th Avenue, Floor 37, New York, NY 10019, c/o National Registered Agents, Inc., 1209 Orange Street, Wilmington, DE 19801.

Dated: August 2, 2022

BALLARD SPAHR LLP

/s/ Elizabeth A. Sloan

David J. Margules (# 2254)

Elizabeth A. Sloan (#5045)

Brittany M. Giusini (#6034)

BALLARD SPAHR LLP

919 N Market St., 11th Floor

Wilmington, DE 19801

Tel.: (302) 252-4465

Email: margulesd@ballardspahr.com

sloane@ballardspahr.com

giusinib@ballardspahr.com

*Counsel for Plaintiff Twitter Inc.*

**CERTIFICATE OF SERVICE**

I hereby certify that on August 2, 2022, I caused a true and correct copy of the foregoing *Notice of Service* to be served by File & ServeXpress upon the following counsel of record:

Peter J. Walsh, Jr., Esquire  
Kevin R. Shannon, Esquire  
Christopher N. Kelly, Esquire  
Mathew A. Golden, Esquire  
POTTER ANDERSON & CORROON LLP  
313 North Market Street  
Hercules Plaza, 6th Floor  
Wilmington, DE 19801

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600 North King Street, Suite 501,  
Wilmington, Delaware 19801

*Counsel for Plaintiff Twitter, Inc.*

Edward M. Micheletti, Esquire  
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Hercules Plaza  
1313 North Market Street,  
Suite 5400  
Wilmington, Delaware 19801

*Counsel for Defendants Elon R.  
Musk, X Holdings I, Inc., and X  
Holdings II, Inc.*

/s/ Elizabeth A. Sloan  
Elizabeth A. Sloan (#5045)



IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

TWITTER, INC.,

Plaintiff,

v.

ELON R. MUSK, X HOLDINGS I, INC.,  
and X HOLDINGS II, INC.,

Defendants.

C.A. No. 2022-0613-KSJM

**SUBPOENA DUCES TECUM**

TO: McDermott Will & Emery LLP  
1007 North Orange Street  
10th Floor  
Wilmington, DE 1980

This subpoena is issued pursuant to Court of Chancery Rule 45, copies of which are attached hereto, setting forth the protections and duties with respect to this subpoena.

**YOU ARE HEREBY COMMANDED:**

To produce and permit inspection and copying of designated documents, electronically-stored information, or tangible things in your possession, custody, or control in accordance with the attached Schedule A on a rolling basis and before August 15, 2022, at the law offices of Ballard Spahr LLP, 919 North

Market Street, 11th Floor, Wilmington, DE 19801 or at such other time or location as may be agreed by the parties or ordered by the Court.

/s/ Elizabeth A. Sloan

David J. Margules (# 2254)  
Elizabeth A. Sloan (#5045)  
Brittany M. Giusini (#6034)  
BALLARD SPAHR LLP  
919 N Market St., 11th Floor  
Wilmington, DE 19801  
Tel.: (302) 252-4465  
Email: margulesd@ballardspahr.com  
sloane@ballardspahr.com  
giusinib@ballardspahr.com

Dated: August 1, 2022

*Attorneys for Plaintiff, Twitter, Inc.*

Pursuant to Court of Chancery Rule 45, subdivisions (c) and (d) of Rule 45 are as follows:

*(c) Protection of persons subject to subpoenas.*

(1) A party or an attorney responsible for the issuance and service of a subpoena shall take reasonable steps to avoid imposing undue burden or expense on a person subject to that subpoena. The court on behalf of which the subpoena was issued shall enforce this duty and may impose upon the party or attorney in breach of this duty an appropriate sanction, which may include, but is not limited to, lost earnings and a reasonable attorney's fee.

(2) (A) A person commanded to produce and permit inspection and copying of designated documents, electronically stored information, or tangible things or inspection of premises need not appear in person at the place of production or inspection unless commanded to appear for deposition, hearing or trial.

(B) Subject to paragraph (d)(2) of this rule, a person commanded to produce and permit inspection and copying may, within 14 days after service of the subpoena or before the time specified for compliance if such time is less than 14 days after service, serve upon the party or attorney designated in the subpoena written objection to inspection or copying of any or all of the designated materials or of the premises. If objection is made, the party serving the subpoena shall not be entitled to inspect and copy the materials or inspect the premises except pursuant to an order of the court by which the subpoena was issued. If objection has been made, the party serving the subpoena may, upon notice to the person commanded to produce, move at any time for an order to compel production. Such an order to compel production shall protect any person who is not a party or an officer of a party from significant expense resulting from the inspection and copying commanded.

(3) (A) On timely motion, the court on behalf of which the subpoena was issued shall quash or modify the subpoena if it (i) Fails to allow reasonable time for compliance; (ii) Requires disclosure of privileged or other protected matter and no exception or waiver applies; or (iii) Subjects a person to undue burden.

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of any party, the court on behalf of which the subpoena was issued may, to protect a person subject to or affected by the subpoena, quash or modify the subpoena or, if the party in whose behalf the subpoena is issued shows a substantial need for the testimony or material that cannot be otherwise met without undue hardship and assures that the person to whom the subpoena is addressed will be reasonably compensated, the Court may order appearance or production only upon specified conditions.

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IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

TWITTER, INC.,

Plaintiff

v.

ELON R. MUSK, X HOLDINGS I,  
INC., and X HOLDINGS II, INC.,

Defendants.

C.A. No. 2022-0613-KSJM

**NOTICE OF SERVICE OF SUBPOENA DUCES TECUM**

TO: Peter J. Walsh, Jr., Esquire  
Kevin R. Shannon, Esquire  
Christopher N. Kelly, Esquire  
Mathew A. Golden, Esquire  
POTTER ANDERSON &  
CORROON LLP  
313 North Market Street  
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Wilmington, DE 19801

Jacob R. Kirkham, Esquire  
KOBRE & KIM LLP  
600 North King Street, Suite 501,  
Wilmington, Delaware 19801

*Counsel for Plaintiff Twitter, Inc.*

Edward M. Micheletti, Esquire  
Lauren N. Rosenello, Esquire  
SKADDEN, ARPS, SLATE,  
MEAGHER & FLOM LLP  
920 N. King Street  
Wilmington, DE 19801

Robert A. Weber, Esquire  
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Elliott Covert, Esquire  
CHIPMAN BROWN CICERO  
& COLE, LLP  
Hercules Plaza  
1313 North Market Street,  
Suite 5400  
Wilmington, Delaware 19801

*Counsel for Defendants Elon R  
Musk, X Holdings I, Inc., and X  
Holdings II, Inc.*

PLEASE TAKE NOTICE that, on August 1, 2022, pursuant to Court of Chancery Rules 26, 34 and 45, counsel for Plaintiff Twitter, Inc., caused a Subpoena *Duces Tecum*, in the form attached hereto, to be served upon non-party McDermott Will & Emery LLP, 1007 North Orange Street, 10th Floor, Wilmington, DE 19801.

Dated: August 2, 2022

BALLARD SPAHR LLP

/s/ Elizabeth A. Sloan

David J. Margules (# 2254)

Elizabeth A. Sloan (#5045)

Brittany M. Giusini (#6034)

BALLARD SPAHR LLP

919 N Market St., 11th Floor

Wilmington, DE 19801

Tel.: (302) 252-4465

Email: [margulesd@ballardspahr.com](mailto:margulesd@ballardspahr.com)

[sloane@ballardspahr.com](mailto:sloane@ballardspahr.com)

[giusinib@ballardspahr.com](mailto:giusinib@ballardspahr.com)

*Counsel for Plaintiff Twitter Inc.*

## CERTIFICATE OF SERVICE

I hereby certify that on August 2, 2022, I caused a true and correct copy of the foregoing *Notice of Service* to be served by File & ServeXpress upon the following counsel of record:

Peter J. Walsh, Jr., Esquire  
Kevin R. Shannon, Esquire  
Christopher N. Kelly, Esquire  
Mathew A. Golden, Esquire  
POTTER ANDERSON & CORROON LLP  
313 North Market Street  
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600 North King Street, Suite 501,  
Wilmington, Delaware 19801

*Counsel for Plaintiff Twitter, Inc.*

Edward M. Micheletti, Esquire  
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Hercules Plaza  
1313 North Market Street,  
Suite 5400  
Wilmington, Delaware 19801

*Counsel for Defendants Elon R.  
Musk, X Holdings I, Inc., and X  
Holdings II, Inc.*

/s/ Elizabeth A. Sloan  
Elizabeth A. Sloan (#5045)



IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

TWITTER, INC.,

Plaintiff,

v.

ELON R. MUSK, X HOLDINGS I, INC.,  
and X HOLDINGS II, INC.,

Defendants.

C.A. No. 2022-0613-KSJM

**SUBPOENA DUCES TECUM**

TO: Manhattan Venture Partners LLC  
c/o Cogency Global Inc.  
850 New Burton Road Suite 201  
Dover, DE 19904

This subpoena is issued pursuant to Court of Chancery Rule 45, a copy of which is attached hereto, setting forth the protections and duties with respect to this subpoena.

**YOU ARE HEREBY COMMANDED:**

To produce and permit inspection and copying of designated documents, electronically-stored information, or tangible things in your possession, custody, or control in accordance with the attached Schedule A on a rolling basis and before August 15, 2022, at the law offices of Ballard Spahr LLP, 919 North Market

Street, 11th Floor, Wilmington, DE 19801, or at such other time or location as may be agreed by the parties or ordered by the Court.

/s/ Elizabeth A. Sloan  
David J. Margules (# 2254)  
Elizabeth A. Sloan (#5045)  
Brittany M. Giusini (#6034)  
BALLARD SPAHR LLP  
919 N Market St., 11th Floor  
Wilmington, DE 19801  
Tel.: (302) 252-4465  
Email: margulesd@ballardspahr.com  
sloane@ballardspahr.com  
giusinib@ballardspahr.com

Dated: August 1, 2022

*Attorneys for Plaintiff, Twitter, Inc.*

Chancery Court Rules, Rule 45

**RULE 45. SUBPOENA**

*(c) Protection of persons subject to subpoenas.*

(1) A party or an attorney responsible for the issuance and service of a subpoena shall take reasonable steps to avoid imposing undue burden or expense on a person subject to that subpoena. The court on behalf of which the subpoena was issued shall enforce this duty and may impose upon the party or attorney in breach of this duty an appropriate sanction, which may include, but is not limited to, lost earnings and a reasonable attorney's fee.

(2) (A) A person commanded to produce and permit inspection and copying of designated documents, electronically stored information, or tangible things or inspection of premises need not appear in person at the place of production or inspection unless commanded to appear for deposition, hearing or trial.

(B) Subject to paragraph (d)(2) of this rule, a person commanded to produce and permit inspection and copying may, within 14 days after service of the subpoena or before the time specified for compliance if such time is less than 14 days after service, serve upon the party or attorney designated in the subpoena written objection to inspection or copying of any or all of the designated materials or of the premises. If objection is made, the party serving the subpoena shall not be entitled to inspect and copy the materials or inspect the premises except pursuant to an order of the court by which the subpoena was issued. If objection has been made, the party serving the subpoena may, upon notice to the person commanded to produce, move at any time for an order to compel production. Such an order to compel production shall protect any person who is not a party or an officer of a party from significant expense resulting from the inspection and copying commanded.

(3) (A) On timely motion, the court on behalf of which the subpoena was issued shall quash or modify the subpoena if it (i) Fails to allow reasonable time for compliance; (ii) Requires disclosure of privileged or other protected matter and no exception or waiver applies; or (iii) Subjects a person to undue burden.

(B) If a subpoena (i) Requires disclosure of a trade secret or other confidential research, development, or commercial information, or (ii) Requires disclosure of an unretained expert's opinion or information not describing specific events or occurrences in dispute and resulting from the expert's study made not at the request

of any party, the court on behalf of which the subpoena was issued may, to protect a person subject to or affected by the subpoena, quash or modify the subpoena or, if the party in whose behalf the subpoena is issued shows a substantial need for the testimony or material that cannot be otherwise met without undue hardship and assures that the person to whom the subpoena is addressed will be reasonably compensated, the Court may order appearance or production only upon specified conditions.

*(d) Duty in responding to subpoena.*

(1) If a subpoena does not specify a form for producing documents or electronically stored information, the person responding shall produce it in a form or forms in which it is ordinarily maintained, or in which it is reasonably usable. Absent a showing of good cause, the person responding need not produce the same documents or electronically stored information in more than one form. The person responding need not provide discovery of documents or electronically stored information from sources that the person identifies as not reasonably accessible because of undue burden or cost. On a motion to compel discovery or for a protective order, the person responding to a subpoena must show that the information is not reasonably accessible because of undue burden or cost. If that showing is made, the Court nevertheless may order discovery from such sources if the requesting party shows good cause. The Court may specify the conditions for the discovery.

(2) When information subject to a subpoena is withheld on a claim that it is privileged or subject to protection as trial preparation materials, the claim shall be made expressly and shall be supported by a description of the nature of the documents, electronically stored information, or tangible things not produced that is sufficient to enable the demanding party to contest the claim.



IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

TWITTER, INC.,

Plaintiff,

C.A. No. 2022-0613-KSJM

v.

ELON R. MUSK, X HOLDINGS I, INC.,

and X HOLDINGS II, INC.,

Defendants,

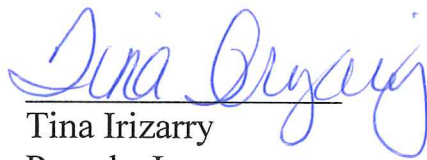
**AFFIDAVIT OF SERVICE**

I, Tina Irizarry, of the State of Delaware, County of Kent, being duly sworn, says that on the 1st day of August 2022, I personally served a Subpoena Duces Tecum by serving the registered agent known as Cogency Global Inc. Located at the address of 850 New Burton Road, Suite 201, Dover, DE 19904

**MANHATTAN VENTURE PARTNERS LLC**

Name of individual served: Teresa Grandison at 3:00 pm

Description of individual: African American female, approximately 35-40 years old with black hair, 5'6 in height and 280 lbs.



Tina Irizarry  
Parcels, Inc.  
1111B South Governors Avenue  
Dover, DE 19904

Subscribed and sworn before me  
This 1st day of August 2022



Notary Public

My commission expires:

Lori Ann Miller  
Notary Public  
State of Delaware  
Kent County  
No. 20210819000003  
My Commission Expires August 20, 2023



IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

TWITTER, INC.,

Plaintiff

v.

ELON R. MUSK, X HOLDINGS I,  
INC., and X HOLDINGS II, INC.,

Defendants.

C.A. No. 2022-0613-KSJM

**NOTICE OF SERVICE OF SUBPOENA DUCES TECUM**

TO: Peter J. Walsh, Jr., Esquire  
Kevin R. Shannon, Esquire  
Christopher N. Kelly, Esquire  
Mathew A. Golden, Esquire  
POTTER ANDERSON &  
CORROON LLP  
313 North Market Street  
Hercules Plaza, 6th Floor  
Wilmington, DE 19801

Brad D. Sorrels, Esquire  
Daniyal M. Iqbal, Esquire  
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222 Delaware Avenue, Suite 800  
Wilmington, DE 19801

Jacob R. Kirkham, Esquire  
KOBRE & KIM LLP  
600 North King Street, Suite 501,  
Wilmington, Delaware 19801

*Counsel for Plaintiff Twitter, Inc.*

Edward M. Micheletti, Esquire  
Lauren N. Rosenello, Esquire  
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CHIPMAN BROWN CICERO  
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Hercules Plaza  
1313 North Market Street,  
Suite 5400  
Wilmington, Delaware 19801

*Counsel for Defendants Elon R  
Musk, X Holdings I, Inc., and X  
Holdings II, Inc.*

PLEASE TAKE NOTICE that, on August 1, 2022, pursuant to Court of Chancery Rules 26, 34 and 45, counsel for Plaintiff Twitter, Inc., caused a Subpoena *Duces Tecum*, in the form attached hereto, to be served upon non-party Manhattan Venture Partners LLC, c/o Cogency Global Inc., 850 New Burton Road Suite 201, Dover, DE 19904.

Dated: August 2, 2022

BALLARD SPAHR LLP

/s/ Elizabeth A. Sloan

David J. Margules (# 2254)

Elizabeth A. Sloan (#5045)

Brittany M. Giusini (#6034)

BALLARD SPAHR LLP

919 N Market St., 11th Floor

Wilmington, DE 19801

Tel.: (302) 252-4465

Email: margulesd@ballardspahr.com

sloane@ballardspahr.com

giusinib@ballardspahr.com

*Counsel for Plaintiff Twitter Inc.*

**CERTIFICATE OF SERVICE**

I hereby certify that on August 2, 2022, I caused a true and correct copy of the foregoing *Notice of Service* to be served by File & ServeXpress upon the following counsel of record:

Peter J. Walsh, Jr., Esquire  
Kevin R. Shannon, Esquire  
Christopher N. Kelly, Esquire  
Mathew A. Golden, Esquire  
POTTER ANDERSON & CORROON LLP  
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*Counsel for Plaintiff Twitter, Inc.*

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Suite 5400  
Wilmington, Delaware 19801

*Counsel for Defendants Elon R.  
Musk, X Holdings I, Inc., and X  
Holdings II, Inc.*

/s/ Elizabeth A. Sloan  
Elizabeth A. Sloan (#5045)



IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

TWITTER, INC.,

Plaintiff,

v.

ELON R. MUSK, X HOLDINGS I, INC.,  
and X HOLDINGS II, INC.,

Defendants.

C.A. No. 2022-0613-KSJM

**SUBPOENA DUCES TECUM**

TO: The Founders Fund Growth II Management, LLC  
1 Letterman Drive, Suite 500  
San Francisco, CA 94129-1496  
c/o The Corporation Trust Company  
Corporation Trust Center  
1209 Orange Street  
Wilmington, DE 19801

This subpoena is issued pursuant to Court of Chancery Rule 45. A copy of Court of Chancery Rule 45 is attached hereto, setting forth the protections and duties with respect to this subpoena.

**YOU ARE HEREBY COMMANDED:**

To produce and permit inspection and copying of designated documents, electronically-stored information, or tangible things in your possession, custody, or control in accordance with the attached Schedule A on a rolling basis and before August 15, 2022, at the law offices of Ballard Spahr LLP, 919 North Market

Street, 11th Floor, Wilmington, DE 19801, or at such other time or location as may be agreed by the parties or ordered by the Court.

/s/ Elizabeth A. Sloan

David J. Margules (# 2254)

Elizabeth A. Sloan (#5045)

Brittany M. Giusini (#6034)

BALLARD SPAHR LLP

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Wilmington, DE 19801

Tel.: (302) 252-4465

Email: margulesd@ballardspahr.com

sloane@ballardspahr.com

giusinib@ballardspahr.com

Dated: August 1, 2022

*Attorneys for Plaintiff, Twitter, Inc.*

**RULE 45. SUBPOENA**

*(c) Protection of persons subject to subpoenas.*

(1) A party or an attorney responsible for the issuance and service of a subpoena shall take reasonable steps to avoid imposing undue burden or expense on a person subject to that subpoena. The court on behalf of which the subpoena was issued shall enforce this duty and may impose upon the party or attorney in breach of this duty an appropriate sanction, which may include, but is not limited to, lost earnings and a reasonable attorney's fee.

(2) (A) A person commanded to produce and permit inspection and copying of designated documents, electronically stored information, or tangible things or inspection of premises need not appear in person at the place of production or inspection unless commanded to appear for deposition, hearing or trial.

(B) Subject to paragraph (d)(2) of this rule, a person commanded to produce and permit inspection and copying may, within 14 days after service of the subpoena or before the time specified for compliance if such time is less than 14 days after service, serve upon the party or attorney designated in the subpoena written objection to inspection or copying of any or all of the designated materials or of the premises. If objection is made, the party serving the subpoena shall not be entitled to inspect and copy the materials or inspect the premises except pursuant to an order of the court by which the subpoena was issued. If objection has been made, the party serving the subpoena may, upon notice to the person commanded to produce, move at any time for an order to compel production. Such an order to compel production shall protect any person who is not a party or an officer of a party from significant expense resulting from the inspection and copying commanded.

(3) (A) On timely motion, the court on behalf of which the subpoena was issued shall quash or modify the subpoena if it (i) Fails to allow reasonable time for compliance; (ii) Requires disclosure of privileged or other protected matter and no exception or waiver applies; or (iii) Subjects a person to undue burden.

(B) If a subpoena (i) Requires disclosure of a trade secret or other confidential research, development, or commercial information, or (ii) Requires disclosure of an unretained expert's opinion or information not describing specific events or occurrences in dispute and resulting from the expert's study made not at the request

of any party, the court on behalf of which the subpoena was issued may, to protect a person subject to or affected by the subpoena, quash or modify the subpoena or, if the party in whose behalf the subpoena is issued shows a substantial need for the testimony or material that cannot be otherwise met without undue hardship and assures that the person to whom the subpoena is addressed will be reasonably compensated, the Court may order appearance or production only upon specified conditions.

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(2) When information subject to a subpoena is withheld on a claim that it is privileged or subject to protection as trial preparation materials, the claim shall be made expressly and shall be supported by a description of the nature of the documents, electronically stored information, or tangible things not produced that is sufficient to enable the demanding party to contest the claim.



AFFIDAVIT OF SERVICE

IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

TWITTER, INC., )
Plaintiff, )
v. )
ELON R. MUSK, X HOLDINGS I, INC., and X HOLDINGS II, )
INC., )
Defendants. )

C.A. No. 2022-0613-KSJM

STATE OF DELAWARE }
}ss.
COUNTY OF NEW CASTLE }

I, Zahid Nawaz, of the State of Delaware, County of New Castle, being duly sworn, says that on the 1st day of August, 2022, at 2:15 p.m. I personally served copy of a SUBPOENA DUCES TECUM with supporting documents on The Founders Fund Growth II Management, LLC by serving the registered agent, The Corporation Trust Company, 1209 Orange Street, Wilmington, DE 19801.

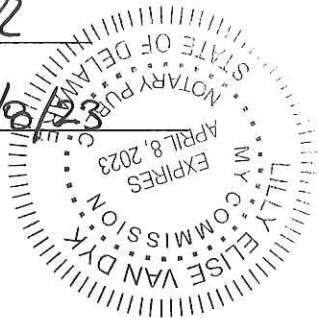
Name of individual accepting service: Amy McLaren- authorized to accept.
Description of individual: Caucasian female, 35-40 yrs. old, 135lbs., 5'5" with brown hair.

[Handwritten signature]

Subscribed and sworn before me
This 1st day of August, 2022

[Handwritten signature: Kelly Elise Van Dyk]
Notary Public

My commission expires: 4/8/23





IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

TWITTER, INC.,

Plaintiff

v.

ELON R. MUSK, X HOLDINGS I,  
INC., and X HOLDINGS II, INC.,

Defendants.

C.A. No. 2022-0613-KSJM

**NOTICE OF SERVICE OF SUBPOENA DUCES TECUM**

TO: Peter J. Walsh, Jr., Esquire  
Kevin R. Shannon, Esquire  
Christopher N. Kelly, Esquire  
Mathew A. Golden, Esquire  
POTTER ANDERSON &  
CORROON LLP  
313 North Market Street  
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Wilmington, Delaware 19801

*Counsel for Plaintiff Twitter, Inc.*

Edward M. Micheletti, Esquire  
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1313 North Market Street,  
Suite 5400  
Wilmington, Delaware 19801

*Counsel for Defendants Elon R  
Musk, X Holdings I, Inc., and X  
Holdings II, Inc.*

PLEASE TAKE NOTICE that, on August 1, 2022, pursuant to Court of Chancery Rules 26, 34 and 45, counsel for Plaintiff Twitter, Inc., caused a Subpoena *Duces Tecum*, in the form attached hereto, to be served upon non-party The Founders Fund Growth II Management, LLC, 1 Letterman Drive, Suite 500, San Francisco, CA 94129-1496, c/o The Corporation Trust Company, Corporation Trust Center, 1209 Orange Street, Wilmington, DE 19801.

Dated: August 2, 2022

BALLARD SPAHR LLP

/s/ Elizabeth A. Sloan

David J. Margules (# 2254)

Elizabeth A. Sloan (#5045)

Brittany M. Giusini (#6034)

BALLARD SPAHR LLP

919 N Market St., 11th Floor

Wilmington, DE 19801

Tel.: (302) 252-4465

Email: margulesd@ballardspahr.com

sloane@ballardspahr.com

giusinib@ballardspahr.com

*Counsel for Plaintiff Twitter Inc.*

## CERTIFICATE OF SERVICE

I hereby certify that on August 2, 2022, I caused a true and correct copy of the foregoing *Notice of Service* to be served by File & ServeXpress upon the following counsel of record:

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*Counsel for Defendants Elon R.  
Musk, X Holdings I, Inc., and X  
Holdings II, Inc.*

/s/ Elizabeth A. Sloan  
Elizabeth A. Sloan (#5045)



IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

TWITTER, INC.,

Plaintiff,

v.

ELON R. MUSK, X HOLDINGS I, INC.,  
and X HOLDINGS II, INC.,

Defendants.

C.A. No. 2022-0613-KSJM

**SUBPOENA DUCES TECUM**

TO: Factorial Funds LLC  
7901 4th Street North  
Saint Petersburg, FL 33702-4305  
c/o LegalInc Corporate Services  
651 North Broad Street, Suite 201  
Middletown, DE 19709

This subpoena is issued pursuant to Court of Chancery Rule 45, a copy of which is attached hereto, setting forth the protections and duties with respect to this subpoena.

**YOU ARE HEREBY COMMANDED:**

To produce and permit inspection and copying of designated documents, electronically-stored information, or tangible things in your possession, custody, or control in accordance with the attached Schedule A on a rolling basis and before August 15, 2022, at the law offices of Ballard Spahr LLP, 919 North

Market Street, 11th Floor, Wilmington, DE 19801, or at such other time or location as may be agreed by the parties or ordered by the Court.

/s/ Elizabeth A. Sloan

David J. Margules (# 2254)

Elizabeth A. Sloan (#5045)

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giusinib@ballardspahr.com

Dated: August 1, 2022

*Attorneys for Plaintiff, Twitter, Inc.*

Chancery Court Rules, Rule 45

**RULE 45. SUBPOENA**

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of any party, the court on behalf of which the subpoena was issued may, to protect a person subject to or affected by the subpoena, quash or modify the subpoena or, if the party in whose behalf the subpoena is issued shows a substantial need for the testimony or material that cannot be otherwise met without undue hardship and assures that the person to whom the subpoena is addressed will be reasonably compensated, the Court may order appearance or production only upon specified conditions.

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IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

TWITTER, INC.,

Plaintiff

v.

ELON R. MUSK, X HOLDINGS I,  
INC., and X HOLDINGS II, INC.,

Defendants.

C.A. No. 2022-0613-KSJM

**NOTICE OF SERVICE OF SUBPOENA DUCES TECUM**

TO: Peter J. Walsh, Jr., Esquire  
Kevin R. Shannon, Esquire  
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*Counsel for Plaintiff Twitter, Inc.*

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*Counsel for Defendants Elon R  
Musk, X Holdings I, Inc., and X  
Holdings II, Inc.*

PLEASE TAKE NOTICE that, on August 1, 2022, pursuant to Court of Chancery Rules 26, 34 and 45, counsel for Plaintiff Twitter, Inc., caused a Subpoena *Duces Tecum*, in the form attached hereto, to be served upon non-party Factorial Funds LLC, 7901 4th Street North, Saint Petersburg, FL 33702-4305, c/o LegalInc Corporate Services, 651 North Broad Street, Suite 201, Middletown, DE 19709.

Dated: August 2, 2022

BALLARD SPAHR LLP

/s/ Elizabeth A. Sloan

David J. Margules (# 2254)

Elizabeth A. Sloan (#5045)

Brittany M. Giusini (#6034)

BALLARD SPAHR LLP

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*Counsel for Plaintiff Twitter Inc.*

**CERTIFICATE OF SERVICE**

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& COLE, LLP  
Hercules Plaza  
1313 North Market Street,  
Suite 5400  
Wilmington, Delaware 19801

*Counsel for Defendants Elon R.  
Musk, X Holdings I, Inc., and X  
Holdings II, Inc.*

/s/ Elizabeth A. Sloan  
Elizabeth A. Sloan (#5045)



IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

TWITTER, INC.,

Plaintiff,

v.

ELON R. MUSK, X HOLDINGS I, INC.,  
and X HOLDINGS II, INC.,

Defendants.

C.A. No. 2022-0613-KSJM

**SUBPOENA DUCES TECUM**

TO: BAM Trading Services Inc. (dba Binance US)  
1 Letterman Drive  
Building C, Suite C3-800  
San Francisco, CA 94129  
c/o The Corporation Service Company  
251 Little Falls Drive  
Wilmington, DE 19808

This subpoena is issued pursuant to Court of Chancery Rule 45, a copy of which is attached hereto, setting forth the protections and duties with respect to this subpoena.

**YOU ARE HEREBY COMMANDED:**

To produce and permit inspection and copying of designated documents, electronically-stored information, or tangible things in your possession, custody, or control in accordance with the attached Schedule A on a rolling basis and before August 15, 2022, at the law offices of Ballard Spahr LLP, 919 North

Market Street, 11th Floor, Wilmington, DE 19801, or at such other time or location as may be agreed by the parties or ordered by the Court.

/s/ Elizabeth A. Sloan

David J. Margules (# 2254)

Elizabeth A. Sloan (#5045)

Brittany M. Giusini (#6034)

BALLARD SPAHR LLP

919 N Market St., 11th Floor

Wilmington, DE 19801

Tel.: (302) 252-4465

Email: margulesd@ballardspahr.com

sloane@ballardspahr.com

giusinib@ballardspahr.com

Dated: August 1, 2022

*Attorneys for Plaintiff, Twitter, Inc.*

Chancery Court Rules, Rule 45

**RULE 45. SUBPOENA**

*(c) Protection of persons subject to subpoenas.*

(1) A party or an attorney responsible for the issuance and service of a subpoena shall take reasonable steps to avoid imposing undue burden or expense on a person subject to that subpoena. The court on behalf of which the subpoena was issued shall enforce this duty and may impose upon the party or attorney in breach of this duty an appropriate sanction, which may include, but is not limited to, lost earnings and a reasonable attorney's fee.

(2) (A) A person commanded to produce and permit inspection and copying of designated documents, electronically stored information, or tangible things or inspection of premises need not appear in person at the place of production or inspection unless commanded to appear for deposition, hearing or trial.

(B) Subject to paragraph (d)(2) of this rule, a person commanded to produce and permit inspection and copying may, within 14 days after service of the subpoena or before the time specified for compliance if such time is less than 14 days after service, serve upon the party or attorney designated in the subpoena written objection to inspection or copying of any or all of the designated materials or of the premises. If objection is made, the party serving the subpoena shall not be entitled to inspect and copy the materials or inspect the premises except pursuant to an order of the court by which the subpoena was issued. If objection has been made, the party serving the subpoena may, upon notice to the person commanded to produce, move at any time for an order to compel production. Such an order to compel production shall protect any person who is not a party or an officer of a party from significant expense resulting from the inspection and copying commanded.

(3) (A) On timely motion, the court on behalf of which the subpoena was issued shall quash or modify the subpoena if it (i) Fails to allow reasonable time for compliance; (ii) Requires disclosure of privileged or other protected matter and no exception or waiver applies; or (iii) Subjects a person to undue burden.

(B) If a subpoena (i) Requires disclosure of a trade secret or other confidential research, development, or commercial information, or (ii) Requires disclosure of an unretained expert's opinion or information not describing specific events or occurrences in dispute and resulting from the expert's study made not at the request

of any party, the court on behalf of which the subpoena was issued may, to protect a person subject to or affected by the subpoena, quash or modify the subpoena or, if the party in whose behalf the subpoena is issued shows a substantial need for the testimony or material that cannot be otherwise met without undue hardship and assures that the person to whom the subpoena is addressed will be reasonably compensated, the Court may order appearance or production only upon specified conditions.

*(d) Duty in responding to subpoena.*

(1) If a subpoena does not specify a form for producing documents or electronically stored information, the person responding shall produce it in a form or forms in which it is ordinarily maintained, or in which it is reasonably usable. Absent a showing of good cause, the person responding need not produce the same documents or electronically stored information in more than one form. The person responding need not provide discovery of documents or electronically stored information from sources that the person identifies as not reasonably accessible because of undue burden or cost. On a motion to compel discovery or for a protective order, the person responding to a subpoena must show that the information is not reasonably accessible because of undue burden or cost. If that showing is made, the Court nevertheless may order discovery from such sources if the requesting party shows good cause. The Court may specify the conditions for the discovery.

(2) When information subject to a subpoena is withheld on a claim that it is privileged or subject to protection as trial preparation materials, the claim shall be made expressly and shall be supported by a description of the nature of the documents, electronically stored information, or tangible things not produced that is sufficient to enable the demanding party to contest the claim.







IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

TWITTER, INC.,

Plaintiff

v.

ELON R. MUSK, X HOLDINGS I,  
INC., and X HOLDINGS II, INC.,

Defendants.

C.A. No. 2022-0613-KSJM

**NOTICE OF SERVICE OF SUBPOENA DUCES TECUM**

TO: Peter J. Walsh, Jr., Esquire  
Kevin R. Shannon, Esquire  
Christopher N. Kelly, Esquire  
Mathew A. Golden, Esquire  
POTTER ANDERSON &  
CORROON LLP  
313 North Market Street  
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*Counsel for Plaintiff Twitter, Inc.*

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*Counsel for Defendants Elon R  
Musk, X Holdings I, Inc., and X  
Holdings II, Inc.*

PLEASE TAKE NOTICE that, on August 1, 2022, pursuant to Court of Chancery Rules 26, 34 and 45, counsel for Plaintiff Twitter, Inc., caused a Subpoena *Duces Tecum*, in the form attached hereto, to be served upon non-party BAM Trading Services Inc. (dba Binance US), 1 Letterman Drive, Building C, Suite C3-800, San Francisco, CA 94129, c/o The Corporation Service Company, 251 Little Falls Drive, Wilmington, DE 19808

Dated: August 2, 2022

BALLARD SPAHR LLP

/s/ Elizabeth A. Sloan

David J. Margules (# 2254)

Elizabeth A. Sloan (#5045)

Brittany M. Giusini (#6034)

BALLARD SPAHR LLP

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[sloane@ballardspahr.com](mailto:sloane@ballardspahr.com)

[giusinib@ballardspahr.com](mailto:giusinib@ballardspahr.com)

*Counsel for Plaintiff Twitter Inc.*

## CERTIFICATE OF SERVICE

I hereby certify that on August 2, 2022, I caused a true and correct copy of the foregoing *Notice of Service* to be served by File & ServeXpress upon the following counsel of record:

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Defendants.

C.A. No. 2022-0613-KSJM

**SUBPOENA DUCES TECUM**

TO: Benefit Street Cre Finance LLC  
9 West 57th Street, Suite 4920  
New York, NY 10019  
c/o The Corporation Trust Company  
Corporation Trust Center  
1209 Orange Street  
Wilmington, DE 19801

This subpoena is issued pursuant to Court of Chancery Rule 45, a copy of which is attached hereto, setting forth the protections and duties with respect to this subpoena.

**YOU ARE HEREBY COMMANDED:**

To produce and permit inspection and copying of designated documents, electronically-stored information, or tangible things in your possession, custody, or control in accordance with the attached Schedule A on a rolling basis and

before August 15, 2022, at the law offices of Ballard Spahr LLP, 919 North Market Street, 11th Floor, Wilmington, DE 19801, or at such other time or location as may be agreed by the parties or ordered by the Court.

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Dated: August 1, 2022

*Attorneys for Plaintiff, Twitter, Inc.*

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(2) (A) A person commanded to produce and permit inspection and copying of designated documents, electronically stored information, or tangible things or inspection of premises need not appear in person at the place of production or inspection unless commanded to appear for deposition, hearing or trial.

(B) Subject to paragraph (d)(2) of this rule, a person commanded to produce and permit inspection and copying may, within 14 days after service of the subpoena or before the time specified for compliance if such time is less than 14 days after service, serve upon the party or attorney designated in the subpoena written objection to inspection or copying of any or all of the designated materials or of the premises. If objection is made, the party serving the subpoena shall not be entitled to inspect and copy the materials or inspect the premises except pursuant to an order of the court by which the subpoena was issued. If objection has been made, the party serving the subpoena may, upon notice to the person commanded to produce, move at any time for an order to compel production. Such an order to compel production shall protect any person who is not a party or an officer of a party from significant expense resulting from the inspection and copying commanded.

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AFFIDAVIT OF SERVICE

IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

TWITTER, INC., )
Plaintiff, )
v. )
ELON R. MUSK, X HOLDINGS I, INC., and X HOLDINGS II, )
INC., )
Defendants. )

C.A. No. 2022-0613-KSJM

STATE OF DELAWARE }
} ss.
COUNTY OF NEW CASTLE }

I, Zahid Nawaz, of the State of Delaware, County of New Castle, being duly sworn, says that on the 1st day of August, 2022, at 2:15 p.m. I personally served copy of a SUBPOENA DUCES TECUM with supporting documents on Benefit Street Cre Finance LLC by serving the registered agent, The Corporation Trust Company, 1209 Orange Street, Wilmington, DE 19801.

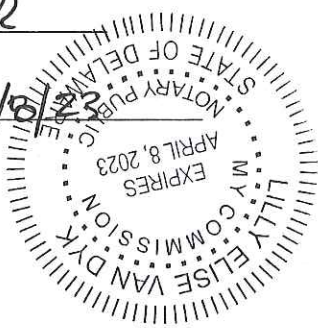
Name of individual accepting service: Amy McLaren- authorized to accept.
Description of individual: Caucasian female, 35-40 yrs. old, 135lbs., 5'5" with brown hair.

[Handwritten signature]

Subscribed and sworn before me
This 1st day of August, 2022

[Handwritten signature: Kelly Elise Van Dyk]
Notary Public

My commission expires: 4/8/23





IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

TWITTER, INC.,

Plaintiff

v.

ELON R. MUSK, X HOLDINGS I,  
INC., and X HOLDINGS II, INC.,

Defendants.

C.A. No. 2022-0613-KSJM

**NOTICE OF SERVICE OF SUBPOENA DUCES TECUM**

TO: Peter J. Walsh, Jr., Esquire  
Kevin R. Shannon, Esquire  
Christopher N. Kelly, Esquire  
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POTTER ANDERSON &  
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313 North Market Street  
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*Counsel for Plaintiff Twitter, Inc.*

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*Counsel for Defendants Elon R  
Musk, X Holdings I, Inc., and X  
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PLEASE TAKE NOTICE that, on August 1, 2022, pursuant to Court of Chancery Rules 26, 34 and 45, counsel for Plaintiff Twitter, Inc., caused a Subpoena *Duces Tecum*, in the form attached hereto, to be served upon non-party Benefit Street Cre Finance LLC, 9 West 57th Street, Suite 4920, New York, NY 10019, c/o The Corporation Trust Company, Corporation Trust Center, 1209 Orange Street, Wilmington, DE 19801.

Dated: August 2, 2022

BALLARD SPAHR LLP

/s/ Elizabeth A. Sloan

David J. Margules (# 2254)

Elizabeth A. Sloan (#5045)

Brittany M. Giusini (#6034)

BALLARD SPAHR LLP

919 N Market St., 11th Floor

Wilmington, DE 19801

Tel.: (302) 252-4465

Email: margulesd@ballardspahr.com

sloane@ballardspahr.com

giusinib@ballardspahr.com

*Counsel for Plaintiff Twitter Inc.*

**CERTIFICATE OF SERVICE**

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ELON R. MUSK, X HOLDINGS I, INC.,  
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Defendants.

C.A. No. 2022-0613-KSJM

**SUBPOENA DUCES TECUM**

TO: Bandera Partners LLC  
50 Broad Street, Suite 1820  
New York, NY 10004-2358  
c/o The Corporation Trust Company  
Corporation Trust Center  
1209 Orange Street  
Wilmington, DE 19801

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*Attorneys for Plaintiff, Twitter, Inc.*

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Dated: August 2, 2022

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*Counsel for Plaintiff Twitter Inc.*

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/s/ Elizabeth A. Sloan  
Elizabeth A. Sloan (#5045)



**STATE OF NEW YORK  
COUNTY OF NEW YORK**

TWITTER, INC.,

Plaintiff,

v.

ELON R. MUSK, X HOLDINGS I, INC.,  
and X HOLDINGS II, INC.,

Defendants.

**SUBPOENA**

(pursuant to the Uniform  
Interstate Depositions and  
Discovery Act and CPLR §  
3119)

Originating State: Delaware  
Originating Country: United  
States

Originating Court: Court of  
Chancery

Originating Case No.: C.A.  
No. 2022-0613-KSJM

**SUBPOENA DUCES TECUM**

**Pursuant to Uniform Interstate Depositions and Discovery Act**

**To:** Quinn Emanuel Urquhart & Sullivan, LLP  
51 Madison Avenue, 22nd Floor  
New York, NY 10010

This subpoena is issued pursuant to Court of Chancery Rule 26, Court of Chancery Rule 45, and the Uniform Interstate Depositions and Discovery Act, CPLR § 3119. Court of Chancery Rules 45(c) and (d), attached, set forth your protections and duties with respect to this subpoena.

**YOU ARE HEREBY COMMANDED** to produce complete and accurate copies of the documents in your possession, custody, or control that are described in Schedule A to the attached Subpoena *Duces Tecum*, issued in the above-entitled action pending in the Court of Chancery of the State of Delaware (the "Delaware Subpoena"). Production is to be made at the offices of Ballard Spahr LLP, 1675 Broadway 19th Floor, New York, NY 10019 on or before August 21, 2022, or such other date, time and location as may be agreed upon by the parties or ordered by the Court.

The terms used in the Subpoena *Duces Tecum* issued in the above entitled action pending in the Court of Chancery of the State of Delaware are incorporated herein.

If you fail to produce the said documents you may be deemed guilty of a contempt of court, and you may be liable for costs of \$50.00, and you may also be liable to pay all losses and damages sustained by the party aggrieved.

Pursuant to CPLR § 3119(b)(3)(ii), the names, addresses, and telephone numbers of all counsel of record in the proceeding to which the subpoena relates and of any party not represented by counsel are as follows:

**Attorneys for Plaintiff Twitter, Inc.**

David J. Margules  
Elizabeth A. Sloan  
Timothy D. Katsiff  
Brittany M. Giusini  
BALLARD SPAHR LLP  
919 N Market Street, 11th Floor  
Wilmington, DE 19801  
(302) 252-4465

Jacob R. Kirkham  
KOBRE & KIM  
600 North King Street, Suite 501  
Wilmington, DE 19801  
(302) 518-6456

Peter J. Walsh, Jr.  
Kevin R. Shannon  
Christopher N. Kelly  
Mathew A. Golden  
POTTER ANDERSON & CORROON LLP  
1313 North Market Street  
Hercules Plaza, 6th Floor  
Wilmington, DE 19801  
(302) 984-6000

William Savitt  
Bradley R. Wilson

Sarah K. Eddy  
Ryan A. McLeod  
Anitha Reddy  
Noah B. Yavitz  
WACHTELL, LIPTON, ROSEN & KATZ  
51 West 52nd Street  
New York, NY 10019  
(212) 403-1000

Brad D. Sorrels  
Daniyal M. Iqbal  
Leah E. León  
WILSON SONSINI GOODRICH & ROSATI, P.C.  
222 Delaware Avenue, Suite 800  
Wilmington, DE 19801  
(302) 304-7600

**Attorneys for Defendants Elon R. Musk, X Holdings I, Inc., and X Holdings II, Inc.**

Alex Spiro  
Andrew J. Rossman  
Christopher D. Kercher  
Silpa Maruri  
QUINN EMANUEL URQUHART & SULLIVAN  
51 Madison Avenue, 22nd Floor  
New York, NY 10010  
(212) 849-7000

Edward B. Micheletti  
Lauren N. Rosenello  
SKADDEN, ARPS, SLATE, MEAGHER & FLOM  
One Rodney Square  
P.O. Box 636  
Wilmington, DE 19899-0636  
(302) 651-3000

Dated: New York, New York  
August 1, 2022

BALLARD SPAHR LLP

*/s/ Joseph Slaughter*

---

Joseph Slaughter

BALLARD SPAHR LLP

1675 Broadway, 19th Floor

New York, NY 10019-5820

(212) 223-0200

Email: [slaughterj@ballardspahr.com](mailto:slaughterj@ballardspahr.com)

*Counsel for Plaintiff, Twitter, Inc.*



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

TWITTER, INC.,

Plaintiff,

v.

ELON R. MUSK, X HOLDINGS I, INC.,  
and X HOLDINGS II, INC.,

Defendants.

C.A. No. 2022-0613-KSJM

**SUBPOENA DUCES TECUM**

TO: Quinn Emanuel Urquhart & Sullivan, LLP  
51 Madison Avenue, 22nd Floor  
New York, NY 10010

This subpoena is issued pursuant to Court of Chancery Rule 45, a copy of which is attached hereto, setting forth the protections and duties with respect to this subpoena.

**YOU ARE HEREBY COMMANDED:**

To produce and permit inspection and copying of designated documents, electronically-stored information, or tangible things in your possession, custody, or control in accordance with the attached Schedule A on a rolling basis and before August 21, 2022 at the law offices of Ballard Spahr LLP, 1675 Broadway,

19th Floor, New York, NY 10019, or at such other time or location as may be agreed by the parties or ordered by the Court.

/s/ Elizabeth A. Sloan

David J. Margules (# 2254)

Elizabeth A. Sloan (#5045)

Brittany M. Giusini (#6034)

BALLARD SPAHR LLP

919 N Market St., 11th Floor

Wilmington, DE 19801

Tel.: (302) 252-4465

Email: margulesd@ballardspahr.com

sloane@ballardspahr.com

giusinib@ballardspahr.com

Dated: August 1, 2022

*Attorneys for Plaintiff, Twitter, Inc.*

Chancery Court Rules, Rule 45

**RULE 45. SUBPOENA**

*(c) Protection of persons subject to subpoenas.*

(1) A party or an attorney responsible for the issuance and service of a subpoena shall take reasonable steps to avoid imposing undue burden or expense on a person subject to that subpoena. The court on behalf of which the subpoena was issued shall enforce this duty and may impose upon the party or attorney in breach of this duty an appropriate sanction, which may include, but is not limited to, lost earnings and a reasonable attorney's fee.

(2) (A) A person commanded to produce and permit inspection and copying of designated documents, electronically stored information, or tangible things or inspection of premises need not appear in person at the place of production or inspection unless commanded to appear for deposition, hearing or trial.

(B) Subject to paragraph (d)(2) of this rule, a person commanded to produce and permit inspection and copying may, within 14 days after service of the subpoena or before the time specified for compliance if such time is less than 14 days after service, serve upon the party or attorney designated in the subpoena written objection to inspection or copying of any or all of the designated materials or of the premises. If objection is made, the party serving the subpoena shall not be entitled to inspect and copy the materials or inspect the premises except pursuant to an order of the court by which the subpoena was issued. If objection has been made, the party serving the subpoena may, upon notice to the person commanded to produce, move at any time for an order to compel production. Such an order to compel production shall protect any person who is not a party or an officer of a party from significant expense resulting from the inspection and copying commanded.

(3) (A) On timely motion, the court on behalf of which the subpoena was issued shall quash or modify the subpoena if it (i) Fails to allow reasonable time for compliance; (ii) Requires disclosure of privileged or other protected matter and no exception or waiver applies; or (iii) Subjects a person to undue burden.

(B) If a subpoena (i) Requires disclosure of a trade secret or other confidential research, development, or commercial information, or (ii) Requires disclosure of an unretained expert's opinion or information not describing specific events or occurrences in dispute and resulting from the expert's study made not at the request

of any party, the court on behalf of which the subpoena was issued may, to protect a person subject to or affected by the subpoena, quash or modify the subpoena or, if the party in whose behalf the subpoena is issued shows a substantial need for the testimony or material that cannot be otherwise met without undue hardship and assures that the person to whom the subpoena is addressed will be reasonably compensated, the Court may order appearance or production only upon specified conditions.

*(d) Duty in responding to subpoena.*

(1) If a subpoena does not specify a form for producing documents or electronically stored information, the person responding shall produce it in a form or forms in which it is ordinarily maintained, or in which it is reasonably usable. Absent a showing of good cause, the person responding need not produce the same documents or electronically stored information in more than one form. The person responding need not provide discovery of documents or electronically stored information from sources that the person identifies as not reasonably accessible because of undue burden or cost. On a motion to compel discovery or for a protective order, the person responding to a subpoena must show that the information is not reasonably accessible because of undue burden or cost. If that showing is made, the Court nevertheless may order discovery from such sources if the requesting party shows good cause. The Court may specify the conditions for the discovery.

(2) When information subject to a subpoena is withheld on a claim that it is privileged or subject to protection as trial preparation materials, the claim shall be made expressly and shall be supported by a description of the nature of the documents, electronically stored information, or tangible things not produced that is sufficient to enable the demanding party to contest the claim.

Begin forwarded message:

**From:** Christopher Kercher <christopherkercher@quinnemanuel.com>  
**Date:** August 1, 2022 at 7:31:43 PM EDT  
**To:** "Katsiff, Timothy D (Phila)" <KatsiffT@ballardspahr.com>  
**Cc:** Alex Spiro <alexspiro@quinnemanuel.com>, "Andrew J. Rossman" <andrewrossman@quinnemanuel.com>, "Margules, David J. (Del)" <MargulesD@ballardspahr.com>, "Sloan, Elizabeth A. (Del)" <SloanE@ballardspahr.com>, "Slaughter, Joseph (New York)" <Slaughterj@ballardspahr.com>, David Mader <davidmader@quinnemanuel.com>, Silpa Maruri <silpamaruri@quinnemanuel.com>, Kathryn Bonacorsi <kathrynbonacorsi@quinnemanuel.com>  
**Subject:** Re: Twitter v. Musk, et al., C.A. No. 2022-0613-KSJM (Del. Ch.)

**⚠ EXTERNAL**

Yes Timothy, we will accept, reserving all rights.

**Christopher Kercher**  
*Partner,*  
**Quinn Emanuel Urquhart & Sullivan, LLP**

51 Madison Avenue, 22nd Floor  
New York, NY 10010  
212-849-7263 Direct  
212.849.7000 Main Office Number  
212.849.7100 FAX  
[christopherkercher@quinnemanuel.com](mailto:christopherkercher@quinnemanuel.com)  
[www.quinnemanuel.com](http://www.quinnemanuel.com)

On Aug 1, 2022, at 6:54 PM, Katsiff, Timothy D <KatsiffT@ballardspahr.com> wrote:

[EXTERNAL EMAIL from [katsiff@ballardspahr.com](mailto:katsiff@ballardspahr.com)]

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Counsel:

I am writing to follow-up on the email that I sent you over six hours ago asking whether you would accept service of the subpoena that we attempted to serve this morning. As I noted in my earlier email our process server was not permitted to effectuate service at your office. As you know, the discovery schedule in this matter is expedited, and we need to know whether you will accept service, or if you will force us to seek appropriate relief.

Regards,

Tim Katsiff

---

**From:** Katsiff, Timothy D (Phila)  
**Sent:** Monday, August 1, 2022 12:41 PM  
**To:** 'alexspiro@quinnemanuel.com' <alexspiro@quinnemanuel.com>;  
'andrewrossman@quinnemanuel.com' <andrewrossman@quinnemanuel.com>;  
'christopherkercher@quinnemanuel.com' <christopherkercher@quinnemanuel.com>  
**Cc:** Margules, David J. (Del) <MargulesD@ballardspahr.com>; Sloan, Elizabeth A. (Del) <SloanE@ballardspahr.com>; Slaughter, Joseph (New York) <Slaughterj@ballardspahr.com>  
**Subject:** Twitter v. Musk, et al., C.A. No. 2022-0613-KSJM (Del. Ch.)

Counsel:

We attempted to serve the attached subpoena this morning on your New York office and our process server was not permitted up to your office and told that there was no one that would accept service. Would you kindly voluntarily accept service via email so that we can avoid seeking appropriate relief.

Regards,

Tim Katsiff

**Timothy D. Katsiff**

**Ballard Spahr**  
LLP

---

1735 Market Street, 51st Floor  
Philadelphia, PA 19103-7599  
215.864.8301 DIRECT

267.230.9692 MOBILE | katsiff@ballardspahr.com  
COVID-19 Resource Center | VCARD

-----  
[www.ballardspahr.com](http://www.ballardspahr.com)



IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

TWITTER, INC.,

Plaintiff

v.

ELON R. MUSK, X HOLDINGS I,  
INC., and X HOLDINGS II, INC.,

Defendants.

C.A. No. 2022-0613-KSJM

**NOTICE OF SERVICE OF SUBPOENA DUCES TECUM**

TO: Peter J. Walsh, Jr., Esquire  
Kevin R. Shannon, Esquire  
Christopher N. Kelly, Esquire  
Mathew A. Golden, Esquire  
POTTER ANDERSON &  
CORROON LLP  
313 North Market Street  
Hercules Plaza, 6th Floor  
Wilmington, DE 19801

Brad D. Sorrels, Esquire  
Daniyal M. Iqbal, Esquire  
Leah E. León, Esquire  
WILSON SONSINI GOODRICH  
& ROSATI, P.C.  
222 Delaware Avenue, Suite 800  
Wilmington, DE 19801

Jacob R. Kirkham, Esquire  
KOBRE & KIM LLP  
600 North King Street, Suite 501,  
Wilmington, Delaware 19801

*Counsel for Plaintiff Twitter, Inc.*

Edward M. Micheletti, Esquire  
Lauren N. Rosenello, Esquire  
SKADDEN, ARPS, SLATE,  
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920 N. King Street  
Wilmington, DE 19801

Robert A. Weber, Esquire  
Joseph B. Cicero, Esquire  
Elliott Covert, Esquire  
CHIPMAN BROWN CICERO  
& COLE, LLP  
Hercules Plaza  
1313 North Market Street,  
Suite 5400  
Wilmington, Delaware 19801

*Counsel for Defendants Elon R  
Musk, X Holdings I, Inc., and X  
Holdings II, Inc.*

PLEASE TAKE NOTICE that, on August 1, 2022, pursuant to Court of Chancery Rule 26, Court of Chancery Rule 45, and the Uniform Interstate Depositions and Discovery Act, CPLR § 3119, counsel for Plaintiff Twitter, Inc., caused a Subpoena *Duces Tecum*, in the form attached hereto, to be served upon non-party Quinn Emanuel Urquhart & Sullivan, LLP, 51 Madison Avenue, 22nd Floor, New York, NY 10010.

Dated: August 3, 2022

BALLARD SPAHR LLP

/s/ Elizabeth A. Sloan

David J. Margules (# 2254)

Elizabeth A. Sloan (#5045)

Brittany M. Giusini (#6034)

BALLARD SPAHR LLP

919 N Market St., 11th Floor

Wilmington, DE 19801

Tel.: (302) 252-4465

Email: [margulesd@ballardspahr.com](mailto:margulesd@ballardspahr.com)

[sloane@ballardspahr.com](mailto:sloane@ballardspahr.com)

[giusinib@ballardspahr.com](mailto:giusinib@ballardspahr.com)

*Counsel for Plaintiff Twitter Inc.*



**CERTIFICATE OF SERVICE**

I hereby certify that on August 3, 2022, I caused a true and correct copy of the foregoing *Notice of Service* to be served by File & ServeXpress upon the following counsel of record:

Peter J. Walsh, Jr., Esquire  
Kevin R. Shannon, Esquire  
Christopher N. Kelly, Esquire  
Mathew A. Golden, Esquire  
POTTER ANDERSON & CORROON LLP  
313 North Market Street  
Hercules Plaza, 6th Floor  
Wilmington, DE 19801

Brad D. Sorrels, Esquire  
Daniyal M. Iqbal, Esquire  
Leah E. León, Esquire  
WILSON SONSINI GOODRICH  
& ROSATI, P.C.  
222 Delaware Avenue, Suite 800  
Wilmington, DE 19801

Jacob R. Kirkham, Esquire  
KOBRE & KIM LLP  
600 North King Street, Suite 501,  
Wilmington, Delaware 19801

*Counsel for Plaintiff Twitter, Inc.*

Edward M. Micheletti, Esquire  
Lauren N. Rosenello, Esquire  
SKADDEN, ARPS, SLATE,  
MEAGHER & FLOM LLP  
920 N. King Street  
Wilmington, DE 19801

Robert A. Weber, Esquire  
Joseph B. Cicero, Esquire  
Elliott Covert, Esquire  
CHIPMAN BROWN CICERO  
& COLE, LLP  
Hercules Plaza  
1313 North Market Street,  
Suite 5400  
Wilmington, Delaware 19801

*Counsel for Defendants Elon R.  
Musk, X Holdings I, Inc., and X  
Holdings II, Inc.*

/s/ Elizabeth A. Sloan  
Elizabeth A. Sloan (#5045)



**STATE OF NEW YORK  
COUNTY OF NEW YORK**

TWITTER, INC.,

Plaintiff,

v.

ELON R. MUSK, X HOLDINGS I, INC.,  
and X HOLDINGS II, INC.,

Defendants.

**SUBPOENA**

(pursuant to the Uniform  
Interstate Depositions and  
Discovery Act and CPLR §  
3119)

Originating State: Delaware  
Originating Country: United  
States

Originating Court: Court of  
Chancery

Originating Case No.: C.A.  
No. 2022-0613-KSJM

**SUBPOENA DUCES TECUM**

**Pursuant to Uniform Interstate Depositions and Discovery Act**

**To:** Benefit Street Partners LLC  
9 West 57th Street, Suite 4920  
New York, NY 10019  
c/o  
CT Corporation System  
28 Liberty Street  
New York, NY 10005

This subpoena is issued pursuant to Court of Chancery Rule 26, Court of Chancery Rule 45, and the Uniform Interstate Depositions and Discovery Act, CPLR § 3119. Court of Chancery Rules 45(c) and (d), attached, set forth your protections and duties with respect to this subpoena.

**YOU ARE HEREBY COMMANDED** to produce complete and accurate copies of the documents in your possession, custody, or control that are described in Schedule A to the attached Subpoena *Duces Tecum*, issued in the above-entitled action pending in the Court of Chancery of the State of Delaware (the “Delaware

Subpoena”). Production is to be made at the offices of Ballard Spahr LLP, 1675 Broadway 19th Floor, New York, NY 10019 on or before August 21, 2022, or such other date, time and location as may be agreed upon by the parties or ordered by the Court.

The terms used in the Subpoena *Duces Tecum* issued in the above entitled action pending in the Court of Chancery of the State of Delaware are incorporated herein.

If you fail to produce the said documents you may be deemed guilty of a contempt of court, and you may be liable for costs of \$50.00, and you may also be liable to pay all losses and damages sustained by the party aggrieved.

Pursuant to CPLR § 3119(b)(3)(ii), the names, addresses, and telephone numbers of all counsel of record in the proceeding to which the subpoena relates and of any party not represented by counsel are as follows:

**Attorneys for Plaintiff Twitter, Inc.**

David J. Margules  
Elizabeth A. Sloan  
Timothy D. Katsiff  
Brittany M. Giusini  
BALLARD SPAHR LLP  
919 N Market Street, 11th Floor  
Wilmington, DE 19801  
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Leah E. León  
WILSON SONSINI GOODRICH & ROSATI, P.C.  
222 Delaware Avenue, Suite 800  
Wilmington, DE 19801  
(302) 304-7600

**Attorneys for Defendants Elon R. Musk, X Holdings I, Inc., and X Holdings II, Inc.**

Alex Spiro  
Andrew J. Rossman  
Christopher D. Kercher  
Silpa Maruri  
QUINN EMANUEL URQUHART & SULLIVAN  
51 Madison Avenue, 22nd Floor  
New York, NY 10010  
(212) 849-7000

Edward B. Micheletti  
Lauren N. Rosenello  
SKADDEN, ARPS, SLATE, MEAGHER & FLOM  
One Rodney Square  
P.O. Box 636  
Wilmington, DE 19899-0636  
(302) 651-3000

Dated: New York, New York  
August 1, 2022

BALLARD SPAHR LLP

/s/ Joseph Slaughter

Joseph Slaughter

BALLARD SPAHR LLP

1675 Broadway, 19th Floor

New York, NY 10019-5820

(212) 223-0200

Email: slaughterj@ballardspahr.com

*Counsel for Plaintiff, Twitter, Inc.*

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

TWITTER, INC.,

Plaintiff,

v.

ELON R. MUSK, X HOLDINGS I, INC.,  
and X HOLDINGS II, INC.,

Defendants.

C.A. No. 2022-0613-KSJM

**SUBPOENA DUCES TECUM**

TO: Benefit Street Partners LLC  
9 West 57th Street, Suite 4920  
New York, NY 10019  
c/o  
CT Corporation System  
28 Liberty Street  
New York, NY 10005

This subpoena is issued pursuant to the Uniform Interstate Depositions and Discovery Act and Court of Chancery Rule 45. A copy of Rule 45 is attached hereto, setting forth the protections and duties with respect to this subpoena.

**YOU ARE HEREBY COMMANDED:**

To produce and permit inspection and copying of designated documents, electronically-stored information, or tangible things in your possession, custody, or control in accordance with the attached Schedule A on a rolling basis and

before August 21, 2022, at the law offices of Ballard Spahr LLP, 1675 Broadway  
19th Floor, New York, NY 10019, or at such other time or location as may be  
agreed by the parties or ordered by the Court.

/s/ Elizabeth A. Sloan

David J. Margules (# 2254)  
Elizabeth A. Sloan (#5045)  
Brittany M. Giusini (#6034)  
BALLARD SPAHR LLP  
919 N Market St., 11th Floor  
Wilmington, DE 19801  
Tel.: (302) 252-4465  
Email: margulesd@ballardspahr.com  
sloane@ballardspahr.com  
giusinib@ballardspahr.com

Dated: August 1, 2022

*Attorneys for Plaintiff, Twitter, Inc.*

Chancery Court Rules, Rule 45

**RULE 45. SUBPOENA**

*(c) Protection of persons subject to subpoenas.*

(1) A party or an attorney responsible for the issuance and service of a subpoena shall take reasonable steps to avoid imposing undue burden or expense on a person subject to that subpoena. The court on behalf of which the subpoena was issued shall enforce this duty and may impose upon the party or attorney in breach of this duty an appropriate sanction, which may include, but is not limited to, lost earnings and a reasonable attorney's fee.

(2) (A) A person commanded to produce and permit inspection and copying of designated documents, electronically stored information, or tangible things or inspection of premises need not appear in person at the place of production or inspection unless commanded to appear for deposition, hearing or trial.

(B) Subject to paragraph (d)(2) of this rule, a person commanded to produce and permit inspection and copying may, within 14 days after service of the subpoena or before the time specified for compliance if such time is less than 14 days after service, serve upon the party or attorney designated in the subpoena written objection to inspection or copying of any or all of the designated materials or of the premises. If objection is made, the party serving the subpoena shall not be entitled to inspect and copy the materials or inspect the premises except pursuant to an order of the court by which the subpoena was issued. If objection has been made, the party serving the subpoena may, upon notice to the person commanded to produce, move at any time for an order to compel production. Such an order to compel production shall protect any person who is not a party or an officer of a party from significant expense resulting from the inspection and copying commanded.

(3) (A) On timely motion, the court on behalf of which the subpoena was issued shall quash or modify the subpoena if it (i) Fails to allow reasonable time for compliance; (ii) Requires disclosure of privileged or other protected matter and no exception or waiver applies; or (iii) Subjects a person to undue burden.

(B) If a subpoena (i) Requires disclosure of a trade secret or other confidential research, development, or commercial information, or (ii) Requires disclosure of an unretained expert's opinion or information not describing specific events or occurrences in dispute and resulting from the expert's study made not at the request



of any party, the court on behalf of which the subpoena was issued may, to protect a person subject to or affected by the subpoena, quash or modify the subpoena or, if the party in whose behalf the subpoena is issued shows a substantial need for the testimony or material that cannot be otherwise met without undue hardship and assures that the person to whom the subpoena is addressed will be reasonably compensated, the Court may order appearance or production only upon specified conditions.

*(d) Duty in responding to subpoena.*

(1) If a subpoena does not specify a form for producing documents or electronically stored information, the person responding shall produce it in a form or forms in which it is ordinarily maintained, or in which it is reasonably usable. Absent a showing of good cause, the person responding need not produce the same documents or electronically stored information in more than one form. The person responding need not provide discovery of documents or electronically stored information from sources that the person identifies as not reasonably accessible because of undue burden or cost. On a motion to compel discovery or for a protective order, the person responding to a subpoena must show that the information is not reasonably accessible because of undue burden or cost. If that showing is made, the Court nevertheless may order discovery from such sources if the requesting party shows good cause. The Court may specify the conditions for the discovery.

(2) When information subject to a subpoena is withheld on a claim that it is privileged or subject to protection as trial preparation materials, the claim shall be made expressly and shall be supported by a description of the nature of the documents, electronically stored information, or tangible things not produced that is sufficient to enable the demanding party to contest the claim.

**SUPREME COURT OF THE STATE OF NEW YORK  
COUNTY OF NEW YORK**

-----X  
TWITTER, INC.,

Plaintiff,

v.

ELON R. MUSK, X HOLDINGS I, INC., and  
X HOLDINGS II, INC.,

Defendants.  
-----X

STATE OF NEW YORK )  
S.S.  
COUNTY OF NEW YORK)

Originating State: Delaware  
Originating Country: United States  
Originating Court: Court of Chancery  
Originating Case No.: C.A. No. 2022-  
0613-KSJM

**AFFIDAVIT OF SERVICE**

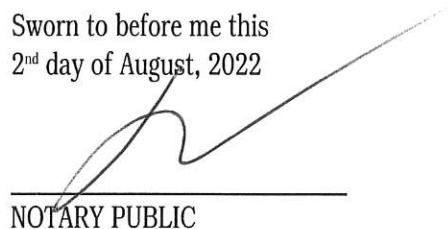
**NELSON CARVAJAL**, being duly sworn, deposes and says that he is over eighteen years of age, is employed by the attorney service, DLS, INC., and is not a party to this action.

That on the 1<sup>ST</sup> day of August, 2022, at approximately the time of 2:31pm, deponent served a true copy of the **SUBPOENA [PURSUANT TO THE UNIFORM INTERSTATE DEPOSITIONS AND DISCOVERY ACT AND CPLR § 3119]** upon **BENEFIT STREET PARTNERS LLC** c/o CT Corporation at 28 Liberty Street, New York, NY 10005, by personally delivering and leaving the same with **PAULA CASTRO**, who informed deponent that she holds the position of an Intake Specialist with that company and is authorized by appointment to receive service at that address. At the time of service, a witness fee in the amount of \$18.00 was tendered.

**PAULA CASTRO** is a tan Hispanic female, approximately 43 years of age, stands approximately 5 feet 3 inches tall, weighs approximately 140 pounds with dyed red hair and brown eyes.

  
\_\_\_\_\_  
**NELSON CARVAJAL, #2067766**

Sworn to before me this  
2<sup>nd</sup> day of August, 2022

  
\_\_\_\_\_  
NOTARY PUBLIC

**HOWARD DANIEL GOLDMAN**  
Notary Public-State of New York  
No. 01GO5062405  
Qualified in New York County  
Commission Expires July 01, 2026



IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

TWITTER, INC.,

Plaintiff

v.

ELON R. MUSK, X HOLDINGS I,  
INC., and X HOLDINGS II, INC.,

Defendants.

C.A. No. 2022-0613-KSJM

**NOTICE OF SERVICE OF SUBPOENA DUCES TECUM**

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Holdings II, Inc.*

PLEASE TAKE NOTICE that, on August 1, 2022, pursuant to Court of Chancery Rule 26, Court of Chancery Rule 45, and the Uniform Interstate Depositions and Discovery Act, CPLR § 3119, counsel for Plaintiff Twitter, Inc., caused a Subpoena *Duces Tecum*, in the form attached hereto, to be served upon non-party Benefit Street Partners LLC, 9 West 57th Street, Suite 4920, New York, NY 10019, c/o CT Corporation System, 28 Liberty Street, New York, NY 10005.

Dated: August 3, 2022

BALLARD SPAHR LLP

/s/ Elizabeth A. Sloan

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**CERTIFICATE OF SERVICE**

I hereby certify that on August 3, 2022, I caused a true and correct copy of the foregoing *Notice of Service* to be served by File & ServeXpress upon the following counsel of record:

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/s/ Elizabeth A. Sloan  
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