SEC Form 3 FORM 3

UNITED STATES SECURITIES AND EXCHANGE

COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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

| 1. Name and A <u>Rubin Uri</u> | orting Person [*] | Requiring S (Month/Day | 2. Date of Event Requiring Statement (Month/Day/Year) 05/08/2024 3. Issuer Name and Ticker or Trading Symbol Playtika Holding Corp. [PLTK] | | | | | | | |
|---|----------------------------|---------------------------|--|---|--|---|--|---------------|--|---|
| (Last) C/O PLAYT HACHOSH (Street) HERZLIYA PITUACH | LIM ST 8 | (Middle) 4672408 | | | 4. Relationship of Reportin Issuer (Check all applicable) Director X Officer (give title below) Chief Technolo | 10% C Other below) |) wner (specify) | File 6. li | d (Month/Day/ ndividual or Jo eck Applicable Form filed Person | int/Group Filing Line) by One Reporting by More than One |
| (City) | (State) | (Zip) | | | | | | | | |
| Table I - Non-Derivative Securities Beneficially Owned | | | | | | | | | | |
| 1. Title of Security (Instr. 4) | | | | 2. Amount of Securities Beneficially Owned (Instr. 4) | | | 4. Nature of Indirect Beneficial Ownership (Instr. 5) | | | |
| Common Stock | | | | | 375,203(1)(2)(3)(4) | Ι | D | | | |
| Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) | | | | | | | | | | |
| Expira | | | 2. Date Exerc Expiration Da (Month/Day/) | ate | 3. Title and Amount of S Underlying Derivative S (Instr. 4) | | Curity Conversion or Exercis Price of Derivative Security Number of | | 5. Ownership Form: | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
| 1 | | Date Exercisable | Expiratior Date | Title | Amount or Number of Shares | Direct (D) or Indirect (I) (Instr. 5) | | | | |

Explanation of Responses:

1. Includes 23,644 shares underlying restricted stock units ("RSUs") granted to the Reporting Person on January 15, 2021. 25% of the total number of RSUs granted vested on January 15, 2022 and 1/16th of the total number of RSUs granted vest following each three-month period thereafter so that all of the RSUs shall be vested on January 15, 2025, subject to the Reporting Person's continued service on the applicable vesting date. Each RSU represents a contingent right to receive one share of common stock of the Issuer.

2. Includes 11,434 shares underlying RSUs granted to the Reporting Person on February 7, 2022. 25% of the total number of RSUs granted vested on February 7, 2023 and 1/16th of the total number of RSUs granted vest following each three-month period thereafter so that all of the RSUs shall be vested on February 7, 2026, subject to the Reporting Person's continued service on the applicable vesting date. Each RSU represents a contingent right to receive one share of common stock of the Issuer.

3. Includes 19,523 shares underlying RSUs received by the Reporting Person on December 15, 2022 in exchange for cancelled options to purchase 48,808 shares of common stock of the Issuer, pursuant to the Issuer's option exchange program. 1/12 of the total number of RSUs granted vested on March 15, 2023, and 1/12 of the total number of RSUs granted vested on March 15, 2023, and 1/12 of the total number of RSUs granted vested on December 15, 2025, subject to the Reporting Person's continued service on the applicable vesting date. Each RSU represents a contingent right to receive one share of the Issuer's common stock.

4. Includes 271,604 shares underlying RSUs granted to the Reporting Person on December 20, 2023. 12.5% of the total number of RSUs granted will vest on June 20, 2025, and 6.5% of the total number of RSUs granted will vest following each three-month period thereafter so that all of the RSUs shall be vested on December 20, 2028, subject to the Reporting Person's continued service on the applicable vesting date. Each RSU represents a contingent right to receive one share of common stock of the Issuer.

Remarks:

/s/ Michael Cohen, as attorney in fact for Uri Rubin ** Signature of Reporting Person

05/20/2024

Date

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

* If the form is filed by more than one reporting person, see Instruction 5 (b)(v).

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

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

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

With respect to holdings of and transactions in securities issued by Playtika Holding Corp. (the "Company"), the undersigned hereby constitutes and appoints the individuals named on Schedule A attached hereto and as may be amended from time to time, or any of them signing singly, with full power of substitution and resubstitution, to act as the undersigned's true and lawful attorney-in-fact to:

1. prepare, execute in the undersigned's name and on the undersigned's behalf, and submit to the United States Securities and Exchange Commission (the "SEC") a Form ID, including amendments thereto, and any other documents necessary or appropriate to obtain and/or regenerate codes and passwords enabling the undersigned to make electronic filings with the SEC of reports required by Section 16(a) of the Securities Exchange Act of 1934, as amended, or any rule or regulation of the SEC;

execute for and on behalf of the undersigned, Forms 3,
 4, and 5 in accordance with Section 16 of the Securities
 Exchange Act of 1934, as amended, and the rules thereunder;

3. do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4, or 5, complete and execute any amendment or amendments thereto, and timely file such form with the SEC and any stock exchange or similar authority; and

4. take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-facts discretion.

The undersigned hereby grants to each such attorney-infact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution and resubstitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorneys-in-fact substitute or substitutes, shall lawfully do or cause to be done by virtue of this Power of Attorney and the rights and powers herein granted.

The undersigned acknowledges that the foregoing attorneysin-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is any Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934, as amended.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 17th day of May 2024.

By: /s/ Uri Rubin

Name: Uri Rubin

Schedule A

Individuals Appointed as Attorney-in-Fact with Full Power of Substitution and Resubstitution:

- 1. Michael Cohen

- Alteria Cohen
 Craig Abrahams
 John Kang
 Troy Vanke
 Heather Wenzel
 Isabelle Aragon