



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

[PROPOSED] ORDER GOVERNING CASE SCHEDULE

WHEREAS, Plaintiff Twitter, Inc. (“Plaintiff”) filed its Verified Complaint (the “Complaint”) on July 12, 2022, against defendants Elon R. Musk, X Holdings I, Inc., and X Holdings II, Inc. (collectively, “Defendants”), as well as a Motion to Expedite Proceedings, which the Court granted on July 19, 2022;

IT IS HEREBY ORDERED as follows:

1. The following schedule shall govern the proceedings in this matter:

	Event	Date
(a)	Defendants to file answer to Complaint.	July 26, 2022 [July 26, 2022]
(b)	Parties to serve initial requests for production of documents and initial interrogatories, which may be multiple requests.	July 28, 2022 [July 28, 2022]

(c)	Parties to serve initial discovery on third parties.	July 28, 2022 [July 28, 2022]
(d)	Identification of Opening Expert Witnesses and general subject matter of expert testimony.	August 15, 2022 [August 8, 2022]
(e)	Deadline to serve final requests for production of documents and interrogatories (later requests permissible for good cause only).	August 15, 2022 [August 8, 2022]
(f)	Parties to substantially complete document productions. The Parties will undertake reasonable efforts to prioritize productions responsive to specific requests identified by opposing counsel on a rolling basis in advance of this date.	August 28, 2022 [August 24, 2022]
(g)	Exchange of privilege logs.	September 5, 2022 [August 31, 2022]
(h)	Exchange of Opening Expert Reports and production of all materials relied upon by Experts and not produced previously by the parties.	September 9, 2022 [September 2, 2022]
(i)	Parties to serve initial list of trial witnesses (including adverse and third-party witnesses).	September 9, 2022 [September 2, 2022]

(j)	Completion of fact discovery, including depositions (except for any fact discovery subject to a motion to compel or motion for protective order pending on this date).	September 29, 2022 [September 23, 2022]
(k)	Plaintiff's counsel to provide Defendants' counsel with a draft of the pre-trial order.	October 7, 2022 [September 30, 2022]
(l)	Identification of Rebuttal Expert Witnesses and general subject matter of rebuttal expert testimony.	September 13, 2022 [September 6, 2022]
(m)	Exchange of Rebuttal Expert Reports and production of all materials relied upon in Rebuttal Expert Reports and not produced previously by the parties.	September 23, 2022 [September 16, 2022]
(n)	Parties to identify any potential trial witnesses not previously deposed or scheduled for deposition and make such witnesses available for deposition.	September 23, 2022 [September 16, 2022]
(o)	Defendants' counsel to provide Plaintiff's counsel with a markup of the draft pre-trial order.	October 10, 2022 [October 3, 2022]
(p)	Completion of expert depositions.	October 7, 2022 [October 3, 2022]

(q)	Parties to serve final list of all trial witnesses. Any new witnesses identified on the final witness lists and not previously deposed shall be made available for deposition by the adverse party within seven (7) calendar days following identification of the witness.	September 29, 2022 [September 22, 2022]
(r)	Filing of motions in <i>limine</i> (if any).	October 11, 2022 [October 4, 2022]
(s)	Parties' joint submission of a pre-trial stipulation and proposed order, including identification of trial witnesses and a Joint Exhibit List.	October 12, 2022 [October 5, 2022]
(t)	Simultaneous filing of Pre-Trial Briefs, oppositions to motions in <i>limine</i>	October 13, 2022 [October 6, 2022]
(u)	Pre-trial conference.	October __, 2022
(v)	Trial.	October 17-21, 2022 [October 10-14, 2022]

2. The parties may amend the dates set forth in subparagraphs 1(a)-(s) of this Order by written agreement, without Court approval. All other deadlines, the pre-trial conference date, and the trial dates may be amended only by order of the Court.

3. The parties shall meet and confer promptly regarding a confidentiality agreement, search terms, custodians, the form of production of electronically stored information, the form and content of privilege logs, and arrangements for any discovery to be taken from the parties' agents and advisors.

4. Interrogatories shall be limited to a total of ten (10) interrogatories, including subparts, per side. The parties shall not be entitled to serve requests for admissions without leave of Court.

5. Responses and objections to requests for production and interrogatories requesting the identification of individuals, entities, or sources of information directed to the parties shall be due five (5) calendar days after service. Written responses and objections to all other interrogatories directed to the parties shall be due ten (10) calendar days after service.

6. In the event any party moves to compel or moves for a protective order, any opposition to such motion will be due by 11:59 p.m. on the third business day after the motion's filing, and any reply in support of such motion will be due by 11:59 p.m. one business day after the opposition's filing. The parties shall meet and confer before filing any such motion and shall work cooperatively in good faith to resolve discovery disputes without Court intervention whenever possible.

7. Production of documents shall commence on a rolling basis upon receipt of requests for production. The parties shall endeavor in good faith to

minimize the number of document requests served after July 28, 2022. The parties shall likewise endeavor in good faith to minimize the service of third-party discovery after July 28, 2022.

8. Prior to production, the parties shall use their best efforts to deduplicate any electronic material collected (including identical material transmitted between or among multiple custodians). All documents produced shall be produced in electronic form, in accordance with specifications agreed upon by the parties.

9. Subject to any other objections they may have, the parties will produce for deposition or appearance at trial officers, directors, or employees of their affiliates on reasonable notice and without the need for subpoena.

10. The parties will cooperate in good faith regarding arrangements for any discovery taken from a party's agents, advisors, or other third parties, including depositions.

11. The parties shall work together in good faith on the scheduling and location of depositions. To the extent that rolling document production may overlap with the commencement of depositions, the parties will endeavor to stagger the scheduling of depositions to allow custodians for whom document production has been substantially completed to be deposed before custodians for whom production has not been substantially completed. The parties will also endeavor to produce documents relating to any deposition witness reasonably before that witness is

deposed. The parties will not require a subpoena to produce for deposition, on reasonable notice, persons under their respective control, including their respective current directors, officers, employees, and experts and documents under the parties' control in the possession of such persons.

12. Any witness for trial identified pursuant to subparagraphs 1(n) and (q) who has not previously been deposed in this action shall be made promptly available for deposition. No witnesses shall be included on either party's final witness list who were not included on at least one party's initial witness list unless there is a good faith reason for including the new witness. Following the final identification of trial witnesses pursuant to subparagraph 1(q), a party may not designate additional witnesses for trial without leave of Court.

13. The parties shall work together to create a single set of trial exhibits and to cite to them in their pre-trial briefs.

IT IS SO ORDERED this ____ day of _____ 2022.

Chancellor Kathaleen St. J. McCormick