SEC Form 3 FORM 3

UNITED STATES SECURITIES AND EXCHANGE

COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Estimated average burden hours per response: 0.5

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

1. Name and Address of Reporting Person* <u>MICROSOFT CORP</u>	Requiring (Month/D	2. Date of Event Requiring Statement (Month/Day/Year) 10/13/2023 3. Issuer Name and Ticker or Trading Symbol PLAYSTUDIOS, Inc. [MYPS]								
(Last) (First) (Middle) ONE MICROSOFT WAY		025	4. Relationship of Repor Issuer (Check all applicable) Director	Person(s) to		5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing				
(Street) <u>REDMOND WA</u> 98052-63 (City) (State) (Zip)	 99 		Officer (give title below)		Other (below)		1`	(Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person		
Table I - Non-Derivative Securities Beneficially Owned										
1. Title of Security (Instr. 4)			2. Amount of Securities Beneficially Owned (Inst 4)			Direct Ownership (Instr. 5) ndirect				
Class A Common Stock			12,677,398		See Footnote ⁽¹⁾					
Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)										
1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Secur Underlying Derivative Secur (Instr. 4)		rity Cor or E		version vercise	5. Ownership Form: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)	
	Date Exercisable	Expiration Date	Title	Nui	iount or mber of ares	Price of Derivative Security		or Indirect (D) or Indirect (I) (Instr. 5)	3)	
Earnout Shares	(2)	(2)	Class A Common Stock	2,132,082 (2)			Ι	See Footnote ⁽¹⁾		

Explanation of Responses:

1. Shares held directly by Activision Publishing, Inc. On October 13, 2023, Microsoft Corporation acquired Activision Blizzard, Inc. pursuant to an Agreement and Plan of Merger dated as of January 18, 2022. Activision Publishing, Inc. is a wholly owned subsidiary of Activision Entertainment Holdings, Inc., and Activision Entertainment Holdings, Inc. and Activision Blizzard, Inc. may be deemed to beneficially own the securities held directly by Activision Publishing, Inc.

2. Activision Publishing, Inc. has the right to receive 2,132,082 shares of the Issuer's Class A Common Stock payable in two equal tranches ("Earnout Shares"), if (i) the closing price of the Issuer's Class A Common Stock exceeds \$12.50 and \$15.00 per share, respectively, for any 20 trading days within any 30-trading day period commencing on or after the 150th day from June 21, 2021 (the "Closing Date") or (ii) there is a sale of the Issuer at or above the relevant vesting metric. Earnout Shares expire if the relevant vesting metric is not met by the five-year anniversary of the Closing Date.

Remarks:

Reporting Person disclaims beneficial ownership of the securities except to the extent of Reporting Person's pecuniary interest therein, and, pursuant to Rule 16a-1(a)(4) under the Securities Exchange Act of 1934, the Reporting Person states that the inclusion of these securities in this report shall not be deemed an admission of beneficial ownership of all of the reported securities for purposes of Section 16 or for any other purpose.

 MICROSOFT

 CORPORATION, By: /s/

 Keith R. Dolliver, Name:

 Keith R. Dolliver, Title:

 Corporate Secretary

 *** Signature of Reporting Person

 Date

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

* If the form is filed by more than one reporting person, see Instruction 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.