



GRANTED

EFiled: Nov 02 2017 10:23AM EDT
Transaction ID 61310425
Case No. 2017-0652-JRS



IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

R3 HOLDCO LLC, a Delaware)
 limited liability company,)
)
 Plaintiff,)
)
 v.)
)
 RIPPLE LABS INC., a Delaware)
 corporation, and XRP II, LLC, a New)
 York limited liability company,)
)
 Defendants.)

C.A. No. 2017-0652-JRS

**[PROPOSED] ORDER GRANTING
DEFENDANTS' MOTION TO DISMISS**

The Court having considered all papers submitted in support of and in opposition to Defendants' Motion to Dismiss, or in the Alternative, to Stay (the "Motion") R3 Holdco LLC's Verified Complaint (the "Complaint"), having heard oral argument from the parties on October 13, 2017, and for the reasons stated in the Court's October 13, 2017 bench ruling,

IT IS HEREBY ORDERED, this _____ day of November 2017, that:

1. The Motion is GRANTED; and
2. The Complaint is dismissed because the Court lacks personal jurisdiction over Defendant XRP II, LLC ("XRP") and XRP is an indispensable party.

Vice Chancellor Joseph R. Slight III

This document constitutes a ruling of the court and should be treated as such.

Court: DE Court of Chancery Civil Action

Judge: Joseph Slights

File & Serve

Transaction ID: 61308756

Current Date: Nov 02, 2017

Case Number: 2017-0652-JRS

Case Name: CONF ORDER - R3 Holdco LLC v. Ripple Labs, Inc.

Court Authorizer: Slights, Joseph

/s/ **Judge Slights, Joseph**