



IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

ANTHONY AQUILA, an individual,

Plaintiff,

v.

SOLERA GLOBAL HOLDING CORP.,
a Delaware corporation, SOLERA
HOLDINGS, INC., a Delaware
corporation, and DOES 1 through 50,
inclusive,

Defendants.

C.A. No.

**PLAINTIFF'S MOTION FOR TEMPORARY RESTRAINING
ORDER AND PRELIMINARY INJUNCTION**

Pursuant to Court of Chancery Rule 65, Plaintiff Anthony Aquila ("Aquila") hereby requests entry of a temporary restraining order and preliminary injunction enjoining Defendants Solera Global Holding Corp. ("Solera Global") and Solera Holdings, Inc. ("Solera Holdings") ("Solera Global" and "Solera Holdings" hereinafter collectively referred to as "Solera") from repurchasing, exercising, or otherwise encumbering, Aquila's vested stock options relating to Solera Common Stock, which Aquila is entitled to exercise pursuant to: (1) the Stock Option Agreement dated March 4, 2016, (2) the 2016 Stock Option Plan between Aquila and Solera, and (3) the Separation Agreement between Aquila and Solera.

The grounds for this motion shall be set forth in greater detail in the brief accompanying this motion.

Dated: September 4, 2019

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TEMPORARY RESTRAINING ORDER

AND NOW, this ____ day of _____, 2019, the Court having considered Plaintiff Anthony Aquila's ("Plaintiff" or "Aquila") Motion for Temporary Restraining Order, Defendants' Opposition thereto, and good cause appearing,

IT IS HEREBY ORDERED AND DECREED that:

1. Plaintiff's Motion for Temporary Restraining Order is hereby GRANTED;

2. Defendants Solera Global Holding Corp. ("Solera Global") and Solera Holdings, Inc. ("Solera Holdings") ("Solera Global" and "Solera Holdings" hereinafter collectively referred to as "Solera") are hereby enjoined from

exercising the Repurchase Option under Section 2(k) of the March 4, 2016 Stock Option Agreement between Aquila and Summertime Holding Corp. (the “Stock Option Agreement”) or otherwise encumbering Aquila’s vested stock options relating to Solera’s Common Stock, which Aquila is entitled to exercise pursuant to (1) the Stock Option Agreement, (2) the 2016 Stock Option Plan, entered by and between Aquila and Solera, and (3) the Separation Agreement entered by and between Aquila and Solera.

3. The terms of this Temporary Restraining Order are without prejudice to Plaintiff’s right to seek additional and further relief in this action, including preliminary and/or permanent injunctive relief and damages.

Vice Chancellor