

COMMONWEALTH OF MASSACHUSETTS

SUFFOLK, S.S.

SUPERIOR COURT

Civil No. 24-1734-BLS1

**JOHN DWYER, & another<sup>1</sup>**  
**Plaintiffs**

vs.

**ALAN TREFLER, & others<sup>2</sup>**  
**Defendants**

**CONSOLIDATED WITH**  
**Civil No. 24-3076-BLS1**

**JAYNE BIRCH, & another<sup>3</sup>**  
**Plaintiffs**

vs.

**ALAN TREFLER, & others<sup>4</sup>**  
**Defendants**

**[PROPOSED] ORDER GRANTING PLAINTIFFS' MOTION FOR ATTORNEYS' FEES,  
EXPENSES, AND SERVICE AWARDS**

WHEREAS, the Settling Parties<sup>5</sup> have entered into a Stipulation of Settlement, dated February 9, 2026 (the "Stipulation"), that sets forth the terms and conditions of the settlement of the shareholder derivative actions captioned *Dwyer et al. v. Trefler et al.*, Civ. No. 24-1734-BLS1,

---

<sup>1</sup> Ray Gerber.

<sup>2</sup> Peter Gyenes, Richard Jones, Christopher Lafond, Dianne Ledingham, Sharon Rowlands, Larry Weber, Leon Trefler, Don Schuerman, Kerim Akgonul, and Benjamin Baril. Pegasystems Inc. is named as a nominal defendant.

<sup>3</sup> Robert Garfield.

<sup>4</sup> Peter Gyenes, Richard Jones, Christopher Lafond, Dianne Ledingham, Sharon Rowlands, Larry Weber, Leon Trefler, Don Schuerman, Kerim Akgonul, Benjamin Baril, and Kenneth Stillwell. Pegasystems Inc. is named as a nominal defendant.

<sup>5</sup> Capitalized terms not defined herein have the meanings set forth in the Stipulation.

pending in this Court (the “State Derivative Action”), and any appeals thereof; and *Larkin et al. v. Trefler et al.*, No. 1:25-cv-10303-WGY, pending in the U.S. District Court for the District of Massachusetts (the “Federal Derivative Action”), and together with the State Derivative Action, the “Actions”), and any appeals thereof, subject to the approval of this Court (the “Settlement”);

WHEREAS, by Order dated April 16, 2026 (the “Preliminary Approval Order”), this Court (a) preliminarily approved the proposed Settlement; (b) ordered that notice of the proposed Settlement be provided to Pegasystems Inc. (“Pegasystems” or the “Company”) stockholders; (c) provided Pegasystems stockholders with the opportunity to object to the proposed Settlement and Plaintiffs’ Counsel’s application for an award of attorneys’ fees and expenses, including any award payments (“Service Awards”) to Plaintiffs (the “Fee and Expense Application”); and (d) scheduled a hearing regarding final approval of the Settlement and the Fee and Expense Application;

WHEREAS, the Court conducted a hearing on \_\_\_\_\_, 2026 (the “Settlement Hearing”) to, among other things, determine whether the Fee and Expense Application should be approved; and

WHEREAS, the Court having heard and considered evidence in support of the Fee and Expense Application, including the Service Awards and good cause being shown;

NOW, THEREFORE, IT IS HEREBY ORDERED, ADJUDGED, AND DECREED, this \_\_\_ day of \_\_\_\_\_, 2026, as follows:

1. The Court has determined that the Fee and Expense Application, including the Service Awards, is fair and reasonable.
2. Plaintiffs’ Counsel are hereby awarded attorneys’ fees and expenses in the amount of \$\_\_\_\_\_ (the “Fee and Expense Award”).

3. The Fee and Expense Award shall be paid in accordance with the terms of the Stipulation.

4. The following Service Awards will be paid out of the Fee and Expense Award by Plaintiffs' Counsel:

- a. Service Award for State Plaintiff John Dwyer: \$ \_\_\_\_\_
- b. Service Award for State Plaintiff Ray Gerber: \$ \_\_\_\_\_
- c. Service Award for State Plaintiff Jayne Birch: \$ \_\_\_\_\_
- d. Service Award for State Plaintiff Robert Garfield: \$ \_\_\_\_\_
- e. Service Award for Federal Plaintiff Mary Larkin: \$ \_\_\_\_\_
- f. Service Award for Federal Plaintiff Dag Sagfors: \$ \_\_\_\_\_
- g. Service Award for Demanding Stockholder George Fielding Brenner: \$ \_\_\_\_\_

SO ORDERED this \_\_\_\_\_ day of \_\_\_\_\_, 2026.

\_\_\_\_\_

Honorable \_\_\_\_\_

Justice of the Superior Court