



GRANTED WITH MODIFICATIONS

EXHIBIT A

IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

DENA A. GILMORE, On Behalf of
Herself and All Others Similarly
Situated,

Plaintiff,

v.

MARK J. FOLEY,

Defendant.

C.A. No. 2025-1415-NAC

SEANE JONES, on behalf of himself
and similarly situated stockholders,

Plaintiff,

v.

MARK J. FOLEY,

Defendant.

C.A. No. 2026-0177-NAC

**[PROPOSED] SCHEDULING ORDER WITH RESPECT TO NOTICE AND
SETTLEMENT HEARING**

WHEREAS, two stockholder class actions are pending in this Court, entitled *Dena A. Gilmore v. Mark J. Foley*, C.A. No. 2025-1415 and *Seane Jones v. Mark J. Foley*, C.A. No. 2026-0177 (the “Actions”);

WHEREAS, a Stipulation and Agreement of Settlement, Compromise, and Release dated as of August 7, 2026 (the “Stipulation”) has been entered into by and among: (i) Plaintiffs Dena A. Gilmore and Seane Jones (“Plaintiffs”) and Defendant

Mark J. Foley (“Defendant,” and, together with Plaintiffs, the “Settling Parties”);
and

WHEREAS, the Stipulation provides for a settlement, subject to the approval of this Court, reached between Plaintiffs and Defendant and for dismissal of the Actions with prejudice as against Defendant and the release of all Released Claims against Defendant and Plaintiffs and all other and further Released Defendant’s Persons and Released Plaintiffs’ Persons upon the terms and conditions set forth in the Stipulation (the “Settlement”).

NOW, upon consent of the Settling Parties, after review and consideration of the Stipulation filed with the Court and the Exhibits attached thereto, and after due deliberation, IT IS HEREBY ORDERED, this _____ day of _____, 2026 that:

1. Except for terms defined herein, the Court adopts and incorporates the definitions in the Stipulation for purposes of this Order. The Court has jurisdiction over the subject matter of the Actions, and all matters relating to the Settlement of the Actions, as well as personal jurisdiction over the Settling Parties and each of the Class Members.

2. In accordance with the proposed “Class” definition in the Stipulation, for the purposes of the Settlement only, the Actions preliminarily shall be consolidated and maintained as a non-opt out class action under Delaware Court of

Chancery Rules 23(a), 23(b)(1), and 23(b)(2) on behalf of the following class (the “Class”):

All former holders, whether beneficial or of record (including as necessary for relief the legal representatives, heirs, successors-in-interest, transferees, and assignees of such holders), and solely in their capacities as such, of Revance common stock, as of the February 6, 2025 closing of the Merger who (i) received \$3.65 per share in cash in exchange for their shares of Revance common stock (“Merger Consideration”) and (ii) acquired their shares either (a) prior to February 29, 2024, or (b) between February 29, 2024 and February 6, 2025, but who are not eligible to receive compensation as to some or all of those shares pursuant to the Securities Action Settlement, but excluding (i) Defendant; (ii) Crown; (iii) any person who is, or was at the closing of the Merger, an officer or director of Revance or Crown; (iv) the immediate family members of any of the foregoing; (v) any trusts, estates, entities, or accounts that held Revance common stock for the benefit of any of the foregoing; (vi) the legal representatives, heirs, successors-in-interest, successors, transferees, and assigns of the persons or entities identified in clauses (i) through (v); and (vii) the holders of any shares of Revance common stock purchased or otherwise acquired during the period from February 29, 2024 through the close of the Transaction on February 6, 2025 that are eligible to receive compensation pursuant to the Securities Action Settlement, but only as to the shares that are eligible to receive compensation pursuant to the Securities Action Settlement, and any claims arising from the purchase, acquisition, or holding of such shares that are included in, released by, or otherwise subject to the Securities Action Settlement.

3. The Court preliminarily appoints Plaintiffs as class representatives for the Class and Monteverde & Associates PC and Kahn Swick & Foti, LLC as counsel for the Class.

4. For purposes of the Settlement only, the Court preliminarily finds that:

(a) the Class Members are so numerous that their joinder in the Actions would be impracticable; (b) there are questions of law and fact common to the Class; (c) the claims of Plaintiffs are typical of the claims of the Class; (d) in connection with the prosecution of the Actions and the Settlement, Plaintiffs and Plaintiffs' Counsel have and will fairly and adequately represent and protect the interests of the Class; (e) the prosecution of separate actions by individual Class Members would create a risk of inconsistent adjudications that would establish incompatible standards of conduct for Defendant, and, as a practical matter, the disposition of the Actions as against Defendant would influence the disposition of any pending or future identical suits, actions, or proceedings brought by other Class Members; and (f) Defendant is alleged to have acted or refused to act on grounds generally applicable to the Class, thereby making appropriate final injunctive relief or corresponding declaratory relief with respect to the Class as a whole.

5. A hearing (the "Settlement Hearing") will be held on _____, 2026, at __:__.m., either in person at the Court of Chancery of the State of Delaware, New Castle County, Leonard L. Williams Justice Center, 500 North King Street, Wilmington, Delaware 19801, or remotely by Zoom (in the discretion of the Court), to, among other things:

a. Determine whether the Actions may be finally consolidated and maintained as a non-opt out class action and whether the Class should be

finally certified, for purposes of the Settlement, pursuant to Court of Chancery Rules 23(a), 23(b)(1), and 23(b)(2);

b. Determine whether Plaintiffs may be finally appointed as representatives for the Class and Plaintiffs' Counsel finally appointed as counsel for the Class, and whether Plaintiffs and Plaintiffs' Counsel have adequately represented the interests of the Class in the Actions;

c. Determine whether the proposed Settlement on the terms and conditions provided for in the Stipulation is fair, reasonable, and adequate to the Class, and should be approved by the Court;

d. Determine whether a Judgment, substantially in the form attached as **Exhibit B** to the Stipulation, should be entered dismissing the Actions with prejudice as against Defendant;

e. Determine whether the proposed Plan of Allocation of the Net Settlement Fund is fair and reasonable, and should therefore be approved;

f. Determine whether Plaintiffs' Counsel's requested Fee and Expense Award should be approved;

g. Hear and rule on any objections to the Settlement, the proposed Plan of Allocation, and/or to Plaintiffs' Counsel's requested Fee and Expense Award; and

h. Consider any other matters that may properly be brought before the Court in connection with the Settlement.

6. The Court may adjourn and reconvene the Settlement Hearing, or any adjournment thereof, including the consideration of the application for attorneys' fees and expenses, without further notice to Class Members other than oral announcement at the Settlement Hearing or any adjournment thereof, or a notation on the docket in the Actions, and retains jurisdiction over the Settling Parties and the Class Members to consider all further applications arising out of or connected with the proposed Settlement.

7. The Court may decide to hold the Settlement Hearing remotely by Zoom without further notice to the Class. Any Class Member (or the Class Member's counsel) who wishes to appear at the Settlement Hearing should consult the Court's docket and/or the Settlement website for any change in the date, time, or format of the hearing.

8. The Court may approve the Settlement at or after the Settlement Hearing, according to the terms and conditions of the Stipulation, as it may be modified by the Settling Parties, without further notice to Class Members. The Court may approve the Plan of Allocation or a modified plan of allocation at or after the Settlement Hearing, without further notice to Class Members. Further, the Court may render its judgment and order the payment of attorneys' fees and expenses at or

after the Settlement Hearing, with such modifications as may be consented to by the Settling Parties and without further notice of any kind.

9. The Court approves RG/2 Claims Administration LLC as the Settlement Administrator to provide notice to the Class and administer the Settlement, including the allocation and distribution of the Settlement Fund.

10. The Court approves, in form and substance, the Notice of Pendency of Stockholder Class Actions and Proposed Settlement, Settlement Hearing, and Right to Appear attached as **Exhibit A-1** to the Stipulation (the “Notice”).

11. The Court approves, in form and substance, the Proof of Claim and Release Form attached as **Exhibit A-2** to the Stipulation (the “Proof of Claim”), and sets the deadline for its submission as ninety (90) days after the Settlement Hearing.

12. The Court approves, in form and substance, the Summary Notice of Pendency of Stockholder Class Actions and Proposed Settlement, Settlement Hearing, and Right to Appear attached as **Exhibit A-3** to the Stipulation (the “Summary Notice”).

13. The Court finds that the mailing of the Notice and publication of the Summary Notice in substantially the manner set forth in this Order constitutes the best notice practicable under the circumstances to all persons entitled to such notice of the Settlement Hearing and the proposed Settlement, and meets the requirements

of Delaware Court of Chancery Rule 23, the requirements of due process, and all other applicable law and rules.

14. Beginning not later than fifteen (15) business days from the date of entry of this Order (such date that is fifteen (15) business days after the date of entry of this Order, the “Notice Date”), the Settlement Administrator shall cause the Notice, substantially in the form attached as **Exhibit A-1** to the Stipulation, to be mailed by U.S. first-class mail, or other mail service if mailed outside the U.S., postage prepaid, to each potential Class Member who may be identified through reasonable effort at their last known address appearing in the stock transfer records maintained by or on behalf of Revance. All stockholders of record who held Revance common stock on behalf of beneficial owners and who receive the Notice shall be requested to either: (i) within seven (7) calendar days of receipt of the Notice, request from the Settlement Administrator sufficient copies of the Notice to forward to all such beneficial owners and within seven (7) calendar days of receipt of those Notices forward them to all such beneficial owners; or (ii) within seven (7) calendar days of receipt of the Notice, provide a list of the names, addresses, and, if available, email addresses of all such beneficial owners to the Settlement Administrator, in which event the Settlement Administrator shall promptly mail the Notice to such beneficial owners by email, if available or otherwise. The emails may be sent by the stockholder of record. Upon full compliance with this Order, such nominees may

seek reimbursement of their reasonable expenses actually incurred in complying with this Order by providing the Settlement Administrator with proper documentation supporting the expenses for which reimbursement is sought.

15. Not later than the Notice Date, the Settlement Administrator shall cause the Stipulation and the Notice to be posted on the Settlement website, www.rg2claims.com, from which copies of the Notice and Stipulation may be downloaded.

16. Not later than ten (10) business days after the Notice Date, the Settlement Administrator shall cause the Summary Notice to be published in *PR Newswire*.

17. All Notice and Administration Costs shall be paid in accordance with the Stipulation without further order of the Court.

18. Plaintiffs' Counsel is authorized and directed to prepare any tax returns and any other tax reporting form for or in respect to the Settlement Fund, to pay from the Settlement Fund any Taxes owed with respect to the Settlement Fund, and to otherwise perform all obligations with respect to Taxes and any reporting or filings in respect thereof without further order of the Court in a manner consistent with the provisions of the Stipulation.

19. At least ten (10) calendar days prior to the date of the Settlement Hearing, Plaintiffs shall file with the Court proof of mailing of the Notice and publication of the Summary Notice.

20. The contents of the Settlement Fund that will be held in the Escrow Account shall be deemed and considered to be *in custodia legis* of the Court, and shall remain subject to the exclusive jurisdiction of the Court, until such time as they shall be distributed pursuant to the Stipulation and/or further order(s) of the Court.

21. Unless the Court orders otherwise, any Class Member may enter an appearance in the Actions, at the Class Member's own expense, individually or through counsel of the Class Member's own choice, by filing with the Register in Chancery and delivering a notice of appearance to Plaintiffs' Counsel and Defendant's Counsel, at the addresses set forth in paragraph 22 below, such that it is received no later than fourteen (14) calendar days prior to the Settlement Hearing, or as the Court may otherwise direct. Any Class Member who does not enter an appearance will be represented by Plaintiffs' Counsel, and shall be deemed to have waived and forfeited any and all rights the Class Member may otherwise have to appear separately at the Settlement Hearing.

22. Any Class Member may file a written objection to the proposed Settlement, Plan of Allocation, and/or Plaintiffs' Counsel's requested Fee and Expense Award ("Objector"), if the Class Member has any cause why the proposed

Settlement, Plan of Allocation, and/or Fee and Expense Award should not be approved; provided, however, that, unless otherwise directed by the Court for good cause shown, no Objector shall be heard or entitled to contest the approval of the terms and conditions of the proposed Settlement, Plan of Allocation, and/or the Fee and Expense Award unless that Objector has filed a written objection with the Register in Chancery, Court of Chancery of the State of Delaware, New Castle County, Leonard L. Williams Justice Center, 500 North King Street, Wilmington, Delaware 19801, and served (electronically by File & ServeXpress, by hand, by first-class U.S. Mail, or by express service) copies of the objection upon each of the following counsel at the following addresses such that they are received no later than fourteen (14) calendar days prior to the Settlement Hearing, with copies also emailed to each counsel as set forth below:

MONTEVERDE & ASSOCIATES PC

Juan E. Monteverde
The Empire State Building
350 Fifth Avenue, Suite 4740
New York, NY 10118
Tel.: (212) 971-1341
jmonteverde@monteverdelaw.com

KAHN SWICK & FOTI, LLC

Michael J. Palestina
1100 Poydras Street, Suite 960
New Orleans, LA 70163
Tel.: (504) 455-1400
michael.palestina@ksfcounsel.com

**SKADDEN, ARPS, SLATE,
MEAGHER & FLOM LLP**

One Rodney Square
Jenness Parker
920 N. King St.
Wilmington, DE 19801
Tel.: (302) 651-3000
Jenness.Parker@skadden.com

Counsel for Defendant

Counsel for Plaintiffs and the putative Class

23. Counsel for the Settling Parties are directed to promptly furnish each other with copies of any and all objections that might come into their possession.

24. Any objections must: (i) identify the case name and civil action number, “*Dena A. Gilmore v. Mark J. Foley*, C.A. No. 2025-1415” and “*Seane Jones v. Mark J. Foley*, C.A. No. 2026-0177”; (ii) state the name, address, and telephone number of the Objector and, if represented by counsel, the name, address, and telephone number of the Objector’s counsel; (iii) be signed by the Objector; (iv) contain a specific, written statement of the objection(s) and the specific reason(s) for the objection(s), including any legal and evidentiary support the Objector wishes to bring to the Court’s attention, and, if the Objector has indicated that he, she, or it intends to appear at the Settlement Hearing, the identity of any witnesses the Objector may call to testify and any exhibits the Objector intends to introduce into evidence at the hearing; and (v) include documentation sufficient to prove that the Objector is a member of the Class (*i.e.*, (i) held shares of Revance common stock as of February 6, 2025, (ii) had their shares exchanged for the Merger Consideration, and (iii) acquired their shares either (a) prior to February 29, 2024, or (b) between February 29, 2024 and February 6, 2025, and will not receive compensation as to those shares pursuant to the Securities Action Settlement). Documentation establishing that an Objector is a member of the Class must consist of copies of

monthly brokerage account statements or an authorized statement from the Objector's broker containing the transactional and holding information found in an account statement.

25. Any person who fails to object in the manner described above shall be deemed to have waived the right to object (including any right of appeal) and shall be forever barred from raising such objection in the Actions or any other action or proceeding or otherwise contesting the Settlement, the Plan of Allocation, the Fee and Expense Award in the Actions or any other proceeding and will otherwise be bound by the Judgment to be entered and the releases to be given. Class Members who do not object need not appear at the Settlement Hearing or take any other action to indicate their approval.

26. At least twenty-eight (28) calendar days prior to the Settlement Hearing, Plaintiffs shall file any opening briefs in support of the proposed Settlement and Plan of Allocation, and Plaintiffs' Counsel shall file their application for a Fee and Expense Award, including any supporting affidavit(s). At least seven (7) calendar days prior to the date of the Settlement Hearing, the Settling Parties shall file any reply in response to any objections to the Settlement or the Plan of Allocation, and Plaintiffs' Counsel shall file any reply in response to any objections to their application for a Fee and Expense Award.

27. Pending final determination of whether the Settlement should be approved, the Court bars and enjoins Plaintiffs and all other Class Members from commencing, instituting, or prosecuting any proceedings asserting any of the Released Plaintiffs' Claims against any of Defendant or the Released Defendant's Persons.

28. The Court may, for good cause, extend any of the deadlines set forth in this Order without further notice to the Class.

29. The Court retains exclusive jurisdiction to consider all further applications arising out of or connected with the proposed Settlement.

Dated: _____

Vice Chancellor Nathan A. Cook

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

Court: DE Court of Chancery Civil Action

Judge: Multi-Case

File & Serve

Transaction ID: 80282914

Current Date: Sep 14, 2026

Case Number: Multi-Case

Case Name: Multi-Case

Court Authorizer: Nathan A Cook

Court Authorizer

Comments:

The Settlement Hearing will be held on December 17, 2026, at 11:00 a.m., at the Leonard L. Williams Justice Center in Wilmington, Delaware.

/s/ **Judge Nathan A Cook**