

**RESPONSIBILITY STATEMENT AND FORWARD-LOOKING STATEMENTS**

[REDACTED]

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[REDACTED]

### FORWARD-LOOKING STATEMENTS

This document contains forward-looking statements. All statements other than statements of historical fact are contained in this document, including, without limitation:

- (a) our ability to identify and negotiate a De-SPAC Transaction with a suitable De-SPAC Target;
- (b) our ability to announce and complete a De-SPAC Transaction within the targeted timeframe and the time limits required by the Listing Rules;
- (c) our expectations regarding the performance of the prospective De-SPAC Target and the Successor Company;
- (d) our success in retaining or recruiting, or changes required in, our officers, key employees or directors following a De-SPAC Transaction;
- (e) our officers and directors allocating their time to other businesses and potentially having conflicts of interest with our business or in approving a De-SPAC Transaction;
- (f) our potential ability to obtain additional financing (in addition to [REDACTED] from this [REDACTED]) from independent third party investors and other financing sources to complete a De-SPAC Transaction;
- (g) our pool of prospective De-SPAC Targets;
- (h) the ability of our officers and directors to generate potential De-SPAC Transaction opportunities;
- (i) the potential liquidity and [REDACTED] of the [REDACTED] Securities and securities of the Successor Company;
- (j) the lack of a market for our securities;

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- (k) our financial performance following this [REDACTED] (including after completion of any De-SPAC Transaction);
- (l) the discussions of our business strategies, objectives and expectations regarding our future operations, margins, profitability, liquidity and capital resources;
- (m) any statements concerning our ability to control costs or raise sufficient funding in a timely manner;
- (n) any statements concerning the nature of, and potential for, the future development of our business; and
- (o) any statements preceded by, followed by or that include words and expressions such as "expect", "believe", "plan", "intend", "estimate", "forecast", "project", "anticipate", "seek", "may", "will", "ought to", "would", "should" and "could" or similar words or statements, as they relate to the Company or our management, are forward-looking statements.

These statements are based on assumptions regarding our current expectations and beliefs concerning future developments and their potential effects on us. These forward-looking statements reflect our current views as to future events and are not a guarantee of our future performance. Forward-looking statements are subject to certain known and unknown risks, uncertainties and assumptions, including the risk factors described in the section headed "Risk Factors" of this document. Important factors that may cause our actual results, performance or achievements to be materially different from any future results, performance or achievements expressed or implied by these forward-looking statements include, among other things, the risk factors described in the section headed "Risk Factors" of this document.

Subject to the requirements of applicable laws, rules and regulations, we do not have any obligation, and undertake no obligation, to update or otherwise revise the forward-looking statements in this document, whether as a result of new information, future events or developments or otherwise. As a result of these and other risks, uncertainties and assumptions, the forward-looking events and circumstances discussed in this document might not occur in the way we expect or at all. Accordingly, you should not place undue reliance on any forward-looking information. All forward-looking statements contained in this document are qualified by reference to the cautionary statements set out in this section as well as the risks and uncertainties discussed in the section headed "Risk Factors" of this document.

In this document, statements of or references to our intentions or that of any of the Directors are made as of the date of this document. Any of these intentions may change in light of future developments.

[REDACTED]

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