

468 SPAC II SE
Société Européenne
Registered office: 9, rue de Bitbourg, L-1273 Luxembourg
R.C.S. Luxembourg B 257664
(the "**Company**")

Share Capital and Voting Rights

At the time of the convening the annual general meeting of shareholders of the Company (the "**Annual General Meeting**") to be held on 30 June 2023 at 2.00 pm CEST, followed immediately by the extraordinary general meeting of the shareholders of the Company (the "**Extraordinary General Meeting**") and together with the Annual General Meeting, the "**General Meetings**"), which is to be held on 30 June 2023 at 2.30 pm CEST on the premises of Arendt & Medernach SA at 41A, Avenue John F. Kennedy, L-2082 Luxembourg, Grand Duchy of Luxembourg, the Company's share capital is set at four hundred twenty thousand euro (EUR 420,000), represented by (i) two hundred sixty-two thousand five hundred (262,500) class B1 shares, (ii) one million four hundred eighty-seven thousand five hundred (1,487,500) class B2 shares, (iii) one million seven hundred fifty thousand (1,750,000) class B3 shares, (iv) one million seven hundred fifty thousand (1,750,000) class B4 shares and (v) twenty-one million (21,000,000) redeemable class A shares without nominal value, all of which are fully paid up.

Each share entitles the holder to one vote.