

## **USE OF PROCEEDS<sup>1</sup>**

We intend to use the gross proceeds we receive as a result of the Business Combination to cover the fees and expenses associated with consummating the Business Combination and, with respect to our group companies, in particular, Marley Spoon reinforcing our working capital buffer and strengthening our balance sheet, investments in our business, such as, among others, the acceleration of marketing expenses and providing strategic flexibility for new business lines and potential M&A opportunities.

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<sup>1</sup> Some of the defined terms used in this document are not defined within this document. Instead they may be defined in one of the other documents published on 468 SPAC II SE's website together with the convening notice for the extraordinary general meeting voting on the business combination between 468 SPAC II SE and Marley Spoon SE. If the document contains references to the Prospectus or refers to other sections not published, the information will be contained in the Prospectus once published, subject however to the approval by CSSF.