

## 468 SPAC II SE

**REDEMPTION NOTICE****IMPORTANT NOTES**

- 1** Please send this redemption notice no later than 28 June 2023 at 6.00 pm CEST
- 2** Please instruct your custodian or sub-custodian bank to contact [as\\_agm@bil.com](mailto:as_agm@bil.com) to organize the settlement and ensure that the settlement of the share transfer is executed prior to or on the date following the consummation of the business combination, only if you do not contemplate to follow the electronic procedure.

**NOTE:** The information requested in ANNEX 1 (*Account Instructions*) will only need to be provided by your custodian or sub-custodian bank to [as\\_agm@bil.com](mailto:as_agm@bil.com) if you do not contemplate to follow the electronic procedure.

**FROM:** If you are an individual, please indicate:

First name	<input type="text"/>
Family name	<input type="text"/>
Address	<input type="text"/>

**OR**

If you are a company, please indicate:

Corporate name	<input type="text"/>
Registered office or principal place of business	<input type="text"/>
Registration authority	<input type="text"/>
Registration number	<input type="text"/>

Please insert the following information of your Custodian Bank:

Bank name	<input type="text"/>
IBAN number	<input type="text"/>
Securities account number	<input type="text"/>

**TO:** 468 SPAC II SE,  
 c/o Banque Internationale à Luxembourg  
 S.A. as the “Centralizing Agent”  
 Attn: Agency Services Team (Desk 408D)  
 Address: 69, route d’Esch,  
 L-2953 Luxembourg  
 Tel: +352 4590 4597  
 Email: [as\\_agm@bil.com](mailto:as_agm@bil.com)

**DATE:**

Dear Sirs,

- This is a redemption notice (the “Redemption Notice”) in relation to the redemption of redeemable class A shares at the extraordinary general meeting of shareholders of 468 SPAC II SE (the “Company”) to be held on 30 June 2023 at 2.30 pm CET on the premises of Arendt & Medernach SA at 41A, Avenue John F. Kennedy, L-2082 Luxembourg, Grand Duchy of Luxembourg (the “EGM”).**

I am the holder of redeemable class A shares of the Company.

Terms defined in the articles of association shall have the same meaning in this Redemption Notice, unless given a different meaning herein.

- I hereby tender:**  redeemable class A shares (the “Shares”) for redemption

in accordance with article 9 of the articles of association of the Company and I acknowledge that my request for redemption will be considered nil and void if the relevant Shares are not blocked and/or received on the following account prior to or on 28 June 2023 at 6.00 pm CEST:

Account holder:	<b>468 SPAC II SE</b>
Account name:	<b>468 SPAC II SE</b>
Custodian Bank:	<b>Banque Internationale à Luxembourg S.A.</b>
BIL account number at Clearstream Luxembourg:	<b>11215</b>
BIC-Code:	<b>BILLULL</b>
Email:	<a href="mailto:as_agm@bil.com">as_agm@bil.com</a>

- I acknowledge and agree that the redemption price for each of the Shares**

shall amount to (a) the aggregate amount on deposit in the escrow account established with Joh. Berenberg, Gossler & Co. KG by 468 SPAC II Advisors GmbH & Co. KG, an affiliate of the Company, containing the proceeds from the private placement of the redeemable class A shares and class A warrants as well as the proceeds from the issuance of class B warrants (the “**Escrow Account**”), reduced by the portion of the subscription price of class B warrants on deposit in the Escrow Account, if any, that has not been used to cover negative interest on the Escrow Account divided by (b) the number of the then outstanding redeemable class A shares, subject to (i) the availability of sufficient amounts on the Escrow Account and (ii) sufficient distributable profits and reserves of the Company. The amounts held in the Escrow Account will be used notably to pay the redemption of the Shares and any pro rata (positive) interest on, or other income generated from investment of, any amounts deposited on the Escrow Account, after deduction of the deposit fees equal to 20 bps *per annum* and of taxes paid or, in the judgement of the account holder to be paid, on such interest or income.

- I acknowledge that I may withdraw this Redemption Notice**

in accordance with article 9.8 of the articles of association of the Company by delivering a withdrawal notice to the Company and/or Centralizing Agent by mail, e-mail or in any other form, and in particular by any other electronic means made available no later than on or prior to no later than 28 June 2023 at 6.00 pm CEST. In case I withdraw my redemption notice, any redeemable class A shares tendered for redemption will be de-blocked from my account or if already transferred, returned to me as soon as practicable and will not be redeemed.

Withdrawal notices provided on the website of the Company (<https://www.468spac2.com/>) may be used and if used, only signed withdrawal notices will be taken into account (including for the avoidance of doubt, signed pursuant to a valid, legal and binding power of attorney and/or duly signed electronically).

**5. In case the proposed business combination is not consummated or my request is invalid,**

I acknowledge that the Shares tendered for redemption will not be redeemed by the Company. In such case, please de-block and/or return any Shares tendered for redemption and transferred to the Company to the following account:

Account holder	<input type="text"/>
Account bank	<input type="text"/>
Securities account number	<input type="text"/>
BIC code	<input type="text"/>

**6. For the avoidance of doubt, I confirm that in case of conflicting Redemption Notices**

with respect to the Shares, the latest Redemption Notice received by the Company but no later than on 28 June 2023 at 6.00 pm CEST shall be taken into account.

**7. I acknowledge that to participate and vote at the EGM, I must register for the EGM separately.**

**SIGNATURES**

<b>Date of signature</b>	<input type="text"/>	← Use the format day/month/year
<b>Place of signature</b>	<input type="text"/>	← Write the name of the city and the country
<b>Signature</b>	<input type="text"/>	
<b>Name</b>	<input type="text"/>	← Name of a company or the First and Family name of a natural person
<b>Signed by</b>	<input type="text"/>	← If signed by a company, First and Family name of a natural person
<b>Title</b>	<input type="text"/>	← Title of the natural person

## ANNEX 1

## Account Instructions

You are recommended to contact your local bank to fill out this form, only if you do not contemplate to follow the electronic procedure

<b>Securities Account</b>	
<b>Beneficiary:</b>	Surname:
	First Name:
<b>Address of Beneficiary:</b>	Street:
	City:
	Country:
<b>Securities Account N° of Beneficiary with his/her local bank:</b>	
<b>Details of local bank:</b>	Name:
	Address:
	LEI code:
	BIC / SWIFT code:
<b>Contact for Settlement*</b>	Name:
	Mail:
	Phone:
<b>Contact for Relationship Manager*:</b>	Name:
	Mail:
	Phone:
<b>Euroclear Bank or Clearstream Luxembourg or Clearstream Frankfurt Account No.</b>	
<b>Remainder of this form only to be filled in if local bank does not keep an own account with Euroclear or Clearstream:</b>	
<b>(Sub-)Custodian of local bank:</b>	Bank name:
	Euroclear or Clearstream Account No.:
<b>Contact at local (Sub-)Custodian:</b>	Name:
	E-Mail:
	Phone:
	BIC / SWIFT code:

<b>Custodian of local (Sub)Custodian:</b>	Name:
<b>Account number of local (Sub-)Custodian with custodian:</b>	
<b>Account number of German custodian with Euroclear Bank or Clearstream Luxembourg or Clearstream Frankfurt:</b>	
<b>Contact at settlement department of custodian bank</b>	Name:
	E-Mail:
	Phone no.:
<b>SSI (Standard Settlement Instructions):</b>	