



Standby Equity Purchase Agreement (“SEPA”) Overview

November 2021

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Advantages of the Standby Equity Purchase Agreement (“SEPA”)

Provides flexible, innovative debt and equity growth capital to companies

Structure

- Issuer has the **right but not the obligation** to sell shares to the Fund in periodic drawdowns at its discretion

Management Control and Flexibility

- Issuer retains control of the amount and timing of each capital advance
- No price or volume restrictions to access capital, subject to certain conditions
- Quick access to capital without distractions and complications of traditional offerings (e.g., pre-deal road shows)

Dilution Management

- Issuer can raise more capital with fewer shares by taking advantage of higher valuations resulting in effective capital raising and less dilution

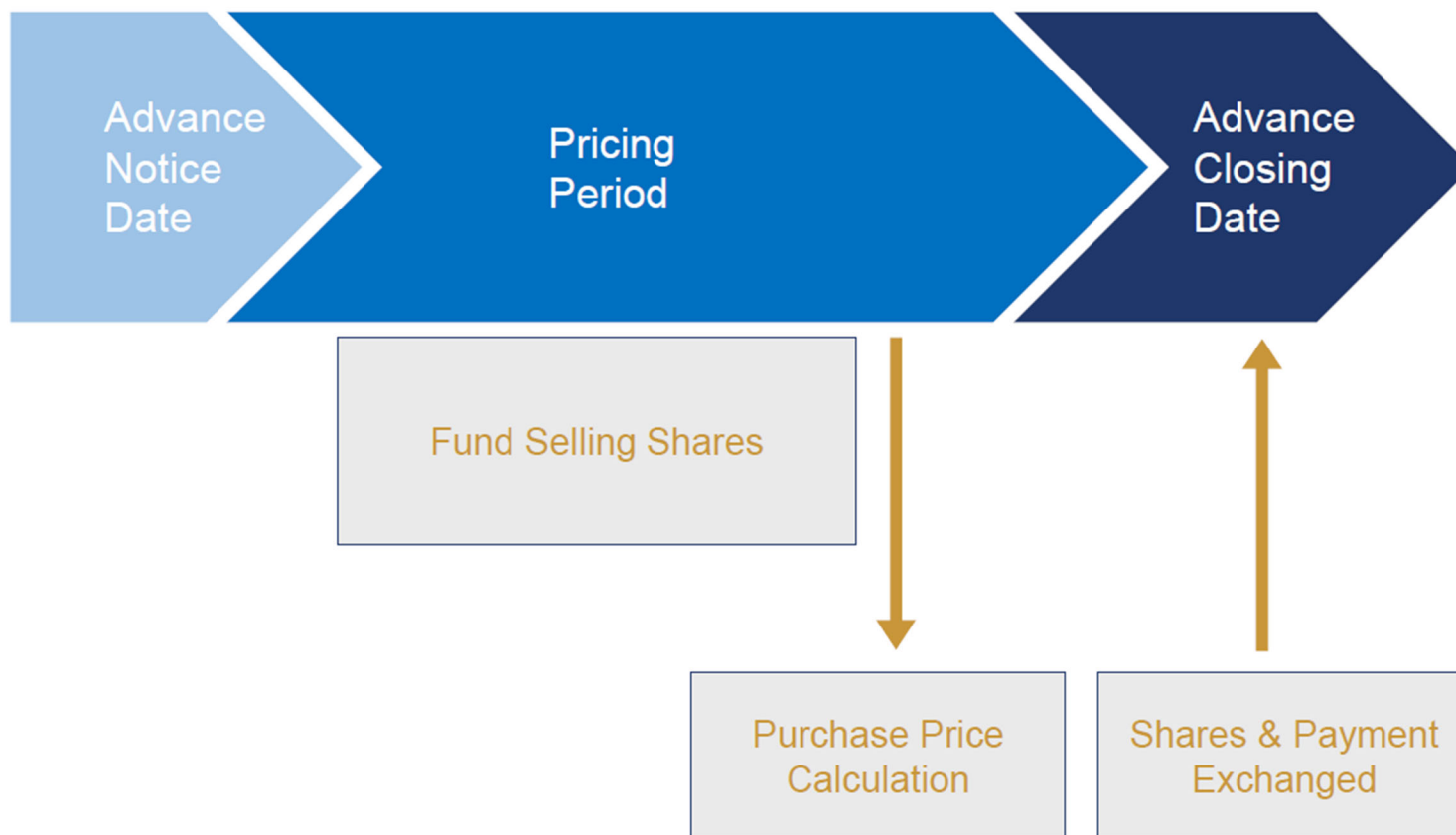
Cost of Capital

- Lower legal and compliance fees for one equity commitment transaction compared to multiple capital raises

Demonstrates Strength to the Market

- Used to further enhance credit and borrowing capacity
- Signals to the market that the issuer has long-term support of an institutional investor

Appendix: The SEPA Process



Appendix: Recent SEPA Investments



Lordstown Motors Corp (NASDAQ: RIDE)

July 2021, Commitment to purchase up to \$400M of the company's stock



Ideanomics Inc (NASDAQ: IDEX)

June 2021, Commitment to purchase up to 80.3M shares (approximately \$250M)* of company's stock

September 2020, Commitment to purchase \$150M of the company's stock

April 2020, Commitment to purchase \$50M of the company's stock



Ashford Hospitality Trust, Inc. (NYSE: AHT)

June 2021, Commitment to purchase up to 37.9M shares (approximately \$165M)* of the company's stock

January 2021, Commitment to purchase up to 13.7M shares (approximately \$40M)* of the company's stock



Braemar Hotels & Resorts (NYSE: BHR)

February 2021, Commitment to purchase up to 7.8M shares (approximately \$42M)* of the company's stock



The9 Limited (NASDAQ: NCTY)

August, 2021, Commitment to purchase \$100M of the company's stock

The selected investments presented do not include all investments made. This information is for discussion purposes only.

**Dollar amount of share denominated commitments are based on the stock price the date the transaction closed.*



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