



**CAJA DE
VALORES**

Comunicado N° 11281
Ref.: Oferta de Canje de
Romeo Power Inc.
Código CVSA: 95539
Código ISIN: US7761531083

Buenos Aires, 19 de septiembre de 2022

Sres. Depositantes

Tengo el agrado de dirigirme a Uds. a efectos de hacerles llegar la información que hemos recibido de la Central de Clearing del Exterior The Depository Trust Company (DTC) sobre la Oferta de Canje del título de la referencia.

Aquellos depositantes que deseen tomar acción al respecto, deberán hacerlo ingresando y autorizando sus instrucciones a través del sistema GIC (Gestión Integral de Custodia – GEDOP Externos) disponible en la siguiente dirección: <https://gic.sba.com.ar> (Menú Eventos Corporativos Internacionales), no más del 23 de septiembre de 2022, hasta las 17:30 hs., con el fin de que se proceda a enviar a la mencionada Central las instrucciones correspondientes.

Para mayor información al respecto, adjuntamos el reporte enviado por la Central arriba mencionada (Anexo I).

Ante cualquier consulta sobre el presente evento se podrán comunicar con el Agente de Información designado por el emisor:

+1 (855) 643-7453 / +1 (973) 873-7700

nkla@allianceadvisors.com

Por favor tenga en cuenta que tales títulos serán bloqueados en una cuenta de Caja de Valores hasta la finalización o cancelación del evento.

Cabe destacar que Caja de Valores S.A. trasladará a los señores depositantes los cargos que surjan de las gestiones relacionadas con el presente evento.

Caja de Valores S.A.

25 de Mayo 362, (C1002ABH) Bs. As. Argentina

Tel: (54 11) 4317 8900

www.cajadevalores.com.ar

Agente Depositario Central de Valores Negociables - Agente de Custodia, Registro y Pago, registrado bajo el N°19 de la CNV

F-90822.07



**CAJA DE
VALORES**

Señalamos que es de exclusiva responsabilidad de los Depositantes y de los tenedores de los títulos tomar o no acción al respecto; razón por la cual las condiciones del presente no podrán interpretarse como recomendaciones o sugerencias de Caja de Valores S.A. para participar en el evento.

Por cualquier duda o consulta podrán comunicarse con el Area Internacional al 4316-6000 Int. 8602.

Sin otro particular los saluda atentamente,

Walter Escudero

Gerente Ejecutivo de Custodia y Registro

JCM

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Record Detail Page - 133571750

00005610

⚠ This event is a Voluntary Reorganization and may require instructions to be input into a Voluntary Reorganization application available via PTS or PBS, which are outside of CA Web. For this event please utilize the PTOF / Voluntary Tenders and Exchanges - Instruction processor should you need to make an instruction.

Please refer to the Option level details to use the proper Contra CUSIP to place your instruction.

Questions regarding instruction processing should be directed to DTCC Client Support Telephone Hotline number 1 (888) 382-2721.

CUSIP: 776153108 | **Ticker:** RMO | **Issue Description:** ROMEO PWR INC + | **Issuer Description:** | **Asset Class:** Equity | **Asset Type:** Common Stock | **Event Group:** Reorganizations | **Event Type:** Exchange Offer | **Country of Incorporation:** US | **Processed at DTC:** Yes | **DTC Eligible:** Yes | **Declared Mandatory / Voluntary:** Voluntary | **DTC Mandatory / Voluntary:** Voluntary | **ISO Core M/V:** VOLU | **ISO Event Code:** EXOF

Workflow Status: Approved | **XBRL Indicator:** No

System Data

Event Details	Comments	Related Events	Entitlements	Security Position	Settlement Activity
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Event Details

Event Level			
<input checked="" type="checkbox"/> Instruction Messaging Eligibility Flag	Yes	<input checked="" type="checkbox"/> Cancelled Flag	No
DTC Processing			
<input checked="" type="checkbox"/> DTC Automated Offer Program	Online		
Other Data			
<input checked="" type="checkbox"/> Offeror Name	NIKOLA CORPORATION		
Options/Payouts			
Option 0 - NOAC No Action Complete Declared Default Option: Yes DTC Default Option: No Supported by DTC: No <input type="checkbox"/> Delete			
Summary - (Option 000)			
<input checked="" type="checkbox"/> Option Type	No Action	<input checked="" type="checkbox"/> Issuer Supported Flag	Yes
<input checked="" type="checkbox"/> Issuer Default Option Flag	Yes	<input checked="" type="checkbox"/> DTC Supported Flag	No
<input checked="" type="checkbox"/> DTC Default Option Flag	No		
Option 1 - SECU Securities Complete Declared Default Option: No DTC Default Option: No Supported by DTC: Yes <input type="checkbox"/> Delete			
<input checked="" type="checkbox"/> Full Conditional Flag	No	<input checked="" type="checkbox"/> Agent Approval Required	Y
<input checked="" type="checkbox"/> Agent Accept/Reject Ind	Y	<input checked="" type="checkbox"/> Agent Accept/Reject Date	Sep-02-2022
Summary - (Option 001)			

<input checked="" type="checkbox"/>	Option Type	Securities	<input checked="" type="checkbox"/>	Issuer Supported Flag	Yes
<input checked="" type="checkbox"/>	Issuer Default Option Flag	No	<input checked="" type="checkbox"/>	DTC Supported Flag	Yes 00005610
<input checked="" type="checkbox"/>	DTC Default Option Flag	No	<input checked="" type="checkbox"/>	Contra Cusip	776991200
<input checked="" type="checkbox"/>	Security Description (Contra CUSIP)	CONTRA ROMEO PWR INC + CUSIP)	<input checked="" type="checkbox"/>	Withdrawal Privilege Flag	Yes

Dates - (Option 001)

<input checked="" type="checkbox"/>	Actual Expiration Date	Sep-26-2022	<input checked="" type="checkbox"/>	Actual Expiration Time	11:59:59 PM NYC
<input checked="" type="checkbox"/>	Actual Withdrawal Expiration Date	Sep-26-2022	<input checked="" type="checkbox"/>	Actual Withdrawal Expiration Time	11:59:59 PM NYC
<input checked="" type="checkbox"/>	DTC Instruction Expiration Date	Sep-26-2022	<input checked="" type="checkbox"/>	DTC Instruction Expiration Time	06:00:00 PM EDT
<input checked="" type="checkbox"/>	DTC Instruction Start Date	Sep-02-2022	<input checked="" type="checkbox"/>	DTC Withdrawal Expiration Date	Sep-26-2022
<input checked="" type="checkbox"/>	DTC Withdrawal Expiration Time	06:00:00 PM EDT			

Other Data - (Option 001)

<input checked="" type="checkbox"/>	Proration Flag	No	<input checked="" type="checkbox"/>	Odd Lot Priority Flag	No
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Option Text - (Option 001)

<input checked="" type="checkbox"/>	Option Text	EXCHANGE 0.1186 OF SHRS PER COMMON STOCK
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Conditions - (Option 001)

<input checked="" type="checkbox"/>	Conditional Tenders Accepted Flag	No
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Agents

<u>Agent Type</u>	<u>Agent ID</u>	<u>Agent Name</u>	<u>Agent Address</u>
Information Agent	00002777	REORGANIZATION VOLUNTARY	SEE COMMENTS NEW YORK, NY 10041 US
Event Agent	00050226	CONTINENTAL STOCK TRANSFER AND TRUST COMPANY	1 STATE ST. - 30TH FLOOR NEW YORK, NY 10004 US

Vendor Records

DTCREORG

Raw Data

DTCREORG

Record Detail Page - 133571750

00005610

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Workflow Status: Approved | **XBRL Indicator:** No

System Data

Event Details	Comments	Related Events	Entitlements	Security Position	Settlement Activity
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Comments

External Comments

Date Added	Comments
Sep-02-2022 01:48:37 PM	<p>8/31/22: The telephone number for the information agent is: Stockholders Call Toll Free: 855-643-7453 Banks & Brokers Call Collect: (973) 873-7700 E-mail: nkla@allianceadvisors.com *</p> <p>Participants must obtain the prospectus/offer to exchange dated August 29, 2022, the related transmittal and Schedule 14D-9 for complete terms and conditions of the offer. *</p> <p>9/2/22: Nikola Corporation, a Delaware corporation, through its wholly owned subsidiary J Purchaser Corp., a Delaware corporation, is offering, upon the terms and subject to the conditions set forth in the document and in the accompanying letter of transmittal, to exchange for each outstanding share of common stock of Romeo Power, Inc., a Delaware corporation, par value of \$0.0001 per share, validly tendered and not validly withdrawn in the offer: 0.1186 of a share of Nikola common stock, \$0.0001 par value per share per share of Romeo common stock. *</p>

Sep-02-2022 01:48:37 PM	<p>No fractional shares of Nikola common stock shall be issued in connection with the offer, and no certificates or scrip for any such fractional shares shall be issued. Each holder of Romeo common stock will receive a number of shares of Nikola common stock equal to the total number of shares of Romeo common stock held by such holder multiplied by the exchange ratio, rounded down to the nearest whole number of shares of Nikola common stock.</p> <p>*</p> <p>The offer is being made pursuant to an Agreement and Plan of Merger and Reorganization (which is referred to as the "merger agreement"), dated as of July 30, 2022, by and among Nikola, the Offeror and Romeo. A copy of the merger agreement is attached to the document as Annex A.</p> <p>*</p> <p>No appraisal rights are available in connection with the offer or the merger.</p> <p>*</p> <p>Upon consummation of the merger, each Romeo share that has not been tendered and accepted for exchange in the offer, other than Romeo common stock owned</p>
Sep-02-2022 01:48:37 PM	<p>by Romeo, Nikola, the Offeror or any wholly owned subsidiary of Nikola or Romeo, will be converted in the merger into the right to receive the offer consideration. See "Merger Agreement-Exchange of Romeo Book-Entry Shares for the Merger Consideration" of the document.</p> <p>*</p> <p>The offer and withdrawal rights will expire at midnight, Eastern Time, at the end of September 26, 2022, unless extended or terminated.</p> <p>*</p> <p>Participants are advised that DTC's PTOP and PBS Tender platform will be open until 6:00 pm (NYC) for instruction on 09/26/22. DTC's RTOP and PBS Release Transaction platforms will also be available until 6:00 pm (NYC). Participants wishing to submit instructions after the DTC cutoff of 6:00 pm (NYC) on 09/26/22 must reach out directly to Continental StockTransfer, the agent, at the following email address: reorgmgnt@continentalstock.com, for direction on the instruction submission and inventory delivery.</p> <p>*</p>
Sep-02-2022 01:48:37 PM	<p>Participants should consult their tax advisor for complete details in reference to withholding taxes.</p> <p>*</p> <p>Please refer to CAID 133579961 for more information regarding the merger.</p>

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