

**IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE**

SHUHUAN YU, Individually and on Behalf of All Others Similarly Situated,	)	C.A. No. 2021-0932-NAC
	)	
Plaintiff,	)	
	)	
v.	)	
	)	
RMG SPONSOR, LLC, MKC INVESTMENTS LLC, ROBERT S. MANCINI, PHILIP KASSIN, D. JAMES CARPENTER, W. GRANT GREGORY, CRAIG BRODERICK, W. THADDEUS MILLER, and STEVEN P. BUFFONE,	)	
	)	
Defendants.	)	

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**PROOF OF CLAIM AND RELEASE**

**I. GENERAL INSTRUCTIONS**

1. To recover as a member of the Class based on your claims in the action entitled *Yu v. RMG Sponsor, LLC, et al.*, C.A. No. 2021-0932-NAC (the “Action”), you must complete and, on page 5 hereof, sign this Proof of Claim and Release. If you fail to submit a timely and properly addressed (as set forth in paragraph 3 below) Proof of Claim and Release, your claim may be rejected and you may be precluded from any recovery from the Net Settlement Fund created in connection with the proposed Settlement of the Action.

2. Submission of this Proof of Claim and Release, however, does not assure that you will share in the proceeds of the Settlement of the Action.

3. THE COURT-APPOINTED SETTLEMENT ADMINISTRATOR IN THIS CASE MUST RECEIVE YOUR COMPLETED AND SIGNED PROOF OF CLAIM AND RELEASE, ACCOMPANIED BY COPIES OF THE DOCUMENTS REQUESTED HEREIN, AT THE FOLLOWING ADDRESS OR WEBSITE:

*Romeo SPAC Stockholder Settlement*  
Settlement Administrator  
c/o Gilardi & Co. LLC  
P.O. Box 301170  
Los Angeles, CA 90030-1170  
Online submissions: [www.RomeoSPACStockholderSettlement.com](http://www.RomeoSPACStockholderSettlement.com)

YOUR PROOF OF CLAIM AND RELEASE MUST BE SUBMITTED ONLINE OR RECEIVED BY MAIL NO LATER THAN OCTOBER 30, 2024.<sup>1</sup>

If you are NOT a member of the Class, as defined in the Notice of Pendency and Proposed Settlement of Stockholder Class Action, Settlement Hearing, and Right to Appear (the “Notice”), DO NOT submit a Proof of Claim and Release.

4. If you are a member of the Class, you will be bound by the terms of any judgment entered in the Action, including the releases provided therein, WHETHER OR NOT YOU SUBMIT A PROOF OF CLAIM AND RELEASE.

**II. CLAIMANT IDENTIFICATION**

If you held RMG Acquisition Corp. (“RMG”) Class A common stock as of the close of the market on December 23, 2020, in your name, you are the beneficial holder as well as the record holder. If, however, you held RMG Class A common stock on the close of the market on December 23, 2020 that was registered in the name of a third party, such as a nominee or brokerage firm, you are the beneficial holder and the third party is the record holder.

Use Part I of this form entitled “Claimant Identification” to identify each holder of record (“nominee”), if different from the beneficial holder of the RMG Class A common stock which form the basis of this claim. THIS CLAIM MUST BE FILED BY THE ACTUAL BENEFICIAL HOLDER OR THE LEGAL REPRESENTATIVE OF SUCH HOLDER OF THE SHARES UPON WHICH THIS CLAIM IS BASED.

All joint holders must sign this claim. Executors, administrators, guardians, conservators, and trustees must complete and sign this claim on behalf of persons represented by them and their authority must accompany this claim and

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<sup>1</sup> Proof of Claim and Release forms that are legibly postmarked no later than October 30, 2024 will be treated as received on the postmark date. Please be advised that the U.S. Postal Service may not postmark mail which is not presented in person.

their titles or capacities must be stated. The last four digits of the Social Security Number (or full Taxpayer Identification Number) and telephone number of the beneficial holder may be used in verifying the claim. Failure to provide the foregoing information could delay verification of your claim or result in rejection of the claim.

If you are acting in a representative capacity on behalf of a member of the Class (for example, as an executor, administrator, trustee, or other representative), you must submit evidence of your current authority to act on behalf of that Class Member. Such evidence would include, for example, letters testamentary, letters of administration, or a copy of the trust documents.

**NOTICE REGARDING ELECTRONIC FILES:** Certain claimants with large numbers of transactions may request to, or may be requested to, submit information regarding their transactions in electronic files. All such claimants **MUST** also submit a manually signed paper Proof of Claim and Release listing all their transactions whether or not they also submit electronic copies. If you wish to submit your claim electronically, you must contact the Settlement Administrator at [edata@gilardi.com](mailto:edata@gilardi.com) to obtain the required file layout. Any file not in accordance with the required electronic filing format will be subject to rejection. Only one claim should be submitted for each separate legal entity and the complete name of the beneficial holder(s) of the securities must be entered where called for. Distribution payments must be made by check or electronic payment payable to the Authorized Claimant (beneficial account holder). The third-party filer shall not be the payee of any distribution payment check or electronic distribution payment. No electronic files will be considered to have been properly submitted unless the Settlement Administrator issues to the claimant a written acknowledgement of receipt and acceptance of electronically submitted data.

### **III. CLAIM FORM**

Use Part II of this form entitled “Schedule of Transactions in RMG Class A Common Stock or Romeo Power, Inc. Common Stock” to supply all required details of your holding(s), purchase(s), and sale(s) of RMG Class A common stock or Romeo Power, Inc. (“Romeo”) common stock. If you need more space or additional schedules, attach separate sheets giving all of the required information in substantially the same form. Sign and print or type your name on each additional sheet.

On the schedules, provide all of the requested information with respect to: (i) **all** of your shares of RMG Class A common stock held as of the close of the market on December 23, 2020; (ii) **all** of your purchases and sales of RMG Class A common stock or Romeo common stock between the close of the market on December 23, 2020 and the close of the market on October 14, 2022, whether such transactions resulted in a profit or a loss; and (iii) **all** of your shares of Romeo common stock exchanged for Nikola Corporation common stock on or around October 14, 2022. Failure to report all such transactions may result in the rejection of your claim.

List these transactions separately and in chronological order, by number of shares of RMG Class A common stock held at the close of the market on December 23, 2020, then by purchase and sale date for all shares of RMG Class A and Romeo common stock between the close of the market on December 23, 2020 and the close of the market on October 14, 2022, beginning with the earliest, and then by number of shares of Romeo common stock exchanged for Nikola Corporation common stock on or around October 14, 2022. You must accurately provide the month, day, and year of each transaction you list.

Copies of stockbroker confirmation slips, stockbroker statements, or other documents evidencing your holdings of RMG Class A common stock, purchases of RMG Class A common stock or Romeo common stock, and sales of RMG Class A common stock or Romeo common stock should be attached to your claim. If any such documents are not in your possession, please obtain a copy or equivalent documents from your broker, because these documents are necessary to prove and process your claim. Failure to provide this documentation could delay verification of your claim or result in rejection of your claim.

**PLEASE NOTE:** As set forth in the Plan of Allocation, each Authorized Claimant shall receive his, her, its, or their *pro rata* share of the Net Settlement Fund. If the prorated payment to any Authorized Claimant calculates to less than \$10.00, it will not be included in the calculation and no distribution will be made to that Authorized Claimant.

Official  
Office  
Use  
Only

COURT OF CHANCERY OF  
THE STATE OF DELAWARE  
*Yu v. RMG Sponsor, LLC, et al.,*  
C.A. No. 2021-0932-NAC  
**PROOF OF CLAIM AND RELEASE**

**Must Be Received No Later Than  
October 30, 2024**

# RMEO

Please Type or Print in the Boxes Below  
Must use Black or Blue Ink or your claim  
may be deemed deficient.

### PART I. CLAIMANT IDENTIFICATION

Last Name	M.I.	First Name		
Last Name (Co-Beneficial Owner)	M.I.	First Name (Co-Beneficial Owner)		
<input type="radio"/> IRA	<input type="radio"/> Joint Tenancy	<input type="radio"/> Employee	<input type="radio"/> Individual	<input type="radio"/> Other
Company Name (Beneficial Owner - If Claimant is not an Individual) or Custodian Name if an IRA				(specify)
Trustee/Asset Manager/Nominee/Record Owner's Name (If Different from Beneficial Owner Listed Above)				
Account#/Fund# (Not Necessary for Individual Filers)				

Last Four Digits of Social Security Number	or	Taxpayer Identification Number
Telephone Number (Primary Daytime)		Telephone Number (Alternate)
Email Address		

### MAILING INFORMATION

Address		
Address (cont.)		
City	State	ZIP Code
Foreign Province	Foreign Postal Code	Foreign Country Name/Abbreviation

FOR CLAIMS PROCESSING ONLY	OB	CB	<input type="radio"/> ATP <input type="radio"/> KE <input type="radio"/> ICI	<input type="radio"/> BE <input type="radio"/> DR <input type="radio"/> EM	<input type="radio"/> FL <input type="radio"/> ME <input type="radio"/> ND	<input type="radio"/> OP <input type="radio"/> RE <input type="radio"/> SH	MM / DD / YYYY	FOR CLAIMS PROCESSING ONLY
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**PART II. SCHEDULE OF TRANSACTIONS IN RMG CLASS A  
COMMON STOCK OR ROMEO POWER, INC. COMMON STOCK**

A. Number of shares of RMG Class A common stock held as of the close of the market on December 23, 2020: Proof Enclosed?  
 Y  N

B. Purchases of shares of RMG Class A common stock or Romeo Power, Inc. common stock between the close of the market on December 23, 2020 and the close of the market on October 14, 2022:

PURCHASES															
Trade Date(s) (List Chronologically)				Number of Shares Purchased	Total Purchase Price (Excluding commissions, taxes and fees)	Proof of Purchase Enclosed?									
M	M	D	D	Y	Y	Y	Y								
1.		/		/						\$					<input type="radio"/> Y <input type="radio"/> N
2.		/		/						\$					<input type="radio"/> Y <input type="radio"/> N
3.		/		/						\$					<input type="radio"/> Y <input type="radio"/> N
4.		/		/						\$					<input type="radio"/> Y <input type="radio"/> N
5.		/		/						\$					<input type="radio"/> Y <input type="radio"/> N

C. Sales of shares of RMG Class A common stock or Romeo Power, Inc. common stock between the close of the market on December 23, 2020 and the close of the market on October 14, 2022:

SALES															
Trade Date(s) (List Chronologically)				Number of Shares Sold	Total Sales Price (Excluding commissions, taxes and fees)	Proof of Sales Enclosed?									
M	M	D	D	Y	Y	Y	Y								
1.		/		/						\$					<input type="radio"/> Y <input type="radio"/> N
2.		/		/						\$					<input type="radio"/> Y <input type="radio"/> N
3.		/		/						\$					<input type="radio"/> Y <input type="radio"/> N
4.		/		/						\$					<input type="radio"/> Y <input type="radio"/> N
5.		/		/						\$					<input type="radio"/> Y <input type="radio"/> N

D. Number of shares of Romeo Power, Inc. common stock exchanged for Nikola Corporation common stock on or around October 14, 2022: Proof Enclosed?  
 Y  N

If you require additional space, attach extra schedules in the same format as above. Sign and print your name on each additional page.

**YOUR SIGNATURE ON PAGE 5 WILL CONSTITUTE YOUR ACKNOWLEDGMENT OF THE RELEASE.  
FAILURE TO SIGN THE RELEASE MAY RESULT IN A DELAY IN PROCESSING OR THE REJECTION OF YOUR CLAIM.**



**IV. SUBMISSION TO JURISDICTION OF COURT AND ACKNOWLEDGMENTS**

I (We) submit this Proof of Claim and Release under the terms of the Stipulation described in the Notice. I (We) also submit to the jurisdiction of the Court of Chancery for the State of Delaware with respect to my (our) claim as a Class Member and for purposes of enforcing the release set forth herein. I (We) further acknowledge that I am (we are) bound by and subject to the terms of any judgment that may be entered in the Action. I (We) agree to furnish additional information to the Settlement Administrator to support this claim if requested to do so. I (We) have not submitted any other claim in connection with the Action and know of no other person having done so on my (our) behalf.

**V. RELEASES**

1. I (We) hereby acknowledge full and complete satisfaction of, and do hereby fully, finally, and forever settle, release, and discharge from the Released Plaintiff's Claims each and all of the Released Defendant Parties as provided and defined in the Stipulation.

2. This release shall be of no force or effect unless and until the Court approves the Stipulation and the Settlement becomes effective on the Effective Date.

3. I (We) hereby warrant and represent that I (we) have not assigned or transferred or purported to assign or transfer, voluntarily or involuntarily, any matter released pursuant to this release or any other part or portion thereof.

4. I (We) hereby warrant and represent that I (we) have included information about all of my (our) holdings of RMG Class A common stock at the close of the market on December 23, 2020. In addition, I (we) have included information about all of my (our) purchases and sales of shares of RMG Class A common stock and Romeo common stock between the close of the market on December 23, 2020 and October 14, 2022, and, if applicable, the total number of shares of Romeo common stock exchanged for Nikola Corporation common stock on or around October 14, 2022.

I declare under penalty of perjury under the laws of the State of Delaware that the foregoing information supplied by the undersigned is true and correct.

Executed this \_\_\_\_\_ day of \_\_\_\_\_ in \_\_\_\_\_  
(Month/Year) (City/State/Country)

\_\_\_\_\_  
(Sign your name here)

\_\_\_\_\_  
(Sign your name here)

\_\_\_\_\_  
(Type or print your name here)

\_\_\_\_\_  
(Type or print your name here)

\_\_\_\_\_  
(Capacity of person(s) signing, e.g.,  
Beneficial Purchaser, Executor or Administrator)

\_\_\_\_\_  
(Capacity of person(s) signing, e.g.,  
Beneficial Purchaser, Executor or Administrator)

**ACCURATE CLAIMS PROCESSING TAKES A SIGNIFICANT AMOUNT OF TIME.  
THANK YOU FOR YOUR PATIENCE.**



Reminder Checklist:

1. Please sign the above release and acknowledgment.
2. Remember to attach copies of supporting documentation.
3. **Do not send** originals of certificates or other documentation as they will not be returned.
4. Keep a copy of your Proof of Claim and Release and all supporting documentation for your records.
5. If you desire an acknowledgment of receipt of your Proof of Claim and Release, please send it Certified Mail, Return Receipt Requested.
6. If you move after submitting this Proof of Claim and Release, please notify the Settlement Administrator of the change in your address, otherwise you may not receive additional notices or payment.
7. **Do not use red pen or highlighter** on the Proof of Claim and Release or supporting documentation. You must use black or blue ink or your claim may be deemed deficient.

**THIS PROOF OF CLAIM AND RELEASE MUST BE SUBMITTED ONLINE OR RECEIVED BY MAIL  
NO LATER THAN OCTOBER 30, 2024, ADDRESSED AS FOLLOWS:**

*Romeo SPAC Stockholder Settlement*  
Settlement Administrator  
c/o Gilardi & Co. LLC  
P.O. Box 301170  
Los Angeles, CA 90030-1170  
[www.RomeoSPACStockholderSettlement.com](http://www.RomeoSPACStockholderSettlement.com)

