



**IN THE GRAND COURT OF THE CAYMAN ISLANDS
FINANCIAL SERVICES DIVISION**

FSD NO. 0258 OF 2023 (MRHCJ)

**IN THE MATTER OF SECTION 131 OF THE COMPANIES ACT (2023 REVISION)
AND IN THE MATTER OF PIONEER MERGER CORP. (IN OFFICIAL LIQUIDATION)**

ORDER

UPON the application of the Joint Official Liquidators (the **JOLs**) of Pioneer Merger Corp. (in Official Liquidation) (the **Company**) by way of Summons dated 25 March 2024

AND UPON reading the Sixth Affidavit of Alexander Lawson dated 25 March 2024 and Exhibit AWL-5 thereto, and the Seventh Affidavit of Alexander Lawson dated 4 June 2024

AND UPON hearing from counsel for the JOLs

IT IS ORDERED that:

1. The Summons filed on 25 March 2024 is approved.
2. The Court sanctions:
 - (a) entry by the JOLs, on behalf of the Company, into the Stipulation and Agreement of Settlement, Compromise and Release dated 8 February 2024 (the **Settlement Agreement**);
 - (b) any steps taken by the JOLs required to bring the Settlement Agreement into effect, including effecting any payments or other actions as contemplated under the Settlement Agreement.
3. Subject to the terms of the Settlement Agreement:

- (a) the Company's Class B shareholders and former beneficial owners of Class A shares shall be liable for their own costs in respect of the Sanction Application; and
- (b) the costs of the JOLs in respect of the Sanction Application shall be paid out of the assets of the Company as an expense of the liquidation.

Dated the 7 day of June 2024



The Honourable Chief Justice Ramsay-Hale
JUDGE OF THE GRAND COURT