



**THE FOUNDATION  
FOR SECURE  
MARKETS®**

#54560

**Date:** May 07, 2024

**Subject:** Danimer Scientific, Inc. – Contingent Warrant Distribution  
Option Symbol: DNMR  
New Symbol: DNMR1  
Date: 05/10/2024

Danimer Scientific, Inc. (DNMR) has declared a Dividend Warrants distribution to DNMR Class A Common Shares Shareholders as described below. The proposed distribution is subject to and contingent upon the shareholders' approval on July 9, 2024.

**Warrants:** 1 Dividend Warrant will provide the right to purchase 1 Class A Common Share of Danimer Scientific, Inc. (DNMR)

**Price:** \$5.00 per DNMR share

**Distribution Ratio:** 1 transferable Warrant per every three Danimer Scientific, Inc. (DNMR) Class A Common Shares. Fractional warrants will be rounded down.

**Record Date:** May 13, 2024

**Expiration:** 5:00 p.m. on the first anniversary of the distribution date which is expected to be on or about July 12, 2024

**Agent:** To be determined

**Guaranty Period:** Unknown

Danimer Scientific, Inc. Dividend Warrants are anticipated to list and trade on the OTCQX market.

**Contract Adjustment**

**Effective Date:** May 10, 2024

**Option Symbol:** DNMR becomes DNMR1

**Strike Divisor:** 1

**Contract**

<b>Multiplier:</b>	1
<b>New Multiplier:</b>	100 (e.g., a premium of 1.50 yields \$150)
<b>New Deliverable Per Contract:</b>	<ol style="list-style-type: none"> <li>1) 100 Danimer Scientific, Inc. (DNMR) Class A Common Shares (subject to delayed settlement)</li> <li>2) 33 Danimer Scientific, Inc. Dividend Warrants (subject to delayed settlement)</li> </ol>

Note: The distribution is contingent upon shareholder approval of an increase in the number of DNMR shares. If the increase is not approved and dividend warrants are not distributed, no Dividend Warrants will be added to the deliverable of DNMR1 options.

<b>Settlement Allocation:</b>	DNMR: 95% Dividend Warrants: 5%
<b>CUSIPs:</b>	DNMR: 236272100 Dividend Warrants: TBD

THE ALLOCATION OF THE AGGREGATE STRIKE PRICE AMOUNT IS BEING PROVIDED SOLELY FOR THE PURPOSE OF THE INTERFACE BETWEEN OCC AND THE NATIONAL SECURITIES CLEARING CORPORATION (NSCC), AND IS NOT INTENDED TO BE USED FOR ANY OTHER PURPOSE, TRANSACTION OR CUSTOMER ACCOUNT STATEMENTS.

### Delayed Settlement

OCC will delay settlement of the DNMR and Dividend Warrant components of DNMR1 options until the contingency is met and the trading status of the warrants is determined.

NOTE: The Dividend Warrants are expected to expire at 5:00 p.m. on the first anniversary of the warrants distribution date. The warrant component, if any, of adjusted option DNMR1 will remain part of the DNMR1 deliverable until the warrants have expired. Once the expiration of the warrants has been confirmed, the warrants will be removed from the DNMR1 deliverable. This change to the deliverables is expected to be effective on or about July 14, 2025.

### Pricing

The underlying price of DNMR1 will be determined as follows:

$$\text{DNMR1} = \text{DNMR} + 0.33 \text{ (Dividend Warrants)}$$

### Further Contract Adjustment

When the Warrants expire, adjusted DNMR1 options will be further adjusted to no longer call for the delivery of the Warrants. **No adjustment will be made to the adjusted contracts to compensate for any in-the-money value the DNMR Warrants may have at the time of their expiration.**

### Exercise Considerations

The Dividend Warrants will include a provision that provides an additional one-half DNMR share of to holders ("Bonus Share Fraction") that exercise the Dividend Warrant prior to an expiration date, as described in the supplement to the DNMR Prospectus dated May 2, 2024. Call option holders who wish to exercise their adjusted options to obtain the Warrants for subsequent exercise, sale or other purposes

bear sole responsibility for determining when to exercise their options as well as complying with all terms and conditions of the Warrants Distribution applicable to Warrants exercise or delivery.

### **Delivery Settlement and Protect Provisions**

Option contracts which are exercised, and physically-settled security Futures contracts which mature, will require the settlement of all component securities included in the contract deliverable at the time of the option contract exercise, including rights, warrants, or similar instruments. Additional entitlements (such as due bills, eligibility to participate in tender offers, elections, etc.) may also automatically attach to securities deliverable upon option exercise. Conversely, exercised calls and or matured Futures contracts may be unable to realize the benefit of securities or entitlements **not** associated to the contract deliverable at the time of the option exercise or Option contract maturity.

Except in unusual cases, securities deliverable as a result of equity option exercises and or Option contract maturity are settled through National Securities Clearing Corporation (NSCC).

Rights and obligations of Members with respect to securities settling at NSCC as a result of an option exercise/assignment are governed by the rules of NSCC. NSCC has its own rules which enable purchasers of securities to protect themselves for value which may be lost if timely delivery is not made to them of securities subject to specific deadlines, such as the expiration of a tender offer, rights offering, election, or similar event. These rules are generally called protect or liability notice procedures, and are intended to protect purchasers by binding the delivering parties to liability if such value is lost because timely delivery is not effected. Purchasers of securities must observe the rules and procedures of NSCC to avail themselves of such protect provisions of NSCC. Questions regarding these provisions should be addressed to NSCC.

### **Special Risks**

#### **Call Holders/ Put Writers**

**As a result of the adjustment described above, the Warrants will be part of the adjusted DNMR1 options deliverable, but only until the Warrants expire, after which time they will be dropped from the deliverable of the option contract. When the Warrants expire and are dropped from the deliverable of the option contract, any value the Warrants may have had will no longer be associated with the option contract. *As a result, holders of in-the-money calls may be disadvantaged unless they exercise in sufficient time to obtain the Warrants. After the Warrants expire and are dropped from the deliverable of the option contract, holders of short put positions who are assigned will be required to purchase DNMR stock whose value may have been substantially diminished by the Warrants distribution.***

#### **Uncovered Short Obligations**

Holders of assigned calls or exercised puts, and holders of short positions in physically-settled security Futures at maturity who do not possess the underlying security at the time of assignment or exercise are subject to special risk. Suspension of trading of the underlying security, inability to borrow the security, or similar events may preclude the possibility of effecting timely delivery, thereby exposing persons with an obligation to deliver to liability if timely delivery is not effected (See Delivery Settlement and Protect Provisions above).

#### **Disclaimer**

This Information Memo provides an unofficial summary of the terms of corporate events affecting listed options or futures prepared for the convenience of market participants. OCC accepts no responsibility for the accuracy or completeness of the summary, particularly for information which may be relevant to investment decisions. Option or futures investors should independently ascertain and evaluate all information concerning this corporate event(s).

The determination to adjust options and the nature of any adjustment is made by OCC pursuant to OCC By-Laws, Article VI, Sections 11 and 11A. The determination to adjust futures and the nature of any adjustment is made by OCC pursuant to OCC By-Laws, Article XII, Sections 3, 4, or 4A, as applicable. For both options and futures, each adjustment decision is made on a case by case basis. Adjustment decisions are based on information available at the time and are subject to change as additional information becomes available or if there are material changes to the terms of the corporate event(s) occasioning the adjustment.

**ALL CLEARING MEMBERS ARE REQUESTED TO IMMEDIATELY ADVISE ALL BRANCH OFFICES AND CORRESPONDENTS ON THE ABOVE.**

For questions regarding this memo, please email the Investor Education team at [options@theocc.com](mailto:options@theocc.com). Clearing Member Firms of OCC may contact Member Services at 1-800-544-6091 or, within Canada, at 1-800-424-7320, or email [memberservices@theocc.com](mailto:memberservices@theocc.com).