

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**
Washington, D.C. 20549

FORM 8-K

**CURRENT REPORT
Pursuant to Section 13 or 15(d)
of the Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported): April 2, 2024

ATLANTIC COASTAL ACQUISITION CORP. II
(Exact name of registrant as specified in its charter)

Delaware
(State or Other Jurisdiction
of Incorporation)

001-41224
(Commission
File Number)

87-1013956
(I.R.S. Employer
Identification No.)

6 St Johns Lane, Floor 5
New York, NY
(Address of principal executive offices)

10013
(Zip Code)

(248) 890-7200
(Registrant's telephone number, including area code)

N/A
(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligations of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240-13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of Each Class	Trading Symbol(s)	Name of Each Exchange on Which Registered
Units, each consisting of one share of Series A common stock, \$0.0001 par value, and one-half of one redeemable warrant	ACABU	The Nasdaq Stock Market LLC
Shares of Series A common stock included as part of the units	ACAB	The Nasdaq Stock Market LLC
Warrants included as part of the units, each whole warrant exercisable for one share of Series A common stock at an exercise price of \$11.50	ACABW	The Nasdaq Stock Market LLC

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 7.01. Regulation FD Disclosure.

On April 2, 2024, Atlantic Coastal Acquisition Corp. II (“ACAB”) filed an amendment to its Registration Statement on Form S-4 with Securities and Exchange Commission (“SEC”) in connection with the previously announced proposed business combination with Abpro Corporation (the “Company”) (the “Business Combination”).

Furnished as Exhibit 99.1 hereto and incorporated into this Item 7.01 by reference is the revised investor presentation that ACAB and the Company have prepared for use in connection with the Business Combination. This is being furnished pursuant to Item 7.01 and will not be deemed to be filed for purposes of Section 18 of the Exchange Act of 1934 (the “Exchange Act”), or otherwise be subject to the liabilities of that section, nor will it be deemed to be incorporated by reference in any filing under the Securities Act of 1933 (the “Securities Act”) or the Exchange Act.

Important Information and Where to Find It

In connection with the Business Combination and the transactions contemplated thereby (the “Proposed Transactions”), ACAB has filed a Registration Statement on Form S-4, as amended, with the SEC (the “Registration Statement”), which includes the Proxy Statement to be distributed to holders of ACAB’s common stock in connection with ACAB’s solicitation of proxies for the vote by ACAB’s stockholders with respect to the Proposed Transactions and other matters as described in the Registration Statement, a prospectus relating to the offer of the securities to be issued to stockholders in connection with the Proposed Transactions. After the Registration Statement has been declared effective, ACAB will mail a definitive proxy statement/prospectus, when available, to its stockholders. Investors and security holders and other interested parties are urged to read the proxy statement/prospectus, any amendments thereto and any other documents filed with the SEC carefully and in their entirety when they become available because they will contain important information about ACAB, the Company and the Proposed Transactions. When available, investors and security holders may obtain free copies of the definitive proxy statement/prospectus and other documents filed with the SEC by ACAB through the website maintained by the SEC at <http://www.sec.gov>, or by directing a request to: Atlantic Coastal Acquisition Corp. II, 6 St Johns Lane, Floor 5 New York, NY 10013.

Participants in the Solicitation

ACAB and the Company and their respective directors and certain of their respective executive officers and other members of management and employees may be considered participants in the solicitation of proxies with respect to the Proposed Transactions. Information about the directors and executive officers of ACAB is set forth in its Annual Report on Form 10-K for the fiscal year ended December 30, 2023 and the Registration Statement. Additional information regarding the participants in the proxy solicitation and a description of their direct and indirect interests, by security holdings or otherwise, is included in the Registration Statement and other relevant materials filed, or to be filed, with the SEC regarding the Proposed Transactions. Stockholders, potential investors and other interested persons should read the Registration Statement carefully when it becomes available before making any voting or investment decisions. When available, these documents can be obtained free of charge from the sources indicated above.

No Offer or Solicitation

This Current Report on Form 8-K shall not constitute an offer to sell or the solicitation of an offer to buy any securities, nor shall there be any sale of securities in any jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such jurisdiction. No offering of securities shall be made except by means of a prospectus meeting the requirements of Section 10 of the Securities Act.

Forward-Looking Statements

This Current Report on Form 8-K includes certain statements that are not historical facts but are forward-looking statements for purposes of the safe harbor provisions under the United States Private Securities Litigation Reform Act of 1995. Forward-looking statements generally are accompanied by words such as “believe”, “project”, “expect”, “anticipate”, “estimate”, “intend”, “strategy”, “future”, “opportunity”, “plan”, “may”, “should”, “will”, “would”, “will be”, “will continue”, “will likely result” or similar expressions, that predict or indicate future events or trends or that are not statements of historical matters. These forward-looking statements include, but are not limited to, statements regarding estimates and forecasts of revenue and other financial and performance metrics and projections of market opportunity and expectations, ACAB’s ability to enter into definitive agreements or consummate a transaction with the Company; ACAB’s ability to obtain the financing necessary consummate the Proposed Transactions; and the expected timing of completion of the Proposed Transactions. These statements are based on various assumptions and on the current expectations of ACAB’s and the Company’s management and are not predictions of actual performance. These forward-looking statements are provided for illustrative purposes only and are not intended to serve as, and must not be relied on by any investor as, a guarantee, an assurance, a prediction or a definitive statement of fact or probability. Actual events and circumstances are difficult or impossible to predict and will differ from assumptions. Many actual events and circumstances are beyond the control of ACAB and the Company. These forward looking statements are subject to a number of risks and uncertainties, including general economic, financial, legal, political and business conditions and changes in domestic and foreign markets; the outcome of judicial proceedings to which the Company is, or may become a party; the inability of the parties to enter into definitive agreements or successfully or timely consummate the Proposed Transactions or to satisfy the other conditions to the closing of the Proposed Transactions, including the risk that any required regulatory approvals are not obtained, are delayed or are subject to unanticipated conditions that could adversely affect the combined company; the risk that the approval of the stockholders of ACAB for the Proposed Transactions is not obtained; failure to realize the anticipated benefits of the Proposed Transactions, including as a result of a delay in consummating the Proposed Transaction or difficulty in, or costs associated with, integrating the businesses of ACAB and the Company; the amount of redemption requests made by ACAB’s stockholders; the occurrence of events that may give rise to a right of one or both of ACAB and the Company to terminate the Business Combination Agreement; risks related to the rollout of the Company’s business and the timing of expected business milestones; the effects of competition on the Company’s future business; and those factors discussed in ACAB’s Registration Statement on Form S-1 filed with the SEC on January 18, 2022, Annual Report on Form 10-K for the fiscal year ended December 31, 2023 and the Registration Statement under the heading “Risk Factors,” and other documents of ACAB filed, or to be filed, with the SEC. If the risks materialize or assumptions prove incorrect, actual results could differ materially from the results implied by these forward-looking statements. There may be additional risks that neither ACAB nor the Company presently know or that ACAB and the Company currently believe are immaterial that could also cause actual results to differ from those contained in the forward-looking statements. In addition, forward-looking statements reflect ACAB’s and the Company’s expectations, plans or forecasts of future events and views as of the date of this Current Report on Form 8-K. ACAB and the Company anticipate that subsequent events and developments will cause their assessments to change. However, while ACAB and the Company may elect to update these forward-looking statements at some point in the future, ACAB and the Company specifically disclaim any obligation to do so. These forward-looking statements should not be relied upon as representing ACAB’s or the Company’s assessments as of any date subsequent to the date of this Current Report on Form 8-K. Accordingly, undue reliance should not be placed upon the forward-looking statements. Neither ACAB nor the Company gives any assurance that either ACAB or the Company, or the combined company, will achieve its objectives.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

<u>Exhibit No.</u>	<u>Description</u>
99.1	Form of Investor Presentation
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

ATLANTIC COASTAL ACQUISITION CORP. II

By: /s/ Shahaab Ahmad

Name: Shahaab Ahmad

Title: Chief Executive Officer

Dated: April 3, 2024



Corporate Presentation

April 2024

This presentation (this "Presentation") is provided for informational purposes only and has been prepared to assist interested parties in making their own evaluation with respect to a potential business combination between Abpro Corporation ("Abpro") and Atlantic Coastal Acquisition Corp. II ("ACAB") and related transactions (the "Proposed Business Combination") and for no other purpose.

No representations or warranties express or implied are given in or respect of this Presentation. To the fullest extent permitted by law in no circumstances will Abpro, ACAB or any of their respective subsidiaries stockholders affiliates representatives partners directors officers employees advisers or agents be responsible, or liable for any direct indirect or consequential loss or loss of profit arising from use of this Presentation its contents its omissions reliance on the information contained within it or on opinions communicated in relation thereto or otherwise arising in connection therewith. This Presentation does not purport to be all-inclusive or to contain all of the information that may be required to make a full analysis of Abpro or the Proposed Business Combination. Viewers of this Presentation should each make their own evaluation of Abpro and of the relevance and adequacy of the information and should make such other investigations as they deem necessary.

Forward-Looking Statements

This Presentation contains certain forward-looking statements within the meaning of the federal securities laws with respect to the Proposed Business Combination, including statements regarding the benefits of the Proposed Business Combination, the anticipated timing of the Proposed Business Combination, the products and services offered by Abpro and the markets in which it operates and Abpro's projected future results. These forward-looking statements generally are identified by the words "believe", "project", "expect", "anticipate", "estimate", "intend", "strategy", "future", "opportunity", "plan", "may", "should", "will", "would", "will be", "will continue", "will likely result" and similar expressions. Forward-looking statements are predictions, projections and other statements about future events that are based on current expectations and assumptions, and as a result, are subject to risks and uncertainties. Many factors could cause actual future events to differ materially from the forward-looking statements in this Presentation, including but not limited to: (i) the risk that the Proposed Business Combination may not be completed in a timely manner or at all, which may adversely affect the price of ACAB's securities; (ii) the risk that the Proposed Business Combination may not be completed by ACAB's business combination deadline and the potential failure to obtain an extension of the business combination deadline if sought by ACAB; (iii) the failure to satisfy the conditions to the consummation of the Proposed Business Combination, including the receipt of the requisite approvals of ACAB's and Abpro's stockholders, the satisfaction of the minimum trust account amount following redemptions by ACAB's public shareholders and the receipt of certain governmental and regulatory approvals; (iv) the lack of a third party valuation in determining whether or not to pursue the Proposed Business Combination; (v) the occurrence of any event change or other circumstance, that could give rise to the termination of the agreement and plan of merger; (vi) the effect of the announcement or pendency of the Proposed Business Combination on Abpro's business relationships, performance and business generally; (vii) risks that the Proposed Business Combination disrupts current plans of Abpro and potential difficulties in Abpro's employee retention as a result of the Proposed Business Combination; (viii) the outcome of any legal proceedings that may be instituted against Abpro or against ACAB related to the agreement and plan of merger or the Proposed Business Combination; (ix) the ability to maintain the listing of ACAB's securities on The Nasdaq Stock Market LLC; (x) the price of ACAB's securities may be volatile due to a variety of factors including changes in the competitive and regulated industries in which Abpro plans to operate, variations in performance across competitors, changes in laws and regulations affecting Abpro's business and changes in the combined capital structure; (xi) the ability to implement business plans forecasts and other expectations, after the completion of the Proposed Business Combination and identify and realize additional opportunities; (xii) the enforceability of Abpro's intellectual property rights including its copyrights patents trademarks and trade secrets and the potential infringement on the intellectual property rights of others; (xiii) risks related to Abpro's ability to achieve and maintain profitability and generate cash; (xiv) costs related to the Proposed Business Combination and the failure to realize anticipated benefits of the Proposed Business Combination or to realize estimated pro forma results and underlying assumptions, including with respect to estimated stockholder redemptions; (xv) the potential inability of Abpro to manage growth effectively; (xvi) Abpro's dependence on senior management and other key employees; (xvii) risks related to general economic conditions, including demand, interest rates, inflation, supply chains and the effect of the conflicts in Ukraine and the Middle East; (xviii) cyberattacks on ACAB's or Abpro's information technology systems; (xix) the ability to attract and retain staff with the skills and expertise needed; (xx) increases in the cost of labor and research and development; (xxi) the effects of natural disasters, adverse weather conditions or public health crises; geopolitical, economic and climate- or weather-related risks in regions with a significant concentration of Abpro's operations; (xxii) the inability to successfully bring Abpro's products to market (including obtaining regulatory approval); and (xxiii) the early termination of any of Abpro's existing agreements to develop its products; (xxiv) the acceptance and efficacy of Abpro's products; (xxv) damage to Abpro's reputation through the actions or inactions of third parties; investigative or legal actions. The foregoing list of factors is not exhaustive. You should carefully consider the foregoing factors and the other risks and uncertainties described in the "Risk Factors" section of ACAB's Registration Statement on Form S-1 filed on December 2, 2021 (as amended), ACAB's Annual Report on Form 10-K for the year ended December 31, 2022, ACAB's Quarterly Reports on Form 10-Q for the quarters ended March 31, 2023, June 30, 2023 and September 30, 2023, the Registration Statement (as defined below) and the proxy statement/prospectus to be contained therein and the other documents filed by ACAB from time to time with the U.S. Securities and Exchange Commission (the "SEC"). These filings identify and address other important risks and uncertainties that could cause actual events and results to differ materially from those contained in the forward-looking statements. Forward-looking statements speak only as of the date they are made. Readers are cautioned not to put undue reliance on forward-looking statements and Abpro and ACAB assume no obligation and do not intend to update or revise these forward-looking statements, whether as a result of new information, future events, or otherwise. Neither Abpro nor ACAB gives any assurance that either Abpro or ACAB respectively will achieve its expectations.

Additional Information and Where to Find It

This document relates to the Proposed Business Combination between Abpro and ACAB. ACAB filed a registration statement on Form S-4 relating to the Proposed Business Combination (the "Registration Statement") which will include a proxy statement/prospectus of ACAB. The proxy Statement/prospectus will be sent to all ACAB and Abpro stockholders. ACAB will also file other documents regarding the Proposed Business Combination with the SEC. Before making any voting decision, investors and security holders of ACAB and Abpro are urged to read the Registration Statement, the proxy statement/prospectus contained therein, and all other relevant documents filed or that will be filed with the SEC in connection with the Proposed Business Combination as they become available because they will contain important information about the Proposed Business Combination. Investors and security holders will be able to obtain free copies of the proxy Statement/prospectus and all other relevant documents filed or that will be filed with the SEC by ACAB through the website maintained by the SEC at www.sec.gov. In addition, the documents filed by ACAB may be obtained free of charge by written request to ACAB at Atlantic Coastal Acquisition Corp. II, 6 St. Johns Lane, Floor 5, New York, New York, 10013.

Participants in Solicitation

ACAB and Abpro and their respective directors and officers may be deemed to be participants in the solicitation of proxies from ACAB's stockholders in connection with the Proposed Business Combination. Information about ACAB's directors and executive officers and their ownership of ACAB's securities is set forth in ACAB's filings with the SEC, including ACAB's Registration Statement on Form S-1 filed with the SEC on December 2, 2021. To the extent that holdings of ACAB's securities have changed since the amounts printed in ACAB's Registration Statement on Form S-1, such changes have been or will be reflected on Statements of Change in Ownership on Form 4 filed with the SEC. Additional information regarding the interests of those persons and other persons who may be deemed participants in the Proposed Business Combination may be obtained by reading the proxy Statement/prospectus regarding the Proposed Business Combination when it becomes available. You may obtain free copies of these documents as described in the preceding paragraph.

Industry and Market Data

This presentation has been prepared by Abpro and ACAB and includes market data and other statistical information from sources believed by Abpro and ACAB to be reliable, including independent industry publications, governmental publications or other published independent sources. Some data is also based on the good faith estimates of Abpro or ACAB, which in each case are derived from its review of internal sources as well as the independent sources described above. Although Abpro and ACAB believe these sources are reliable, Abpro and ACAB have not independently verified the information and cannot guarantee its accuracy and completeness.

Financial Information; Non-GAAP Financial Measures

The financial information and data contained in this Presentation is unaudited and does not conform to Regulation S-X. Accordingly, such information and data may not be included in, may be adjusted in or may be presented differently in the Registration Statement to be filed by ACAB with the SEC and the proxy Statement/prospectus contained therein. Certain measures in this presentation do not have any standardized meaning as prescribed by Generally Accepted Accounting Principles ("GAAP") in the United States and, therefore, are considered non-GAAP measures. These measures may not be comparable to similar measures presented by other companies and should not be viewed as a substitute for measures reported under U.S. GAAP. These measures are commonly used by Abpro and ACAB to provide shareholders and potential investors with additional information regarding Abpro's or ACAB's liquidity and their ability to finance their operations. You should review Abpro's audited financial statements, which will be included in the Registration Statement.

Please see the Appendix for the accompanying non-GAAP reconciliations.

No Offer or Solicitation

This Presentation shall not constitute an offer to sell or the solicitation of an offer to buy any securities, nor shall there be any sale of securities in any jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such jurisdiction. No offering of securities shall be made except by means of a prospectus meeting the requirements of the U.S. Securities Act of 1933, as amended.

Use of Projections

This Presentation contains projected financial information with respect to Abpro and ACAB. Such projected financial information constitutes forward-looking information, and is for illustrative purposes only and should not be relied upon as necessarily being indicative of future results. The assumptions and estimates underlying such financial forecast information are inherently uncertain and are subject to a wide variety of significant business, economic, competitive and other risks and uncertainties. See "Forward-Looking Statements" above. Actual results may differ materially from the results contemplated by the financial forecast information contained in this Presentation, and the inclusion of such information in this Presentation should not be regarded as a representation by any person that the results reflected in such forecasts are achieved.

Trademarks

Solely for convenience, the trademarks, trade names and service marks may appear in this presentation without the ® and ™ symbols, but any such references are not intended to indicate, in any way, that we forgo or will not assert, to the fullest extent under applicable law, our rights or the rights of the applicable licensors to these trademarks, trade names and service marks. All trademarks, trade names and service marks appearing in this presentation are the property of their respective owners.

Table of Contents

- 1 Transaction Overview
- 2 Investment Highlights
- 3 Experienced Team
- 4 Pipeline and Technology Platforms
- 5 Lead Candidates
- 6 Additional Pipeline Candidates
- 7 Program Development Timeline
- 8 Appendix

Key Presenters



Shahraab Ahmad

CEO
Atlantic Coastal Acquisition
Corp. II (ACAB)



Ian Chan

CEO & Co-Founder
Abpro Corporation



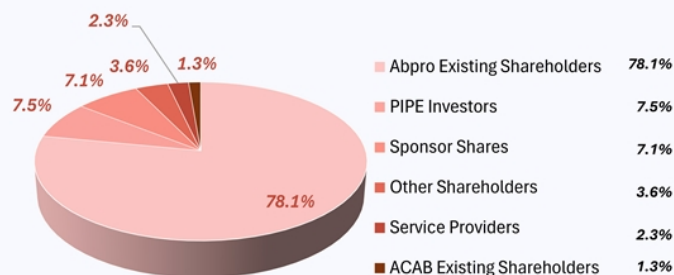
Miles Suk

Board Member
Abpro Corporation

Atlantic Coastal Acquisition Corp. II (NASDAQ: ACAB) plans to conduct a business combination with Abpro Corporation ("Abpro") at a purchase price of approximately \$500 million

- Transaction expected to be funded through a combination of \$37.6 million PIPE financing and an estimated \$7.2 million ACAB cash in trust
- 100% equity rollover by Abpro shareholders, representing an expected ~78% of the Pro Forma Equity Value
- Net proceeds are expected to fund operations of Abpro, including R&D efforts and clinical development of two lead programs
- Targeted transaction close is expected Q2 2024, subject to customary closing conditions and approvals

Illustrative Pro Forma Ownership



Pro Forma Valuation at Close

(USD millions, except for share data)

Pro-Forma Shares Outstanding	49.8m
Share Price	\$10.00
Pro-Forma Equity Value	\$498.1
(-) Cash to Balance Sheet	\$38.8
Pro-Forma Enterprise Value	\$459.3

Sources & Uses

Sources (USD millions)

Abpro Equity Rollover	\$388.8
Cash in Trust	\$7.2
PIPE Financing	\$37.6
Total Sources	\$433.6

Uses (USD millions)

Abpro Equity Rollover	\$388.8
Cash to Balance Sheet	\$38.8
Estimated Transaction Fees	\$6.0
Total Uses	\$433.6

Proprietary Antibody Platform

- Antibody Discovery: DiversImmune®
- Antibody Engineering: MultiMab™

Robust Therapeutic Pipeline of Next Generation Candidates

Candidate

- ABP-102(HER2/CD3)
- ABP-201(VEGF/ANG2)
- ABP-110(GPC3/CD3)
- ABP-150(Claudin18.2/CD3)

Indication

- Breast and gastric cancer
- Wet AMD and DME
- Liver cancer
- Gastric cancer

Development & Commercialization Partnerships Established

- Celltrion, Inc. (KRX: 068270)
 - Fully funding development of ABP-102
 - Up to \$1.75B in total payments to Abpro
- Abpro Bio¹
- Nanjing Chia -Tai Tianqing Pharmaceutical

Experienced Leadership Team and World Class Boards

- Industry leaders with wealth of experience from top industry organizations
- Team with extensive biotechnology experience

¹ Abpro Bio Co. Ltd (KOSDAQ: 195990), through its subsidiary Abpro Bio International, Inc.,

Experienced Leadership Team



Ian Chan, MBA
CEO, Co-founder

Brown AB; Harvard MBA



Eugene Chan, MD
Chairman, Co-founder

Harvard AB; Harvard MD



Robert Markelewicz, MD
Chief Medical Officer

Brown ScB, MMSc, MD



Christian Zapf, JD, MBA
SVP of Corporate Development
& General Counsel

Cambridge AB; Columbia JD;
INSEAD MBA



Richard Mitrano
SVP of Finance

Bentley ScB



Atlantic Coastal Management Team



Shahraab Ahmad
Chairman, CEO



Burt Jordan
President



Jason Chryssicas
CFO



Tony Eisenberg
CSO

J.P.Morgan



CANTOR
Pitigerald

palo
santo

DECCA CAPITAL



Goldman
Sachs



ARCHER



EY

ARCTARIS
IMPACT INVESTORS



Robert Langer, PhD¹

David H. Koch Institute Professor, MIT;
Founder of Moderna, BIND,
Momenta, AIR, others



Laurie Glimcher, MD²

President and CEO,
Dana-Farber Cancer Institute



Ron Levy, MD²

Professor and Chief,
Division of Oncology,
Stanford School of Medicine



George Tsokos, MD²

Professor of Medicine,
Beth Israel Deaconess
Medical Center



Shiv Pillai, PhD²

Professor of Medicine, Harvard
Medical School and Massachusetts
General Hospital



Steven Schnittman, MD, PhD²

Infectious Disease Specialist;
Ex-NIH/Chief HIV Division;
Ex-VP BMS

¹ Board of Directors member
² Scientific Advisory Board member

Pipeline with Next Generation Candidates

INDICATION	PROGRAM	TARGET	PRECLINICAL	IND-ENABLING	PHASE 1	PHASE 2	PHASE 3	TOTAL ADDRESSABLE MARKET
DME/Wet AMD	ABP-201	Anti-VEGF/ANG2						\$10.4 Billion ¹
Breast, Gastric Cancer	ABP-102	Anti-HER2/CD3						\$12.1 Billion ²
Liver Cancer	ABP-110	Anti-GPC3/CD3						\$12.9 Billion ³
Gastric Cancer	ABP-150	Anti-CLAUDIN18.2/CD3						\$13.11 Billion ⁴

¹ Prescient and Strategic Intelligence, Wet Age-Related Macular Degeneration Market Overview, March 2019.

² Research and Markets, Global HER2+ Breast Cancer Market Will Expand to 12.1 Billion in 2030, September 21, 2021.

³ SNS Insider, Liver Cancer Therapeutics Market to Surpass USD 12,910.02 Million by 2030 Driven by Rising Incidence of Liver Cancer and Advancements in Early Diagnosis, October 25, 2023.

⁴ Data Bridge Market Research, Global Gastric Cancer Market - Industry Trends and Forecast to 2029, September 2022.



TECHNOLOGY PLATFORM

Diversimmune® Discovery Platform

Creates antibody therapies against traditionally difficult targets

Validated by global pharma and research institutions

Proven in **300+** campaigns during early years of development

GSK

Key role in SAP program via platform for GSK SAP amyloid program in Phase 2

Preclinical results published in:

nature

 **THE NEW ENGLAND JOURNAL of MEDICINE**

Immunization



Optimization



Diversification



Features:

13

- **Rapid Generation**

Proprietary antibody discovery platform that seeks to swiftly produce a diverse array of antibodies

- **Target Variety**

Targets both clinically validated and novel targets

- **Overcoming Challenges**

Targets traditionally difficult-to-access antigens

- **Drug-Like Properties**

Seeks to ensure generated antibodies possess characteristics conducive to therapeutic development

- **Create "Building-Blocks"**

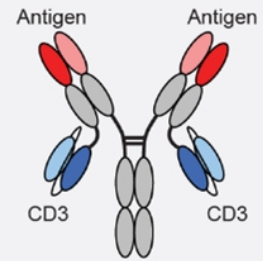
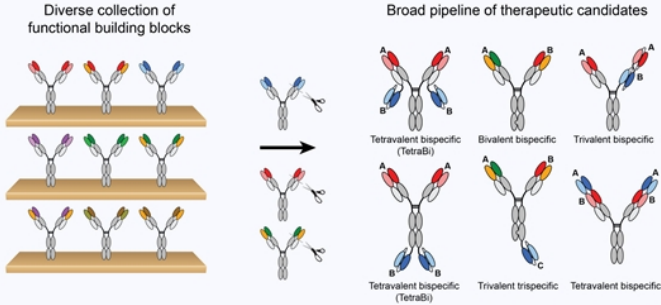
Seeks to deliver functional antibody building blocks with exceptional affinity and specificity to address disease-specific challenges

MultiMab™ Antibody Engineering Platform and TetraBi Format

Enhancing efficacy and safety: fine-tuning antibody product formats for optimal results

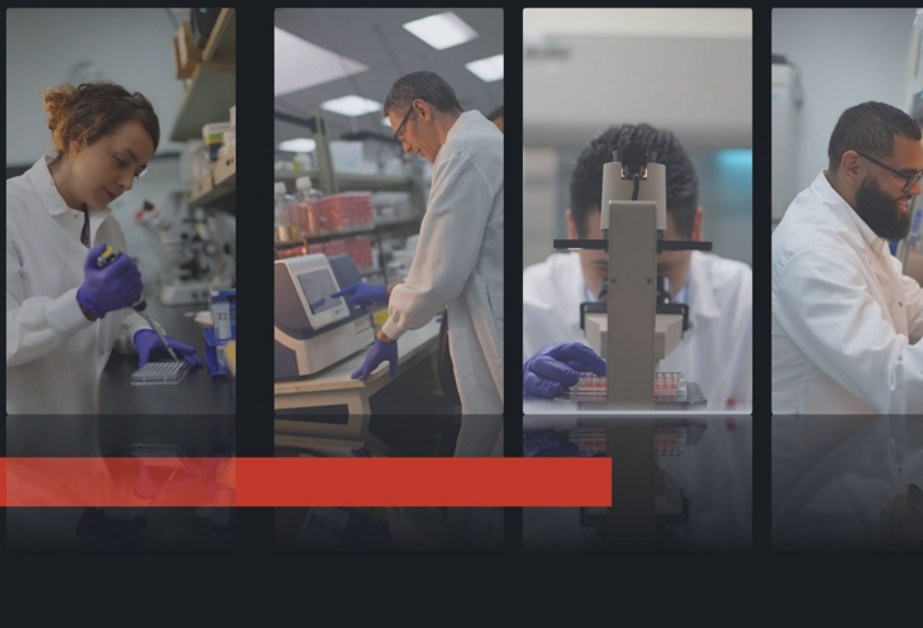
Anticipated Advantages of TetraBi Format:

- Bivalent binding to TAA¹ for potentially increased efficacy
- Fc modification for reducing toxicity and increasing antibody half life
- Flexible configuration for increased safety and/or maximized efficacy
- Symmetrical structure for streamlined manufacturing



¹TAA= Tumor-Associated Antigen

LEAD PROGRAMS



- ABP-102
- ABP-201

ABP-102

HER2/CD3 T-Cell Engager

Treatment for HER2+ Breast Cancer &
Gastric Cancer



ABP-102: Strategic Partnership with Celltrion



Leading biopharmaceutical company headquartered in Incheon, South Korea; KRX: 068270

Anticipated Development Plan

- Investigational New Drug (IND) enabling studies underway
- 1H 2025: File IND application
- 2H 2025: Initiate Phase 1/2 clinical trial

Indication:

Progressive HER2+ Breast and Gastroesophageal Adenocarcinomas

Design:

First-In-Human, multicenter, open-label, single-agent, Phase 1/2 trial

¹The proceeds from commercialization are subject to a 50/50 profit split. Amounts that may be paid by third party collaborators, for example upfronts, milestones and/or royalty payments from territorial commercialization partners, are also subject to a 50/50 split. Following commercial approval of ABP-102, we have agreed to reimburse Celltrion 87.5% of its direct and certain indirect costs and expenses incurred through first commercial sale. Celltrion is entitled to offset amounts otherwise due to us under the agreement until our share of these costs has been paid back, provided that we are entitled to a minimum 25% of profit from commercial sales and from third party collaborators regardless of the amount of unreimbursed development costs outstanding (and then 50% once the reimbursement has been made in full). In addition, we are entitled to up to over \$1.75 billion in development and sales milestones. We are responsible for world-wide patent prosecution, with Celltrion reimbursing 50% of our out-of-pocket costs.

Global Development & Commercialization Partnership Highlights

Fully Funded

- Celltrion funds all development costs, including preclinical and clinical studies

\$1.75B

- Abpro to receive payments up to \$1.75B, including equity investment, development/commercial milestone payments

50%¹

- Abpro retains a 50% share of profits worldwide

Addressing Unmet Needs in HER2+ Cancers Treatment: ABP-102 Competitive Landscape

\$12.1 billion

Projected global HER2+ market size by 2030¹

Development Fully Funded

By collaboration partner Celltrion

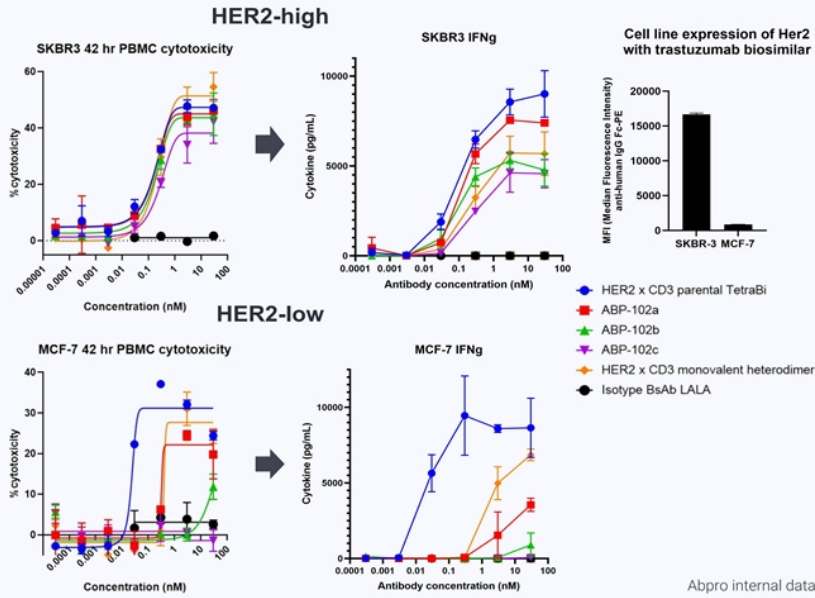
Potential Competitive Advantages:

- Current HER2-directed therapies have demonstrated increased chemical off target toxicity (e.g. TKIs and ADCs) and/or reduced efficacy from drug resistance or limited potency requiring combination with chemotherapy (i.e.: mAbs), especially in the relapsed and refractory disease population
- ABP-102 was designed to overcome these challenges as a single-agent therapy that potently engages the patient's natural immune system without toxic chemicals to directly target and destroy the tumor

Potential benefits of ABP-102 in immunology ^{abpro}

- **Activating T cells to kill tumor cells**
TetraBi antibody targets HER2 on tumor cells and CD3 on T cells
- **Reduce activity on -low or negative HER2 cells for safety**
selectively targets HER2-high and intermediate expressing cells
- **May improve clinical efficacy**
by inducing T cell infiltration into HER2+ tumors, potentially targeting various solid tumors with HER2 overexpression.
- **Enhances binding, selectivity for tumor cells, potency, and therapeutic index**
with Dual HER2 binding sites

ABP-102: Next generation T-cell engager for HER2+ solid tumors



Key Characteristics:

- Dual-arm affinity-tuned construct for selective killing and cytokine release on HER2-high target cells, with reduced killing and cytokine release on HER2-low target cells to reduce "on-target, off-tumor" toxicity
- Bivalent HER2 binding to promote more selective HER2-high target cell engagement
- TetraBi™ IgG-[L]-scFv format with functionally monovalent CD3 binding at the hinge region to prevent T cell activation in the absence of tumor cells
- Cross-reactivity to human and cynomolgus CD3 for toxicity assessment
- Engineered for reduced Fc receptor engagement
- Symmetrical structure with natural antibody features for efficient manufacturing and a potentially improved dosing profile

ABP-201

VEGF/ANG-2 BISPECIFIC ANTIBODY

Treatment for Diabetic Macular Edema ("DME") &
Wet Age-related Macular Degeneration ("AMD")



Addressing Unmet Needs in Wet AMD/DME Treatment: ABP-201 Competitive Landscape

\$10.4 billion

Global Wet AMD market size projection in 2024¹

Potential Competitive Advantages:

- Unlike Eylea and Lucentis, ABP-201 seeks to inhibit both VEGF and ANG-2
- Unlike Vabysmo, ABP-201 has two binding sites for VEGF and ANG-2, designed to more effectively trap each ligand
- ABP-201 has a longer half-life in the eye than Eylea, which contributes to pharmacological durability

- We believe that ABP-201 will require **less frequent dosing**, providing a significant advantage in the commercial setting.
- We anticipate that ABP-201 will **not suffer from drug resistance** to the same extent as drugs that target VEGF alone, as increased signaling by ANG-2 in response to anti-VEGF therapy is one of the primary mechanisms of resistance to VEGF inhibitors.

¹ Prescient and Strategic Intelligence, Wet Age-Related Macular Degeneration Market Overview, March 2019.

² Risk-adjusted revenues for ABP-201; Does not account for costs Source: Health Advances model and analysis

ABP-201: Anti-VEGF/ANG2

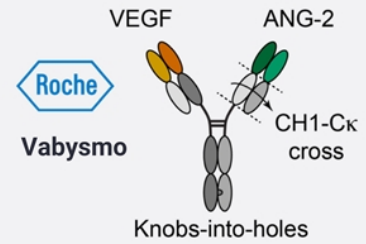
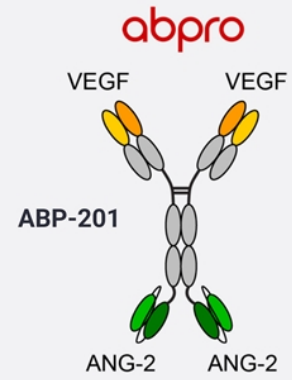
Target Indication: Wet AMD/DME

Key Characteristics

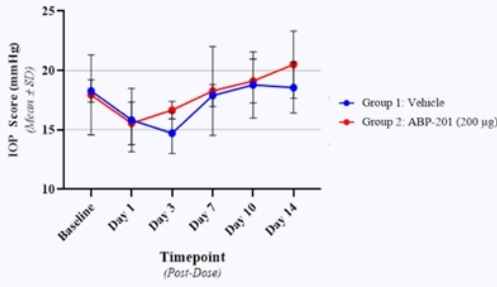
- Dual inhibition of VEGF and ANG-2 to block angiogenesis
- Four high-affinity binding sites for increased potential potency
- Dual targeting in single molecule for simultaneous inhibition
- Natural antibody structure for potentially improved dosing
- Symmetrical structure for efficient manufacturing

Ligand trap targeting VEGF and ANG-2 for vascular diseases of the eye

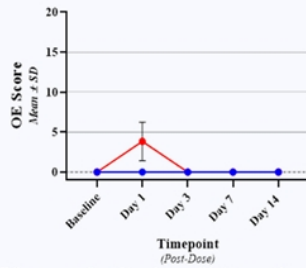
- Formulated for intravitreal injection
- Designed to block blood vessel formation and normalize damaged vessels through co-targeting vascular endothelial growth factor, or VEGF, and angiopoietin-2, or ANG-2



Mean Intraocular pressure over time¹



Mean total ocular examination scores over time¹

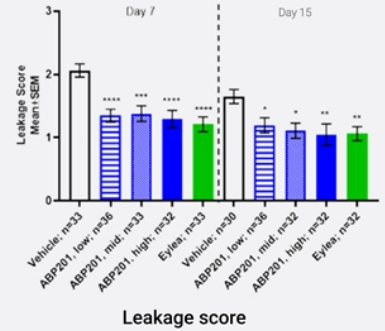
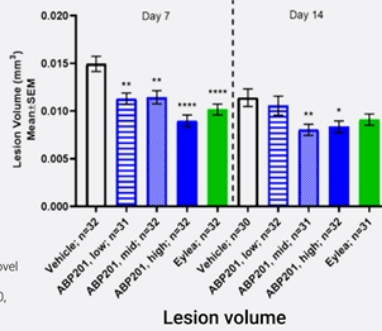


OE Scores range from 0 (no abnormalities) to a maximum of 48

ABP-201 does not induce significant inflammation or intraocular pressure increases in preclinical models

ABP-201 significantly reduced vascular lesions comparable to Eylea in preclinical models

Laser-induced neovascularization model in rats²



¹ Powered Research, Safety, Tolerability, and Pharmacokinetic Study Following Intravitreal (IVT) Delivery of a Novel Compound in Rabbit, April 27, 2021.
² Ora, Inc., CNV Study with Intravitreally-injected Abpro Test Article ABP201 in Brown Norway Rats, December 20, 2023.

ABP-201

Development Strategy



Collaboration Highlights:

- Co-development via a territorial partnership with Abpro Bio¹
- Abpro retains U.S. and European Union Five commercial rights

Current Status:

- Investigation New Drug (IND) enabling studies underway

Anticipated Development Plan

- Q1 2026: File IND application and Initiate a Phase 1 trial in patients with Wet AMD
- Following the identification of the maximum tolerated dose (MTD) in Phase 1, a larger randomized Phase 2 dose ranging trial to be conducted

¹ Abpro Bio Co. Ltd (KOSDAQ: 195990), through its subsidiary Abpro Bio International, Inc., holds territory rights primarily in Asia and Middle East, and is an equity investor of Abpro Corporation.



ADDITIONAL T-CELL ENGAGERS

ABP-150: Anti-Claudin 18.2/ CD3 against Gastric Cancer

ABP-110: Anti-GPC3/CD3 against Liver Cancer

ABP-150: Anti-Claudin18.2/CD3

Target Indication: Gastric Cancer

Key Characteristics

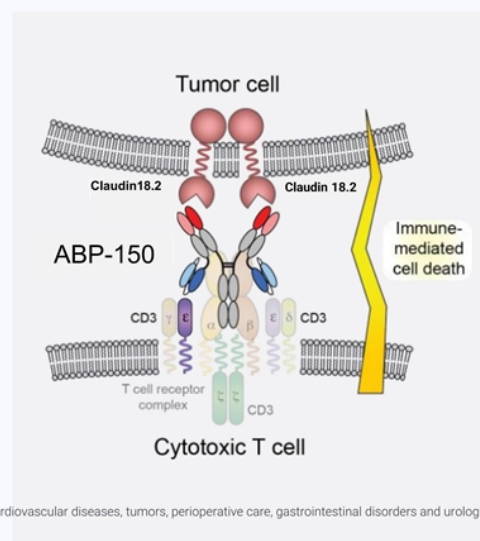
- T-cell engager designed to fight cancer through co-targeting CD3 & Claudin 18.2
- Specific for Claudin 18.2, avoiding binding closely related isoform Claudin 18.1 expressed in the lung.
- Showed potent killing in in vitro T cell-mediated killing assays in preclinical studies
- Showed potent efficacy in in vivo efficacy models
- Well tolerated in preclinical efficacy models

Collaboration with Nanjing Chia-Tai Tianqing Pharmaceutical¹

- Technology access fee and R&D funding up to CMC stage reimbursed by NJCTTQ
- Abpro has potential to receive milestone payment up to \$405 million USD
- Abpro retains commercialization rights outside China and Thailand

\$13.11 billion

Global gastric cancer market size projection by 2029²

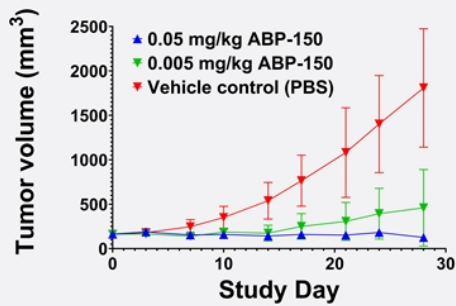


¹Nanjing Chia Tai Tianqing Pharmaceutical Co., Ltd is a pharmaceutical company specializing in research and development, production and commercialization of drugs for cardiovascular diseases, tumors, perioperative care, gastrointestinal disorders and urologic diseases headquartered in Nanjing, China

²Data Bridge Market Research, Global Gastric Cancer Market - Industry Trends and Forecast to 2029, September 2022.

ABP-150: in vivo Efficacy and Safety Profile in Preclinical Models

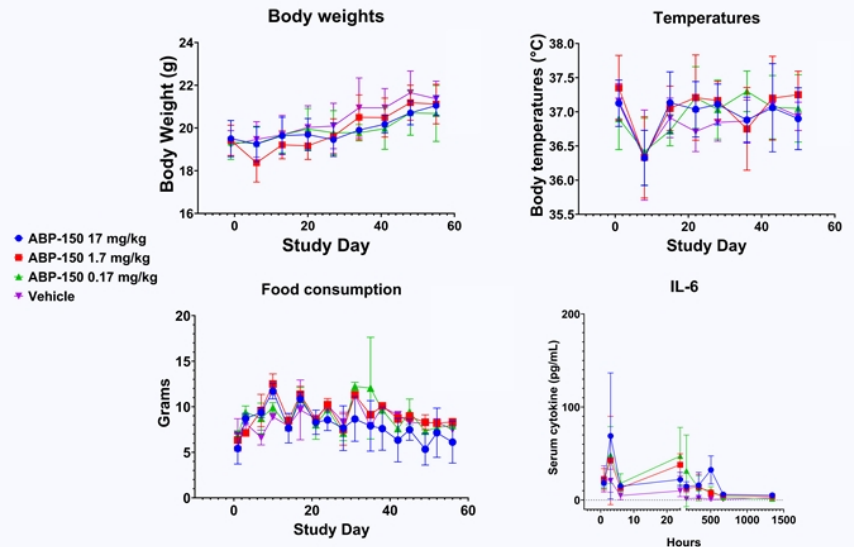
Potent in vivo efficacy in gastric cancer xenograft mouse model¹



NUGC-4 tumor cells mixed with human PBMCs and implanted subcutaneously in the same bolus into NSG mice.

¹Abpro internal data.

ABP-150 is well tolerated in a preclinical tox model¹



¹Representative toxicity data from human CD3-transgenic mouse model. In this model, ABP-150 can bind both the transgenic human CD3 on mouse T cells and mouse claudin 18.2 on gastric epithelial cells. **Upper left:** Body weight measurements over time. No significant decrease in body weight with ABP-150 administration. **Lower left:** Amount of food consumed over time. No differences in food consumption between ABP-150-treated animals and placebo controls. **Upper right:** Body temperatures over time. No fever response with ABP-150 treatment. **Lower right:** IL-6 levels in blood over time. ABP-150 administration does not significantly increase IL-6, a major cytokine associated with triggering cytokine release syndrome (CRS).

ABP-110: Anti-GPC3/CD3

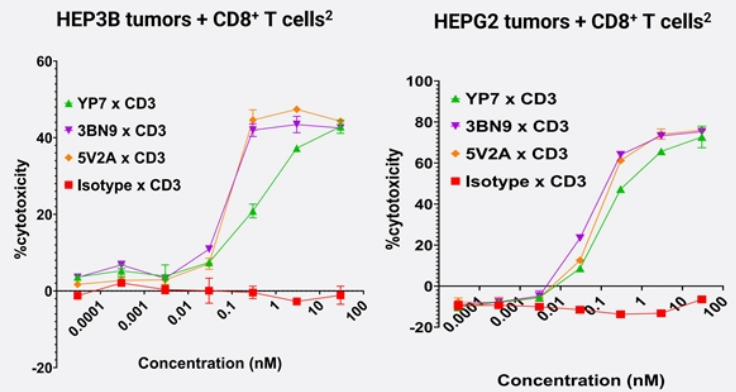
Target Indication: Hepatocellular Carcinoma- Liver Cancer

Designed to provide in-vitro T-cell dependent cellular cytotoxicity (TDCC) against liver cancer cells

- Showed high TDCC in both GPC3-expressing HepG2 and Hep3B cell lines in preclinical models
- Elicited stronger TDCC compared to original YP7 x CD3 bispecific in preclinical models

\$12.9 billion

Global liver cancer market size projection by 2030¹

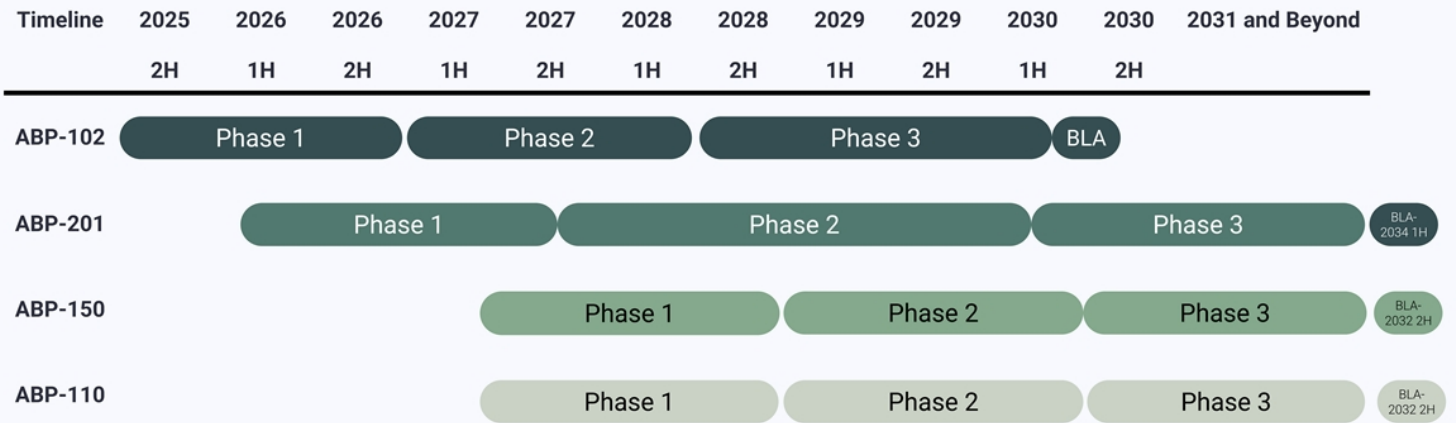


- YP7 is originally in-licensed from NIH at early stage
- 3BN9 x CD3 and 5V2A x CD3 are Abpro's improved BsAbs

¹ SNS Insider, Liver Cancer Therapeutics Market to Surpass USD 12,910.02 Million by 2030 Driven by Rising Incidence of Liver Cancer and Advancements in Early Diagnosis, October 25, 2023.

² Abpro internal data

Anticipated Clinical Development Timeline



Anticipated Upcoming Milestones	IND-Enabling Study Completion	GLP-Tox Study Completion
ABP-102	2Q 2024	1Q 2025
ABP-201		4Q 2025

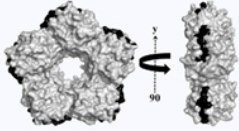
Appendix

- **Additional Data for Abpro Technology Platform**
- **Additional Key Team Members**
- **Additional Data for ABP-102(HER2/CD3)**
- **Additional Data for ABP-201(VEGF/ANG2)**

Additional Data for Abpro Technology Platform

Case study: Amyloid*:

Preclinical results from functional therapeutic antibodies generated with DiversImmune® platform, via a project for GSK, published in Nature¹ and The New England Journal of Medicine²



Abpro generated a therapeutic mAb “Abp1” against Amyloid used by GSK, featuring high affinity and specificity in ways other approaches can not

Conformational epitope recognized by Abp1 (highlighted in black)

*Amyloid plaques, composed of misfolded proteins, are a hallmark feature in the brains of individuals with Alzheimer’s disease, contributing to the neurodegenerative process

¹ <https://www.nature.com/articles/nature09494>

² <https://www.nejm.org/doi/full/10.1056/NEJMoa1504942>

nature

LETTER

doi:10.1038/nature09494

Antibodies to human serum amyloid P component eliminate visceral amyloid deposits

Karl Bodini^{1*}, Stephan Elmerich^{1*}, Melvyn C. Kahan¹, Glenys A. Tennent¹, Andrzej Loesch¹, Janet A. Gilbertson¹, Winston L. Hutchinson¹, Palma P. Mangione², J. Ruth Callimore², David J. Millar², Shane Mingoie², Amar P. Dhillon², Graham W. Taylor², Arthur R. Bradwell^{3,4}, Aïvra Petrie⁵, Julian D. Gillmore⁶, Vittorio Bellotti⁷, Marina Botto⁷, Philip N. Hawkins⁸ & Mark B. Pepys¹

METHODS SUMMARY

Induction of murine A A amyloidosis using a myloid enhancing factor and repeated casein injections, estimation of amyloid load *in vivo* and *in vitro*, and quantification of human SAP in serum and tissue extracts, were conducted as previously reported^{4,5,9}. Sheep and mouse anti-human-SAP antibodies were raised by immunization with isolated pure human SAP^{2,6} and mouse anti-human-SAP hybridomas were cloned by standard methods; Abp1 was produced by AbPro.



The NEW ENGLAND
JOURNAL of MEDICINE

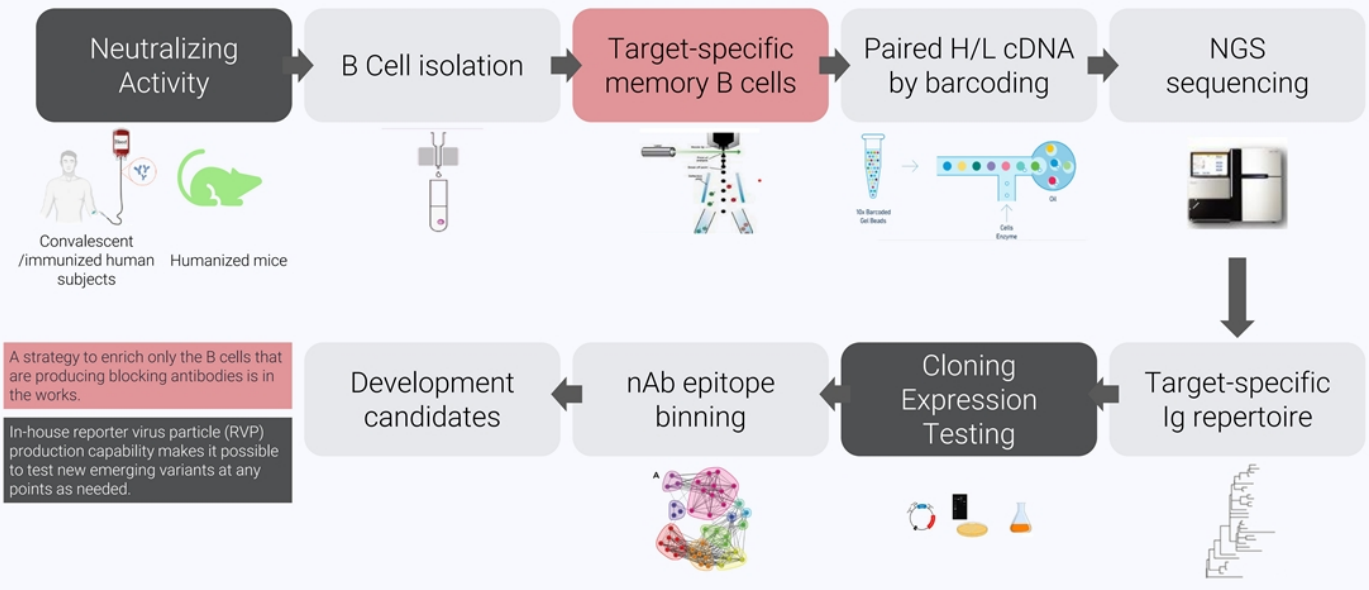
ORIGINAL ARTICLE

Therapeutic Clearance of Amyloid by Antibodies to Serum Amyloid P Component

Duncan B. Richards, D.M., Louise M. Cookson, B.Sc.,
Alienor C. Berges, Pharm.D., Sharon V. Barton, M.Sc.,
Thirusha Lane, R.N., M.Sc., James M. Ritter, D.Phil., F.Med.Sci.,
Marianna Fontana, M.D., James C. Moon, M.D., Massimo Pinzani, M.D., Ph.D.,
Julian D. Gillmore, M.D., Ph.D., Philip N. Hawkins, Ph.D., F.Med.Sci.,
and Mark B. Pepys, Ph.D., F.R.S.

Neutralizing Antibody B cell Cloning Discovery Platform

Timeline: < 2 months



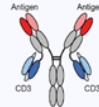
Anticipated Advantages of TetraBi Format Over First- and Second-Generation T-Cell Engagers



1st Generation Bispecific



2nd Generation Bispecific



Abpro TetraBi

abpro
Benefit

Antibody Characteristics	1 st Generation Bispecific	2 nd Generation Bispecific	Abpro TetraBi	Benefit
Bivalent Binding to Tumor Antigen	✗	✗	✓	Stronger binding to the tumor cell, potentially leading to increased efficacy and an expanded patient population
Long Circulating Half-life	✗	✓	✓	Extends duration of therapeutic effect and reduces frequency of dosing
Fc engineered to reduce CRS	✗	✓ ✗	✓	Decreases interaction with other immune cells, lowering risk of unwanted side effects
Low Risk of Immunogenicity	✓	✓	✓	Natural antibody sequences decrease risk of immune response, which can lead to decreased efficacy
Straightforward Manufacturing	✓	✗	✓	Symmetrical structure streamlines manufacturing by reducing risk of chain mispairing

Additional Key Team Members

Additional Key Team Members



Askar Kuchumov, PhD

VP of Business
Development

Lomonosov Moscow State, BS
Wayne State U School of Medicine, PhD
Lactocore (Interim CEO), Astrotide (Co-
founder/CEO), Cleveland Biolabs
(Director of BD)



Awo Kankam

VP of Clinical Operations;
Head of Program Management

Cranfield UK,
MSc
Bill & Melinda Gates Medical
Research Institute, Moderna,
GSK, Novartis, AstraZeneca



Shaun Murphy, PhD

VP of Immunology

Brown PhD,
Research Harvard Medical School
Joined Abpro in 2014
Previously at Toxikon



Mengsha Wang, MBA

Director of Corporate
Development

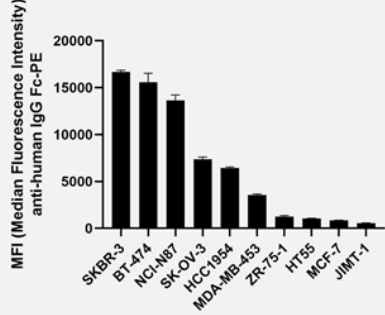
Clark U MSc. Finance, MBA
Joined Abpro in 2014

Additional Data for ABP-102

HER2/CD3 T-Cell Engager

ABP-102: engineered TetraBi antibodies exhibit selectivity in vitro, with potent cytotoxicity on HER2-high cell lines and reduced killing of HER2-low cell lines

Cell line expression of Her2 with trastuzumab biosimilar



Trastuzumab binding by flow cytometry results in a range of HER2 expressing cancer cell lines.¹

¹ (left panel) Abpro internal data; trastuzumab (1ug/mL) + anti-human IgG Fc specific PE; flow cytometry on BD FACSCelesta.

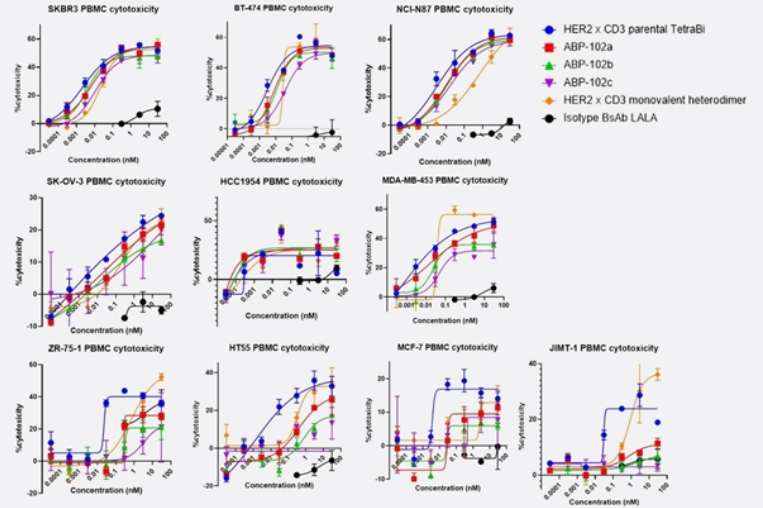
² (right panel) Abpro internal data; cytotoxicity of cell lines using PBMCs (10:1 E:T ratio) after 42 hours, readout by CellTiterGlo2.0 reagent (Promega).

HER2 expression level

High

Intermediate

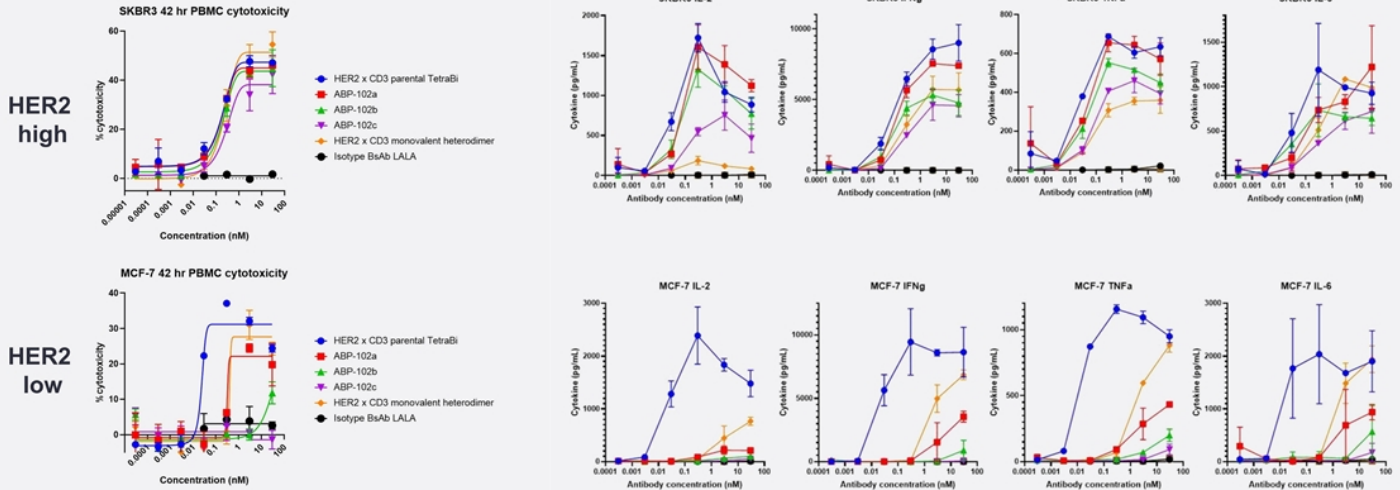
Low



ABP-102 candidate molecules exhibit preferential killing of HER2-high (SKBR3, BT-474, NCI-N87) and HER2-intermediate (SKOV-3, HCC1954, MDA-MB-453) cell lines, with reduced cytotoxic activity on HER2-low cell lines (ZR-75-1, HT55, MCF-7, JIMT-1).²

Conclusion: ABP-102 candidate bispecific antibodies have potent cytotoxicity at similar levels as the parental non-affinity-tuned bispecific antibody on HER2-high and HER2-intermediate cell lines. On HER2-low cell lines, ABP102 candidates have reduced cytotoxicity, and exhibit more selectivity than the parental bispecific antibody, reducing the potential for “on-target, off-tumor” toxicity.

ABP-102: engineered TetraBi antibodies exhibit functional selectivity for T cell activation, including reduced cytokine release for HER2-low expressing cell lines



ABP-102-mediated PBMC cytotoxicity of HER2-high (SKBR3) and HER2-low (MCF-7) cell lines.¹

ABP-102-mediated cytokine release (IL-2, IFNg, IL-6, TNFa) in supernatants with HER2-high target cells (SKBR3) is modestly reduced, while for HER2-low (MCF-7) target cell lines, greater reductions in cytokine release are observed.²

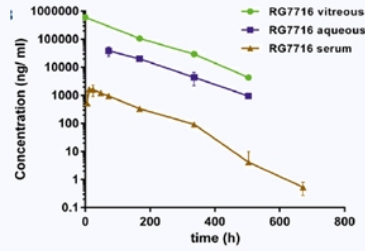
Conclusion: ABP-102 engineered dual-arm affinity reduction strategy resulted in candidates with reduced cytokine release compared to the parental molecule, reducing the potential for “on-target, off-tumor” toxicity.

¹ Abpro internal data; cytotoxicity of cell lines using PBMCs (10:1 E:T ratio) after 42 hours, readout by CellTiterGlo2.0 reagent (Promega).
² Abpro internal data; cytotoxicity of cell lines using PBMCs (10:1 E:T ratio) after 42 hours, readout by bead-based multiplex assay for cytokine detection (R&D Systems/Luminex).

Additional Data for ABP-201

VEGF/ANG-2 BISPECIFIC ANTIBODIES

Faricimab PK in Cyno



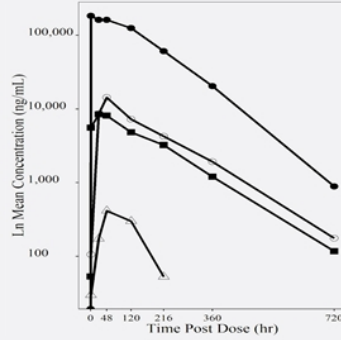
● Vitreous Humor ● Aqueous Humor ● Retina ● Serum

Faricimab(RG7716) 0.5 mg dose in Cyno¹

PK parameter	Unit	Serum	Aqueous
C _{max}	µg/ml	3.8	99
t _{max}	h	24	72
t _{1/2}	h	89.3	68
t _{last}	h	672	672
AUC _{0-last}	(ug*h)/ml	295	18100
AUC _{0-inf}	(ug*h)/ml	296	18200
F	%	12.7	N/A

vs.

ABP-201 PK in Rabbit



ABP-201 0.2mg dose in Rabbit²

PK parameter	Unit	Serum	Aqueous	Vitreous	Retina
C _{max}	µg/ml	0.415	14.374	183.357	8.457
T _{max}	h	48	48	1	24
t _{1/2}	h	38	108	82	106
AUC _{0-last}	(ug*h)/ml	52	2529	36922	1777
AUC _{0-inf}	(ug*h)/ml	55	2557	37027	1795
MRT	(h)	89	165	142	158

¹Regula JT, Lundh von Leithner P, Foxton R, et al. Targeting key angiogenic pathways with a bispecific CrossMAb optimized for neovascular eye diseases [published correction appears in EMBO Mol Med. 2019 May;11(5)].

²Study contracted at ContractKinetics, LLC

Eylea 1.2 mg dose in Rabbit

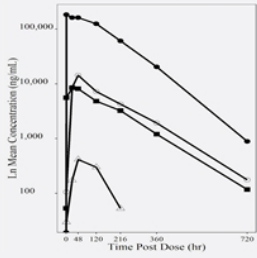
TABLE 2. PK Parameters of Aflibercept (Eylea) in the Vitreous, Aqueous Humor, and Retina-Choroid of Eyes From New Zealand White Rabbits

PK Parameters	Vitreous	Aqueous Humor	Retina-Choroid
$T_{1/2}$, h*	94.1 ± 21.4	47.9 ± 7.1	58.2 ± 76.9
MRT, h*	135.8 ± 30.9	69.2 ± 10.2	84.0 ± 110.9
C_{max} , µg/mL†	989.0	108.9	21.9
T_{max} , h†	1	48	24
AUC_{last} , h × µg/mL‡	135,810.6	13,889.7	2453.1
V/E mL*	1.4 ± 0.1	-	-
CL/E mL/h*	0.01 ± 0.001	-	-

Invest Ophthalmol Vis Sci.
2016;57:2612–2617.
DOI:10.1167/
iovs.16-19204

ABP201 0.2 mg dose in Rabbit

◆ Vitreous Humor ◊ Aqueous Humor ■ Retina ▲ Serum



ABP-201 0.2mg dose in Rabbit¹

PK parameter	Unit	Serum	Aqueous	Vitreous	Retina
C_{max}	µg/ml	0.415	14.374	183.357	8.457
t_{max}	h	48	48	1	24
$t_{1/2}$	h	38	108	82	106
$AUC_{0-tlast}$	(ug*h)/ml	52	2529	36922	1777
AUC_{0-inf}	(ug*h)/ml	55	2557	37027	1795
MRT	(h)	89	165	142	158

¹Study contracted at ContractKinetica, LLC

Certain Risk Related to ACAB, Abpro and the Business Combination

All references to the "Company," "we," "us" or "our" refer to the business of Abpro Corporation, and its subsidiaries, taken as a whole, unless the context otherwise requires. The risks noted below are not exhaustive and are qualified in their entirety by disclosures contained in future documents filed or furnished by the Company, Atlantic Coastal Acquisition Corp. II ("ACAB"), the newly formed company that will become the parent company of the Company and ACAB (the "combined company" or "NewCo") after the proposed business combination and the related transactions contemplated among the parties (collectively, the "Business Combination"), or others, with the U.S. Securities and Exchange Commission (the "SEC"). The risks presented in such filings will include risks with respect to the business and securities of the Company, ACAB, and Newco, as well as risks related to the Business Combination and any related financing, and may differ significantly from and be more extensive than those presented below. Certain risks related to ACAB, Abpro, and the Business Combination include the following:

- ACAB's and Abpro's ability to complete the Business Combination during the anticipated timeframe or at all, including as a result of any changes in SEC regulations or policies related to business combinations involving SPACs that could adversely affect ACAB's and Abpro's ability to negotiate and complete the Business Combination;
- Abpro's success in retaining or recruiting, or changes required in, officers, key employees, or directors following the Business Combination;
- The funds in the trust account being available to ACAB or the combined company;
- ACAB's or the combined company's ability to obtain additional financing to complete the Business Combination;
- ACAB's public securities' liquidity and trading and those of the combined company;
- The lack of a market for ACAB's or the combined company's securities;
- The use of funds not held in the trust account or available to ACAB from interest income on the trust account balance and the trust account not being subject to claims of third parties;
- The impact of macroeconomic conditions and geopolitical crises;
- The number of ACAB shareholders voting against the business combination proposal;
- The occurrence of any event, change or other circumstances that could give rise to the termination of the business combination agreement;
- The ability to achieve and maintain the listing of the combined company's shares on a national securities exchange following the Business Combination;
- Changes adversely affecting the businesses in which Abpro is engaged, including the risk that the Business Combination disrupts current plans and operations of the Company as a result of the announcement or the consummation of the Business Combination;
- Management of growth and Abpro's ability to execute on its business strategy and plans;
- The result of future financing efforts;
- Risks related to regulatory matters, including regulatory approvals and laws and regulations related to anti-corruption, cyber security and privacy;
- Risks related to regulatory approval of Abpro's current or future products and therapies and Abpro's ability to successfully commercialize any these products and therapies in a timely manner or at all, as well as Abpro's ability to accurately anticipate demand and efficacy for its products and therapies;
- Abpro's future financial performance, including the risk that Abpro's financial results and business metrics are likely to fluctuate on a quarterly and annual basis;
- Market opportunity estimates and growth forecasts are subject to significant uncertainty and are based on assumptions and estimates that may not prove to be accurate;
- Risks related to Abpro's ability to retain and expand its development agreements, the lack of long-term and binding commitments with co-developers, and its ability to compete effectively;
- Risks related to international operations and related regulatory risks;
- Risks related to our intellectual property, including our ability to protect our IP portfolio and risks related potential claims by third parties;
- Abpro's failure to raise additional capital or generate the significant capital necessary to maintain and expand its operations, and risks related to Abpro's ability to continue as a "going concern";
- Abpro's ability implement and maintain sufficient internal controls over financial reporting and disclosure controls and procedures, and its ability to report its financial results in an accurate and timely manner;
- Fluctuations in the stock price of the combined company's securities;
- Any projections will not have been prepared with a view toward compliance with published guidelines of the American Institute of Certified Public Accountants, and have not been compiled or examined by any registered public accountants nor any other independent expert or outside party;
- Risks related to the limited public company experience among Abpro's management team and risks related to Abpro's ability to operate as a public company and comply with applicable law and regulations and corporate governance matters applicable to public companies, including those required by the SEC and applicable stock exchange;
- Certain of ACAB's and Abpro's directors and officers and significant stakeholders may have interests in the Business Combination different from the interests of ACAB's or Abpro's shareholders;
- The exercise of discretion by directors and officers ACAB or Abpro in agreeing to changes to the terms, or waivers of closing conditions, in the definitive agreements with respect to the Business Combination and potential conflicts of interest of SPAC's sponsor, directors and officers; and
- Costs related to the Business Combination and the increased costs of being a public company following the consummation of the Business Combination.

Mission:

Developing antibody therapies to improve the lives of patients facing severe and life-threatening diseases

Thank you!



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Woburn, MA 01801



<https://abpro.com/>



IR@abpro.com