



June 21, 2023

Attention: U.S. Shareholders of ArcLight Clean Transition Corp II

IMPORTANT TAX NOTICE

Re: 2022 PFIC Status

This statement is provided for shareholders who are United States persons for purposes of the U.S. Internal Revenue Code. It is not relevant to other shareholders.

ArcLight Clean Transition Corp II (or “the Company”) meets the Internal Revenue Code definition of a passive foreign investment company (“PFIC”) for the taxable year ended July 21, 2022. The Company is hereby making available PFIC Annual Information Statements for ArcLight Clean Transition Corp II for their taxable year beginning on January 1, 2022 and ending on July 21, 2022 pursuant to the requirements of Treasury Regulation Section 1.1295-1(g)(1).

The PFIC Annual Information Statements contain information to enable you, should you choose, to elect to treat ArcLight Clean Transition Corp II as a Qualified Electing Fund (“QEF”).

A U.S. shareholder who makes a QEF election for ArcLight Clean Transition Corp II is required annually to include in his or her income or his or her pro rata share of the ordinary earnings and net capital gains for ArcLight Clean Transition Corp II. The QEF election is made by completing and attaching Form 8621 for each PFIC to your federal income tax return filed by the due date of the return, including extensions.

U.S. shareholders are advised to consult with their tax advisors with respect to the 2022 PFIC Annual Information Statement.

Further information on PFIC rules is available on the internet at the Internal Revenue Service website, including the following pages:

Detailed information about PFICs and the QEF election: <https://www.irs.gov/instructions/i8621>
Instructions to complete Form 8621: <https://www.irs.gov/pub/irs-pdf/i8621.pdf>

Form 8621: <https://www.irs.gov/pub/irs-pdf/f8621.pdf>

THIS INFORMATION IS PROVIDED IN ORDER TO ASSIST SHAREHOLDERS IN MAKING CALCULATIONS AND DOES NOT CONSTITUTE TAX ADVICE. SHAREHOLDERS ARE ADVISED TO CONSULT THEIR OWN TAX ADVISORS CONCERNING THE OVERALL TAX CONSEQUENCES OF THE OWNERSHIP OF ARCLIGHT CLEAN TRANSITION CORP II ARISING IN THEIR OWN PARTICULAR SITUATIONS UNDER THE UNITED STATES FEDERAL, STATE, LOCAL OR FOREIGN LAW.

PFIC Annual Information Statement
ArcLight Clean Transition Corp II

- 1) This Information Statement applies to the taxable year of ArcLight Clean Transition Corp II beginning on January 1, 2022 and ending on July 21, 2022 (the “Taxable Year”).
- 2) Your pro rata share of ArcLight Clean Transition Corp II’s ordinary earnings for the Taxable Year can be determined as follows:
 - i) If you owned ArcLight Clean Transition Corp II’s shares for the entire period from January 1, 2022 through July 21, 2022, you should multiply the number of shares by the “Ordinary Income Per Share” amount below.

	Total Ordinary Income	Ordinary Income Per Share
Class B Ordinary Shares	US\$ 0.00	US\$ 0.000000
Class A Ordinary Shares	US\$ 607,631	US\$ 0.019528

- ii) If you did not own all of your ArcLight Clean Transition Corp II’s shares for the entire 201 day period, your daily pro rata share of ArcLight Clean Transition Corp II’s ordinary earnings is:

	Daily Ordinary Income Pro Rata Share
Class B Ordinary Shares (January 1, 2022 – July 21, 2022)	US\$ 0.000000
Class A Ordinary Shares (January 1, 2022 – July 21, 2022)	US\$ 0.000097

- iii) If you owned ArcLight Clean Transition Corp II's shares for the entire period from January 1, 2022 through July 18, 2022, you should multiply the number of shares by the "Ordinary Income Per Share" amount below.

	Total Ordinary Income	Ordinary Income Per Share
Class B Ordinary Shares	US\$ 0.00	US\$ 0.000000
Class A Ordinary Shares	US\$ 601,585	US\$ 0.019333

- iv) If you did not own all of your ArcLight Clean Transition Corp II's shares for the entire 199 day period, your daily pro rata share of ArcLight Clean Transition Corp II's ordinary earnings is:

	Daily Ordinary Income Pro Rata Share
Class B Ordinary Shares (January 1, 2022 – July 18, 2022)	US\$ 0.000000
Class A Ordinary Shares (January 1, 2022 – July 18, 2022)	US\$ 0.000097

- v) If you owned ArcLight Clean Transition Corp II's shares for the final period from July 19, 2022 through July 21, 2022, you should multiply the number of shares by the "Ordinary Income Per Share" amount below.

	Total Ordinary Income	Ordinary Income Per Share
Class B Ordinary Shares	US\$ 0.00	US\$ 0.000000
Class A Ordinary Shares	US\$ 6,046	US\$ 0.001611

- vi) If you did not own all of your ArcLight Clean Transition Corp II's shares for the entire 2 day period, your daily pro rata share of ArcLight Clean Transition Corp II's ordinary earnings is:

	Daily Ordinary Income Pro Rata Share
Class B Ordinary Shares (July 19, 2022 – July 21, 2022)	US\$ 0.000000

Class A Ordinary Shares (July 19, 2022 – July 21, 2022)	US\$ 0.000806
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U.S. shareholders are advised to consult with their tax advisors with respect to the calculation of their pro rata share of ArcLight Clean Transition Corp II’s ordinary earnings and net short term and long term capital gain for the Taxable Year.

- 1) The amount of cash and the fair market value of other property distributed or deemed distributed by ArcLight Clean Transition Corp II during the Taxable Year are as follows:

Cash: US \$0.00
Fair Market Value of Property: US \$0.00

- 2) The Summary of Annual Information of ArcLight Clean Transition Corp II is as follows:

a) Description of each class of shares – **Class A and B Ordinary Share.**

b) Total number of shares outstanding during 2022:

- i) Class B Ordinary Shares: **7,779,076** and
- ii) Class A Ordinary Shares:
 - Up to July 18, 2022: **31,116,305**
 - Between July 19, 2022 – July 21, 2022: **3,752,181**

c) Total FMV of Class A Ordinary shares at:

- July 18, 2022: **US\$ 9.88 per share**
- July 21, 2022 : **US\$ 7.60 per share**

- 3) Any shareholders making a QEF election will be permitted by ArcLight Clean Transition Corp II. to inspect and copy its permanent books of account, records, and such other documents as are maintained by ArcLight Clean Transition Corp II that are necessary to establish that ArcLight Clean Transition Corp II’s ordinary earnings and net capital gain, as provided in section 1293(e) of the U.S. Internal Revenue Code, are computed in accordance with U.S. income tax principles, and to verify these amounts and your pro rata share thereof.

ArcLight Clean Transition Corp II

Date: June 21, 2023

By: Ann Anthony
Authorized Representative