



INVESTOR PRESENTATION

November 2021

Accelerating MIS Spine
Culture | Technology | Accessibility

DISCLAIMER AND CONFIDENTIALITY NOTICE



In this presentation, "Accelus", the "Company", "we", "us" and "our" mean Integrity Implants Inc. d/b/a Accelus. All amounts are in U.S. dollars unless otherwise indicated. The information contained herein does not purport to contain all of the information about the Company or CHP Merger Corp. ("CHP"). The information contained herein has not been independently verified.

In connection with the proposed business combination, CHP intends to file with the Securities and Exchange Commission (the "SEC") a registration statement on Form S-4 (the "Registration Statement"), which will include a preliminary proxy statement/prospectus and a definitive proxy statement/prospectus, and other related documents. CHP's stockholders are advised to read, when available, the proxy statement/prospectus included in the Registration Statement, including any amendments thereto, as well as other documents filed with the SEC in connection with the proposed business combination. After the Registration Statement is declared effective, the definitive proxy statement/prospectus and other relevant materials will be mailed to stockholders of CHP as of a record date to be established for voting on the proposed business combination and other matters as may be described in the Registration Statement. Stockholders will be able to obtain copies of the preliminary proxy statement/prospectus, the definitive proxy statement/prospectus, and other documents filed with the SEC that will be incorporated by reference therein, without charge, once available, at the SEC's website at www.sec.gov, or by directing a request to: CHP Merger Corp., 25 Deforest Avenue, Suite 108, Summit, NJ 07901.

CHP, Accelus and their respective directors and executive officers may be deemed participants in the solicitation of proxies from CHP's stockholders with respect to the business combination. A list of the names of those directors and executive officers and a description of their interests in CHP will be contained in the Registration Statement when available.

No representations or warranties are made or implied with respect to the information contained herein. This presentation contains forward-looking statements with respect to the Company. These forward-looking statements, by their nature, require the Company to make certain assumptions and necessarily involve known and unknown risks and uncertainties that could cause actual results to differ materially from those expressed or implied in these forward-looking statements, including without limitation the successful and timely completion and the commercialization of the products referred to herein. Forward-looking statements are not guarantees of performance. These forward-looking statements, including financial outlooks and strategies or deliverables stated herein, may involve, but are not limited to, comments with respect to the Company's business or financial objectives, its strategies or future actions, its projections, targets, expectations for financial condition or outlook for operations. Words such as "may", "will", "would", "could", "expect", "believe", "plan", "anticipate", "intend", "estimate", "continue", or the negative or comparable terminology, as well as terms usually used in the future and conditional, are intended to identify forward-looking statements. Information contained in forward-looking statements is based upon certain material assumptions that were applied in drawing a conclusion or making a forecast or projection, including perceptions of historical trends, current conditions and expected future developments, as well as other considerations that are believed to be appropriate in the circumstances. These assumptions are considered to be reasonable based on currently available information, but the reader is cautioned that these assumptions regarding future events, many of which are beyond its control, may ultimately prove to be incorrect since they are subject to risks and uncertainties that affect the Company and its business. The forward-looking information set forth therein reflects expectations as of the date hereof and is subject to change thereafter. The Company disclaims any intention or obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise. Undue reliance should not be placed on forward-looking statements. The forward-looking statements contained in this presentation are expressly qualified by this cautionary statement. This presentation is not intended to form the basis of any investment decision and there can be no assurance that any transaction will be undertaken or completed in whole or in part. The delivery of this presentation shall not be taken as any form of commitment on the part of the Company or its shareholders to proceed with any transaction, and no offers will subject the Company or its shareholders to any contractual obligations before definitive documentation has been executed. The Company reserves the right at any time without prior notice and without any liability to (i) negotiate with one or more prospective investors in accordance with any timetable and on any terms that the Company may decide, (ii) provide different information or access to information to different prospective investors, (iii) enter into definitive documentation and (iv) terminate the process, including any negotiations with any prospective investor without giving any reasons therefor.

This presentation does not constitute (i) a solicitation of a proxy, consent or authorization with respect to any securities or in respect of the proposed business combination or (ii) an offer to sell, a solicitation of an offer to buy, or a recommendation to purchase any security of CHP, the Company, or any of their respective affiliates. No offering of securities shall be made except by means of a prospectus meeting the requirements of Section 10 of the Securities Act of 1933, as amended, or an exemption therefrom.

©2021 ACCELUS ALL RIGHTS RESERVED. CONFIDENTIAL. DO NOT DISTRIBUTE.



2

DISCLAIMER AND CONFIDENTIALITY NOTICE



This presentation includes certain financial measures not presented in accordance with GAAP. These non-GAAP financial measures are not measures of financial performance in accordance with GAAP and may exclude items that are significant in understanding and assessing the Company's financial results. Therefore, these measures should not be considered in isolation or as an alternative to net income, cash flows from operations or other measures of profitability, liquidity or performance under GAAP. You should be aware that the Company's presentation of these measures may not be comparable to similarly-titled measures used by other companies. The Company believes these non-GAAP measures of financial results provide useful information to management and investors regarding certain financial and business trends relating to the Company's financial condition and results of operations. The Company believes that the use of these non-GAAP financial measures provides an additional tool for investors to use in evaluating ongoing operating results and trends in and in comparing the Company's financial measures with other similar companies. These non-GAAP financial measures are subject to inherent limitations as they reflect the exercise of judgments by management about which expense and income items are excluded or included in determining these non-GAAP financial measures.

This presentation also includes certain projections of non-GAAP financial measures. Due to the high variability and difficulty in making accurate forecasts and projections of some of the information excluded from these projected measures, together with some of the excluded information not being ascertainable or accessible, the Company is unable to quantify certain amounts that would be required to be included in the most directly comparable GAAP financial measures without unreasonable effort. Consequently, no disclosure of estimated comparable GAAP measures is included and no reconciliation of the forward-looking non-GAAP financial measures is included. In addition, these non-GAAP financial measures may be calculated or presented differently than, and may not be comparable to, non-GAAP financial measures disclosed by other companies. This presentation contains forecasts with respect to the Company's projected financial results, including Revenue and CAGR, for the Company's fiscal years 2021 through 2025, and the data presented for the fiscal year 2020 is derived from unaudited financials. The Company's independent auditors have not audited, reviewed, compiled or performed any procedures with respect to the projections for the purpose of their inclusion in this presentation, and accordingly, they did not express an opinion or provide any other form of assurance with respect thereto for the purpose of this presentation. These projections should not be relied upon as being necessarily indicative of future results. The assumptions and estimates underlying the prospective financial information are inherently uncertain and are subject to a wide variety of significant business, economic and competitive risks and uncertainties that could cause actual results to differ materially from those contained in the prospective financial information. Accordingly, there can be no assurance that the prospective results are indicative of the future performance of the Company or that actual results will not differ materially from those presented in the prospective financial information or that the prospective financial information will be the same as that presented in future public filings related to the business combination. Inclusion of the prospective financial information in this presentation should not be regarded as a representation by any person that the results contained in such prospective financial information will be achieved. This presentation contains confidential information pertaining to the business, operations, and assets of the Company and the use hereof is governed by the confidentiality agreement ("CA") or non-disclosure agreement ("NDA") that has been executed by each recipient. If you are in possession of this presentation, you should familiarize yourself with such CA or NDA before reading, circulating, disclosing or using the presentation. If you have not executed and delivered, or are otherwise not bound by such CA or NDA, you have received this presentation in error. If so, please do not copy or distribute the presentation and return the presentation to the sender hereof.



TODAY'S PRESENTERS



JOSEPH SWEDISH

Chairman
CHP Merger Corp.



CHRIS WALSH

CEO & Co-Founder
Accelus



KEVIN WILLIAMSON

Chief Financial Officer
Accelus



©2021 ACCELUS ALL RIGHTS RESERVED. CONFIDENTIAL. DO NOT DISTRIBUTE.





INVESTMENT RATIONALE

Accelus provides a compelling opportunity for CHP



Massive Market Opportunity



Positive Clinical Outcomes



Affordable, Accessible Solution



Attractive Growth Profile, High Gross Margins



Leverage CHP's Health System Relationships



Differentiated Platform Disrupting Minimally Invasive Spine Surgery





OUR MISSION:
Accelerating
Minimally Invasive
Spine Surgery



ACCELUS AT A GLANCE

Improving procedures and outcomes, creating favorable economics, and providing broad accessibility



©2021 ACCELUS ALL RIGHTS RESERVED. CONFIDENTIAL. DO NOT DISTRIBUTE.





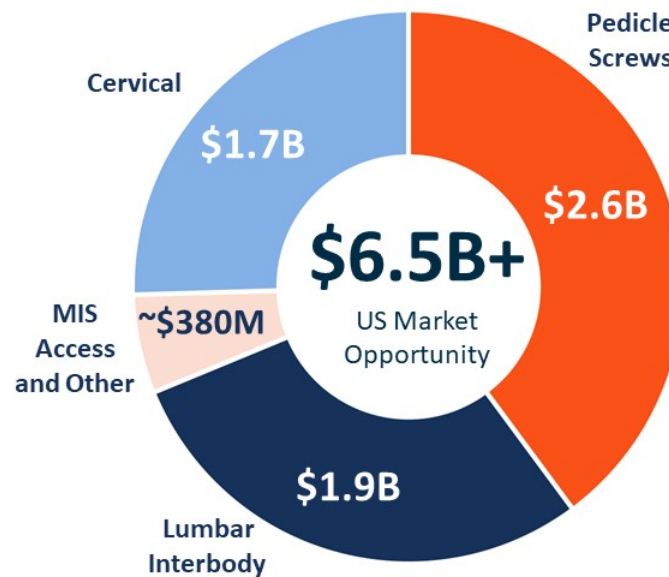
SIGNIFICANT MARKET OPPORTUNITY

SPINAL FUSION MARKET

- Large, established addressable market
- Demographics support continued market growth
- Growing OUS spinal fusion market of \$3B+
- Industry positioned for advancements, disruption
- Enabling technologies accelerating growth and becoming must-have assets
- Opportunity to capture market share with a truly differentiated platform

HOT TRENDS

- ✓ MIS Procedures
- ✓ Endoscopic Surgery
- ✓ Expandable Cages
- ✓ Transition to the ASC
- ✓ Robotics/Navigation
- ✓ Augmented Reality



©2021 ACCELUS ALL RIGHTS RESERVED. CONFIDENTIAL. DO NOT DISTRIBUTE.



ACCELUS OFFERS A TOTAL MIS IMPLANT SOLUTION



Solutions to address the complete procedure

Innovative Expandable Interbody Platform



Differentiated and cost-effective solutions with high gross margins

Proprietary Fixation Systems



Proprietary screw technology with substantial growth potential

Biomaterial Offerings



Allograft comprised demineralized bone matrix (DBM) cortical fibers

Enabling Robotic Technology



Economically attractive robotic solution with sustainable source of consumables revenue

*Currently under development

** Private labeled product marketed by Accelus

©2021 ACCELUS ALL RIGHTS RESERVED. CONFIDENTIAL. DO NOT DISTRIBUTE.





ADDRESSING THE CONSTRAINTS OF MINIMALLY INVASIVE SPINE PROCEDURES

Simpler, safer procedures with more consistent outcomes

- **Reduce** procedural complexity...
- **Expand** visualization...
- **Increase** reproducibility...
- **Reduce** radiation...
- **Address** inefficiency...
- **Minimize** learning curve...



©2021 ACCELUS ALL RIGHTS RESERVED. CONFIDENTIAL. DO NOT DISTRIBUTE.



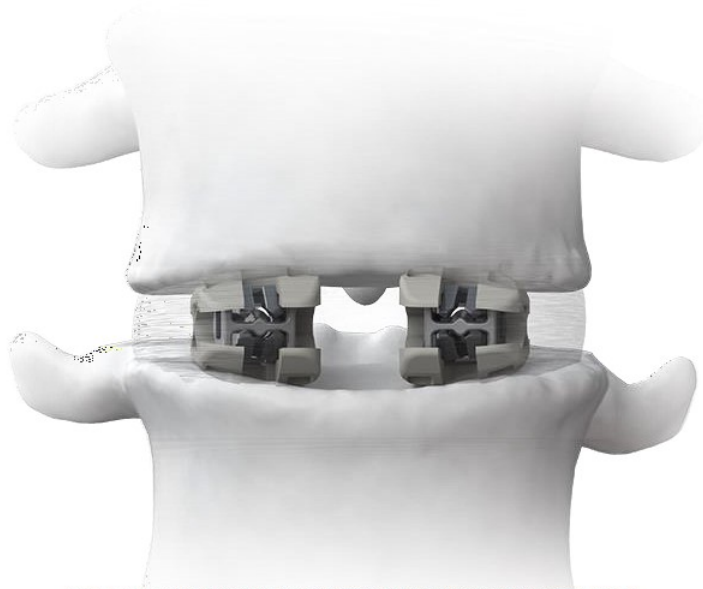
JOURNEY OF INNOVATION



*FDA clearance pending or pipeline product under development
 ©2021 ACCELUS ALL RIGHTS RESERVED. CONFIDENTIAL. DO NOT DISTRIBUTE.



GAME-CHANGING SPINAL IMPLANTS WITH ADAPTIVE GEOMETRY



*One year follow up study found 96.6% of patients and 97.4% of levels were considered fused, per Coric et al, Bidirectional Expandable Technology for Transforaminal or Posterior Lumbar Interbody Fusion: A Retrospective Analysis of Safety and Performance, Int J Spine Surg. 2020

©2021 ACCELUS ALL RIGHTS RESERVED. CONFIDENTIAL. DO NOT DISTRIBUTE.



Our Mission

Solve the clinical challenges of MIS procedures through innovation and enabling technology



The Problem

MIS implants have chased footprint via trajectory, but results are mixed and clinical complications remain

Nerve and Vascular Injuries **Subsidence and Non-Union**



Our Solution

Bidirectional expandable lumbar fusion device, with a minimal insertion profile and maximum expansion



Clinical Results

Robust performance and significant clinical outcomes

97.4% Fusion Rate* **0 Adverse Effects*** **0% Subsidence***



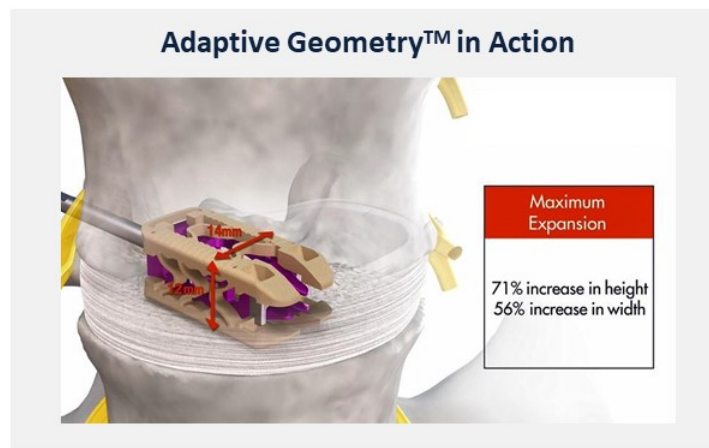


What is Adaptive Geometry?

- Next-generation solution for MIS procedures
- Proprietary expandable cage technology, featuring **bidirectional** expansion of interbody devices

Why Does it Matter?

- Minimal insertion profile with maximum footprint
- Delivers access through a narrow, neural corridor
- Respects the natural anatomy of the patient
- Designed for improved safety and clinical outcomes*



Adaptive Geometry Integrated Across the Portfolio



*Zero reported subsidence or device-related adverse events (Coric et al, Bidirectional Expandable Technology for Transforaminal or Posterior Lumbar Interbody Fusion: A Retrospective Analysis of Safety and Performance, Int J Spine Surg. 2020)

©2021 ACCELUS ALL RIGHTS RESERVED. CONFIDENTIAL. DO NOT DISTRIBUTE.





Broad service offering to address MIS needs



FlareHawk Family of Spinal Fusion Cages Designed For:

| | | |
|--|---|---|
|  Minimal Insertion Profile Minimizing neural retraction |  Multiplanar Expansion Wide footprint with no compromise |  Improved Graft Delivery Open architecture for continuous graft delivery |
|--|---|---|

| | | | |
|---|---|--|--|
|   <p>7mm profile Endoscopically Assisted TLIF</p> |   <p>9mm profile expanding to 14 x 14mm</p> |   <p>11mm profile expanding to 17 x 14mm</p> |   <p>Titanium Coated TiHawk7, 9, 11*</p> |
|---|---|--|--|

| | | | | |
|-----------------------------------|------------------------------|------------------------------|--------------------------|-----------------------------|
| 11,000+ Cages Implanted | 3 Clinical Studies | 97.4% Fusion Rate* | 0% Subsidence* | 0 Adverse Events* |
|-----------------------------------|------------------------------|------------------------------|--------------------------|-----------------------------|

* Coric et al, Bidirectional Expandable Technology for Transforaminal or Posterior Lumbar Interbody Fusion: A Retrospective Analysis of Safety and Performance, IntJ Spine Surg. 2020

**TiHawk11 anticipated to be available in Q1 2022

©2021 ACCELUS ALL RIGHTS RESERVED. CONFIDENTIAL. DO NOT DISTRIBUTE.



LINESIDER

PEDICLE SCREW SYSTEM: ALLOWS PROCEDURAL CAPTURE



Open

Robust implants and instrumentation to address complex pathology



MIS

Elegant design optimized for seamless percutaneous approach



Cortical

Modular tulip heads with slim profiles facilitate a mid-line approach

*Periscope™ under development

©2021 ACCELUS ALL RIGHTS RESERVED. CONFIDENTIAL. DO NOT DISTRIBUTE.

PERISCOPE*

Telescopic Screw Technology

Proprietary screw technology designed to reduce current frustrations and complications with posterior fixation. Complements robotics platforms.



MONGOOSE

An all-in-one screw delivery system designed to reduce instruments, surgical steps, and radiation. Allows for repositioning of screw trajectory without compromising screw purchase.



TRANSFORMATIONAL NAVIGATION AND ROBOTIC TARGETING SYSTEM

Optimized for daily use, with
a small 30" x 30" footprint

Easier to use, enabling
broader applications

Compelling solution at one-
third to one-fourth of the cost



16

NAVIGATION AND ROBOTIC TARGETING SYSTEM



The Problem: Surgeons that need robotics are in facilities that **can't afford them**

Our Solution:

✓ **Cost-Effective Without Compromise**

Precision navigation robotic targeting system for spine surgery, offered at a fraction of the price of the competition

✓ **Attractive Surgeon Economics**

Rapid system positioning with quick and easy set-up and breakdown allowing surgeons to treat more patients

✓ **Enhanced Ease of Use**

Constructed to streamline workflows with a simplified, intuitive design, minimizing surgeon training requirements

✓ **Platform Built for Adaptability**

Technology designed to expand applications to other spinal surgery procedures



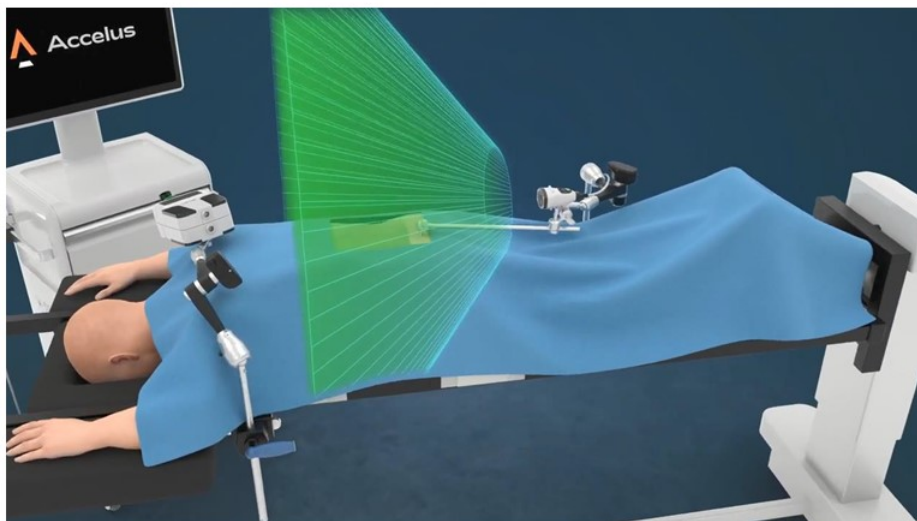
©2021 ACCELUS ALL RIGHTS RESERVED. CONFIDENTIAL. DO NOT DISTRIBUTE.



17



ACCELUS ROBOTIC NAVIGATION SYSTEM



EXTRAORDINARY FEATURES...

SMALLER

TABLE MOUNTED SYSTEM
WITH A NEARFIELD CAMERA

FASTER

35% REDUCTION IN PROCEDURE TIME
COMPARED TO THE COMPETITION*

MORE AFFORDABLE

PRICED AT A FRACTION OF THE COST
COMPARED TO THE COMPETITION

...WITHOUT COMPROMISE

*Soliman et al, Accuracy and Efficiency of Fusion Robotics Versus Mazor-X in Single-Level Lumbar PedicleScrew Placement, Cureus Journal of Medical Science. 2021
©2021 ACCELUS ALL RIGHTS RESERVED. CONFIDENTIAL. DO NOT DISTRIBUTE.



PROTECTED INNOVATION



GLOBAL PATENT PROTECTION

25 US PATENTS

25 US APPS

24 INT'L PATENTS

25 INT'L APPS

Patent Duration:
2033-2039

ROBUST PORTFOLIO WITH INNOVATIVE PRODUCT PIPELINE

- 510(k) Pathway:**
 - FlareHawk9
 - LineSider
 - FlareHawk7
 - TiHawk
 - Robotic System
 - Toro-L
 - Toro-P (2022*)
 - Zform (2022*)
 - 2-D Robotic System (2022*)
 - Toro-A (2023*)

PUBLISHED CLINICAL DATA

3 PEER REVIEWED, MULTI-CENTER STUDIES ON FLAREHAWK

1 PEER REVIEWED ROBOTIC NAVIGATION STUDY

8 CLINICAL STUDIES IN PROCESS & PROPOSED

PEER-REVIEWED CLINICAL DATA



FlareHawk Clinical Studies

- Published in International Journal of Spine Surgery (IJSS)
- Three retrospective, peer-reviewed studies
- Fusion rates commensurate with PLIF and TLIF procedures, minimal complications

Navigation and Robotic Targeting System

- Published in Cureus Journal of Medical Science
- Comparison against most commonly used spine robot platform (Mazor-X)
- Significantly shorter procedure workflow duration (better efficiency)

Current in-process and proposed clinical research includes:

- Pressure distribution comparison against commonly used interbody devices
- FlareHawk prospective EU
- Robotic navigation IRB submission
- LineSider anti-skiving
- Robotic navigation endoscopic
- MIS spondy TLIF
- Robotic navigation time reduction
- Robotic navigation Kambin's targeting

Compendium of Published Peer-Reviewed FlareHawk Data



Proven workflow efficiencies and time savings when utilizing Accelus' Robotic system

ACCELUS' NEXT ADAPTIVE GEOMETRY OFFERING



©2021 ACCELUS, INC. ALL RIGHTS RESERVED. CONFIDENTIAL. DO NOT DISTRIBUTE.





EXPANDABLE PLATFORM



Adaptive Geometry Reimagined
Expands wide first under minimal load → then lifts with wide footprint



Lateral (LLIF)
Q1 2022



Posterior (PLIF / TLIF)
Q4 2022



Anterior (ALIF)
Q1 2023

**FACILITIATES
ENTRANCE INTO
LATERAL AND
ANTERIOR MARKETS**

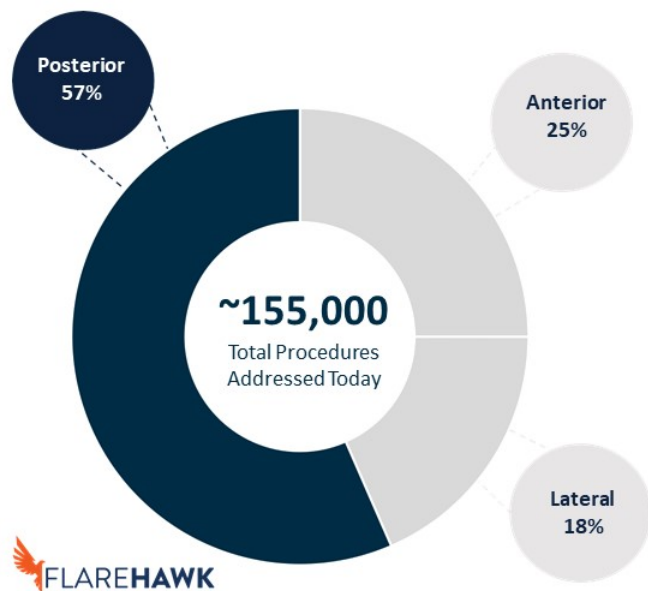
Key Features and Benefits of Toro Platform

- ✓ Inserted with minimal profile
- ✓ 3D Printed endplates
- ✓ Post-packed with bone graft
- ✓ Infinitely Expandable





LUMBAR INTERBODY MARKET BY APPROACH



Reflects percentage of total market value (\$) by surgical approach
 ©2021 ACCELUS ALL RIGHTS RESERVED. CONFIDENTIAL. DO NOT DISTRIBUTE.

MARKET FOR INTERBODY SPINAL FUSION DEVICES

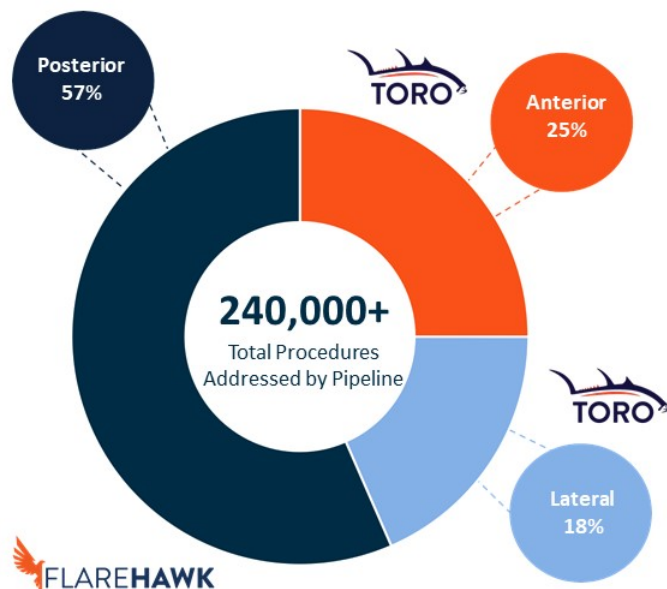
- Total U.S. Spinal Fusion market is **~\$6.5 billion**
- ~500,000 Thoraco-Lumbar procedures
- 250,000+ of which utilize Interbody Devices
- Interbody Devices represent a **~2 billion** market opportunity and growing...
- Accelus currently only serves Posterior (PLIF/TLIF) procedures, addressing ~63% of procedures and ~57% of the market value

SUBSTANTIAL OPPORTUNITY FOR GROWTH...





LUMBAR INTERBODY MARKET BY APPROACH



Reflects percentage of total market value (\$) by surgical approach
 *Does not reflect full product pipeline
 ©2021 ACCELUS ALL RIGHTS RESERVED. CONFIDENTIAL. DO NOT DISTRIBUTE.

ROBUST PIPELINE TO FILL OUT INTERBODY PORTFOLIO*

- Toro expands Accelus' market opportunity



ADDITIONAL OPPORTUNITIES

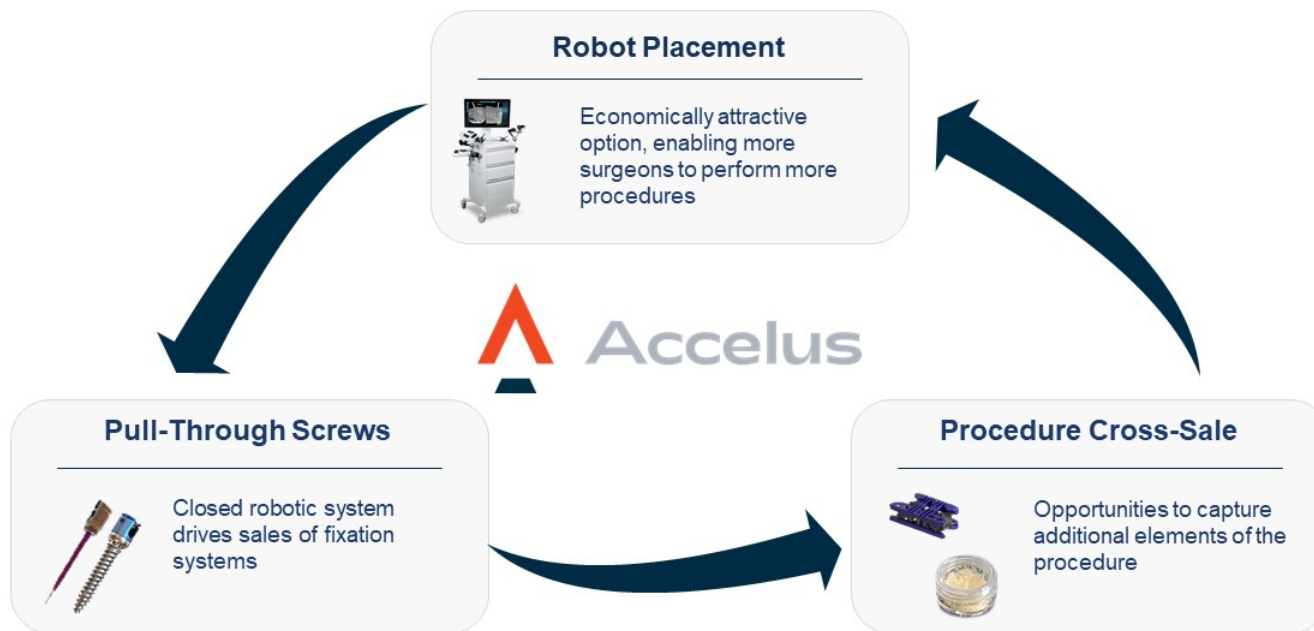
- More than 350,000 Cervical Fusion procedures performed annually
- Robot placements positioned to drive LineSider (pedicle screw) sales, which represents the largest segment of the spinal fusion market





ATTRACTIVE BUSINESS MODEL

Enabling technology drives product pull-through



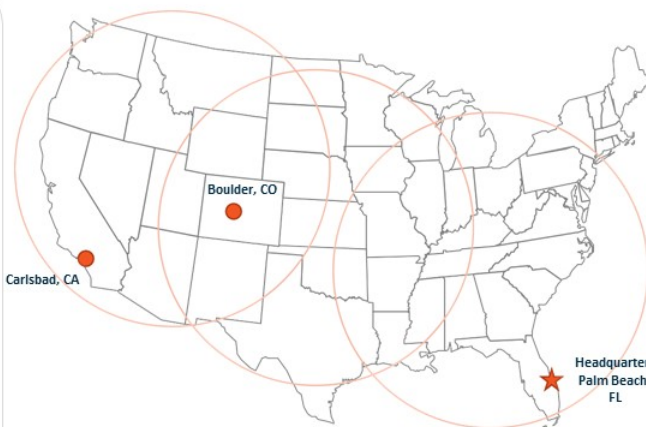
©2021 ACCELUS ALL RIGHTS RESERVED. CONFIDENTIAL. DO NOT DISTRIBUTE.



ESTABLISHED COMMERCIAL FOOTPRINT

Strong Commercial Infrastructure

- ✓ Dedicated internal sales force
- ✓ External distributor network
- ✓ Growing talent pool
- ✓ Regionally focused
- ✓ Headquarters in Palm Beach, FL
- ✓ Centers of excellence accessible to our entire customer base
- ✓ Wide breadth of hospital approvals



Commercialization Strategy

- ✓ Rapidly expand sales team
- ✓ Grow direct sales force in targeted markets
- ✓ Continue to build capital sales infrastructure
- ✓ Invest in surgeon training and education programs
- ✓ Increase procedural capture
- ✓ Focus ASC and enterprise level growth
- ✓ Path to expanding spine procedural offerings to drive exclusivity

Focused Strategy to Accelerate Growth

©2021 ACCELUS ALL RIGHTS RESERVED. CONFIDENTIAL. DO NOT DISTRIBUTE.



AMBULATORY SURGERY CENTER (ASC) MARKET

GROWING ASC OPPORTUNITY

- Spine procedures increasingly moving to ambulatory surgery centers
- 86% of spine surgeons expect to use ASCs
- Spine surgery is considered the most profitable and cost-effective ASC procedure
- Reimbursement tailwinds expected to continue
- Win-win-win for patients, payers and providers

ENABLING TECHNOLOGIES DRIVING ASC ADOPTION



*Soliman et al, Accuracy and Efficiency of Fusion Robotics Versus Mazor-X in Single-Level Lumbar PedicleScrew Placement, Cureus Journal of Medical Science. 2021
 ©2021 ACCELUS ALL RIGHTS RESERVED. CONFIDENTIAL. DO NOT DISTRIBUTE.





WORLD-CLASS SPINE LEADERSHIP



CHRIS WALSH
CEO & Co-Founder



ALEX LUKIANOV
Chairman



KEVIN WILLIAMSON
CFO



ANDREW WOLF
CSO



WYATT GEIST
CIO



BLAKE STONE
General Counsel



KEVIN MCGANN
President



BRAD CLAYTON
CTO



©2021 ACCELUS ALL RIGHTS RESERVED. CONFIDENTIAL. DO NOT DISTRIBUTE.





GROWTH OPPORTUNITIES



©2021 ACCELUS ALL RIGHTS RESERVED. CONFIDENTIAL. DO NOT DISTRIBUTE.





FINANCIAL HIGHLIGHTS



✓ **\$27.5** MILLION 2021E REVENUE

✓ **\$81.0** MILLION 2023E REVENUE

✓ GROWING AT **60%** 2020 to 2025 FORECASTED CAGR

✓ **80%+** GROSS MARGIN

*Revenue projections rounded to the nearest million

©2021 ACCELUS ALL RIGHTS RESERVED. CONFIDENTIAL. DO NOT DISTRIBUTE.





INVESTMENT TAKEAWAYS



- Enabling technologies disrupting minimally invasive spine surgery
- Vast underserved market with opportunities to capture share
- Demonstrated value proposition with compelling clinical data
- Robust product pipeline addressing a broader market opportunity
- Compelling business model; pull-through revenue opportunities
- Experienced leadership team and industry thought leaders

©2021 ACCELUS ALL RIGHTS RESERVED. CONFIDENTIAL. DO NOT DISTRIBUTE.

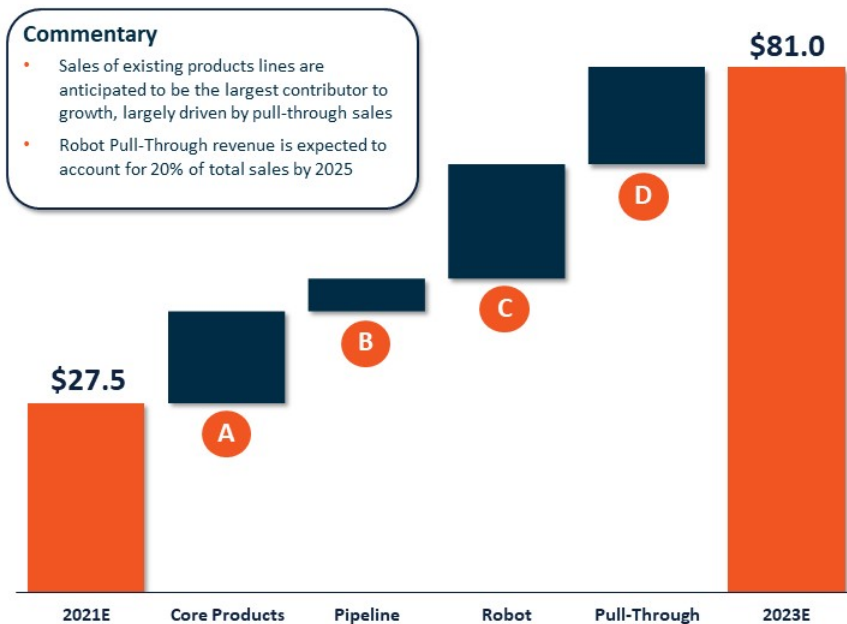




APPENDIX



ACHIEVABLE REVENUE GROWTH



Commentary

- Sales of existing products lines are anticipated to be the largest contributor to growth, largely driven by pull-through sales
- Robot Pull-Through revenue is expected to account for 20% of total sales by 2025

- A Core Product Growth**
 - Comprised of our existing lines including:
 - FlareHawk / TiHawk*
 - LineSider Fixation (pedicle screws)
 - Biologics
- B Pipeline Products**
 - Comprised of our near-term anticipated line extensions:
 - Toro Lateral
 - Toro ALIF
 - Toro PLIF/TLIF
- C Robot Revenue**
 - Comprised of robot hardware sales and revenue generated from consumables
- D Pull-Through Sales**
 - Comprised of sales from Core Products driven by robot placements
 - Direct pull-through of LineSider Fixation systems used in conjunction with robot
 - Indirect pull-through of interbody devices through cross-sale opportunities

*Includes new iterations of FlareHawk and TiHawk products
 ©2021 ACCELUS ALL RIGHTS RESERVED. CONFIDENTIAL. DO NOT DISTRIBUTE.





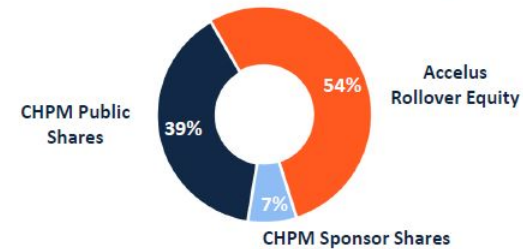
TRANSACTION OVERVIEW

| Source of Funds | |
|-------------------------|----------------|
| SPAC Cash in Trust | \$300.0 |
| Accelus Rollover Equity | 414.0 |
| Total Sources | \$714.0 |

| Pro Forma Valuation | |
|---------------------------------|----------------|
| Share Price | \$10.00 |
| Pro Forma Shares Outstanding | 77.0 |
| Equity Value | \$770.2 |
| (+) Debt ² | \$15.3 |
| (-) Pro Forma Cash ³ | (\$303.5) |
| Enterprise Value | \$482.0 |
| EV / 2022E Revenue | 10.0x |
| EV / 2023E Revenue | 6.0x |

| Use of Funds | |
|---|----------------|
| Accelus Rollover Equity | \$414.0 |
| Cash to Balance Sheet | 285.0 |
| Estimated Transaction Fees ¹ | 15.0 |
| Total Uses | \$714.0 |

Illustrative Pro Forma Ownership



Note: Assumes no redemptions. Excludes impact of 1.9 million sponsor earnout shares vesting ratably at \$13.00 and \$16.00. Excludes impact of 15.0 million public warrants and 8.0 million sponsor warrants (including 1.6 million transferred to Accelus shareholders and 2.0 million subject to earnout ratably at \$13.00 and \$16.00) struck at \$11.50. Includes 2.1 million sponsor shares and 2.2 million sponsor warrants subject to forfeiture if cash delivered is between \$150 million and \$75 million after redemptions.

- Estimated transaction fees and expenses for both SPAC and target including advisory, legal, accounting, and other fees.
- Debt balance reflect Accelus' current outstanding debt of \$9.3 million and an anticipated \$6.0 million incremental drawdown from the existing credit facility to fund ordinary course business operations.
- Pro forma cash balance includes: (i) \$2.5 million of existing cash on balance sheet as of November 10, 2021; (ii) \$285.0 million of net proceeds from SPAC; (iii) estimated \$10.0 million of proceeds from anticipated closing of ongoing Series D financing; (iv) anticipated \$6.0 million of proceeds from scheduled incremental drawdown of credit facility to fund ordinary course business operations. Actual pro forma cash balances subject to change.

©2021 ACCELUS ALL RIGHTS RESERVED. CONFIDENTIAL. DO NOT DISTRIBUTE.





COMPELLING VALUATION

| | | EV / Revenue 2022E | EV / Revenue 2023E | Revenue CAGR '21 – '23 |
|--------------------------------|--|-----------------------|-----------------------|---------------------------|
| High Growth Med-Tech | | 15.9x | 12.1x | 40% |
| Premium Spine & Orthopedics | | 9.0x | 7.4x | 21% |
| Enabling Robotic Technology | | 25.5x | 16.0x | 48% |
| Accelus | | 10.0x | 6.0x | 72% |

Source: WallStreet research, company filings and S&P Capital IQ; market data as of November 5, 2021

©2021 ACCELUS ALL RIGHTS RESERVED. CONFIDENTIAL. DO NOT DISTRIBUTE.

