

EMPOWER LTD.
P.O. Box 309, Uglan House
Grand Cayman KY1-1104, Cayman Islands

US Tax ID: N/A

March 30, 2021

Attention: U.S. Shareholders of Empower Ltd.

IMPORTANT TAX NOTICE

Re: 2020 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.

Empower Ltd. (or “the Company”) meets the Internal Revenue Code definition of a passive foreign investment company (“PFIC”) for the taxable year ended December 31, 2020. The Company is hereby making available PFIC Annual Information Statements for Empower Ltd. for their taxable year beginning on August 19, 2020 and ending on December 31, 2020 pursuant to the requirements of Treasury Regulation Section 1.1295-1(j)(1).

The PFIC Annual Information Statements contain information to enable you, should you choose, to elect to treat Empower Ltd. as a Qualified Electing Fund (“QEF”).

A U.S. shareholder who makes a QEF election for Empower Ltd. 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 Empower Ltd. 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 2020 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 EMPOWER LTD. ARISING IN THEIR OWN PARTICULAR SITUATIONS UNDER THE UNITED STATES FEDERAL, STATE, LOCAL OR FOREIGN LAW.

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PFIC Annual Information Statement

Empower Ltd.

- 1) This Information Statement applies to the taxable year of Empower Ltd. beginning on August 19, 2020 and ending on December 31, 2020 (the “Taxable Year”).
- 2) Your pro rata share of Empower Ltd.’s ordinary earnings for the Taxable Year can be determined as follows:
 - i) If you owned Empower Ltd.’s shares for the entire IPO period from October 9, 2020 through December 31, 2020, you should multiply the number of shares by the “Per Ordinary Share” amount below.

	Total Ordinary Income	Ordinary Income Per Share	Net Capital Gains
Founder Shares	US\$ 0.00	US\$ 0.000000	US\$ 0.00
IPO Shares	US\$ 49,118	US\$ 0.001965	US\$ 0.00
Private Placement Warrants	US\$ 0.00	US\$ 0.000000	US\$ 0.00

- ii) If you did not own all of your Empower Ltd. shares for the entire 84 day IPO period, your daily pro rata share of Empower Ltd. ’s ordinary earnings is:

	Daily Ordinary Income Pro Rata Share	Net Capital Gains Pro Rata Share
Founder Shares (August 19 – December 31, 2020)	US\$ 0.000000	US\$ 0.00
IPO Shares (October 9 – December 31, 2020)	US\$ 0.000023	US\$ 0.00
Private Placement Warrants (October 19 – December 31, 2020)	US\$ 0.000000	US\$ 0.00

U.S. shareholders are advised to consult with their tax advisors with respect to the calculation of their pro rata share of Empower Ltd.’s ordinary earnings and net short term and long term capital gain for the Taxable Year.

3) The amount of cash and the fair market value of other property distributed or deemed distributed by Empower Ltd. during the Taxable Year are as follows:

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

4) The Summary of Annual Information of Empower Ltd. is as follows:

a) Description of each class of shares – **Ordinary share.**

b) Total number of shares outstanding at year-end:

i) Founder Shares: **6,250,000.**

ii) IPO Shares: **25,000,000** and

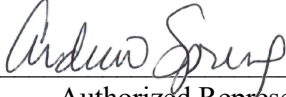
iii) Private Placement Warrants: **4,666,667.**

c) Total FMV of IPO shares at December 31, 2020 – **US\$ 10.01 per share.**

5) Any shareholders making a QEF election will be permitted by Empower Ltd. to inspect and copy its permanent books of account, records, and such other documents as are maintained by Empower Ltd. that are necessary to establish that Empower Ltd.'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.

Empower Ltd.

Date: March 30, 2021

By: 
Authorized Representative