

ABACUS LIFE

OPTIONS FOR YOUR LIFE INSURANCE

Investor Presentation

August 2022

Disclaimer

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Forward-Looking Information. This Presentation contains certain forward-looking statements within the meaning of the federal securities laws with respect to the Transaction, including statements regarding the anticipated benefits of the Transaction, the anticipated timing of the Transaction, the future financial condition and performance of the Abacus Companies and expected financial impacts of the Transaction (including future revenue and pro forma enterprise value) and the platform and market opportunities of the Abacus Companies. These forward-looking statements generally are identified by the words "believe," "project," "project," "expect," "anticipate," "estimate," "intend," "strategy," "future," "scales," "representative of," "valuation," "potential," "opportunity," "plan," "may," "should," "will be," "will continue," "will kely result," and similar expressions or the negatives of these terms or variations of them. 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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 Transaction may not be completed in a timely manner or at all, which may adversely affect the price of ERES' securities, (ii) the risk that the Transaction may not be completed by ERES' business combination deadline and the potential failure to obtain an extension of the business combination deadline if sought by ERES, (iii) the failure to satisfy the conditions to the consummation of the Transaction, including the requisite approvals of ERES' and the Abacus Companies' stockholders, the satisfaction of the minimum aggregate transaction proceeds amount following any redemptions by ERES' public stockholders 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 Transaction, (v) the occurrence of any event, change or other circumstance that could give rise to the termination of the merger agreement relating to the Transaction, (vi) the effect of the announcement or pendency of the Transaction on the Abacus Companies' business or employee relationships, operating results and business generally, (vii) the risk that the Transaction disrupts current plans and operations of the Abacus Companies, (viii) the risk of difficulties in retaining employees of the Abacus Companies as a result of the Transaction, (ix) the outcome of any legal proceedings that may be instituted against the Abacus Companies or against ERES related to the merger agreement or the Transaction, (x) the ability to maintain the listing of ERES' securities on a national securities exchange, (xi) changes in the competitive industries in which the Abacus Companies operate, variations in operating performance across competitors, changes in laws and regulations affecting the Abacus Companies' business and changes in the combined capital structure, (xii) the ability to implement business plans, forecasts, and other expectations after the completion of the Transaction, and the ability to identify and realize additional opportunities, (xiii) risks related to the uncertainty of the Abacus Companies' projected financial information, (xiv) current and future conditions in the global economy, including as a result of the covID-19 pandemic, (xv) the risk that demand for the Abacus Companies' life settlement and related offerings does not grow as expected, (xvi) the ability of the Abacus Companies to retain existing customers and attract new customers, (xvii) the potential inability of the Abacus Companies to grow its market share of the life settlement industry or to achieve efficiencies regarding its operating model or other costs, (xix) the enforceability of the Abacus Companies' intellectual property rights, including its trademarks and trade secrets, and the potential infringement on the intellectual property rights of others, (xx) the Abacus Companies' dependence on senior management and other key employees, (xxi) the risk of downturns and a changing regulatory landscape in the industry in which the Abacus Companies operate, (xxii) negative trends in the life settlement industry impacting the value of life settlements, including increases to the premium costs of life settlement policies, increased longevity of insureds, and errors in the methodology and assumptions of life expectancy reports, (xxiii) legal challenges by insurers related to the validity of the origination or assignment of certain life settlements, and (xxiv) costs related to the Transaction or to realize estimated pro forma results and underlying assumptions, including with respect to estimated stockholder redemptions. The foregoing list of factors is not exhaustive.

Nothing in this Presentation should be regarded as a representation by any person that the forward-looking statements set forth herein will be achieved. You should carefully consider the foregoing factors and the other risks and uncertainties which will be more fully described in the "Risk Factors" section of the proxy statement discussed below and other documents filed by ERES from time to time with the 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. Viewers of this Presentation are cautioned not to put undue reliance on forward-looking statements, and the Abacus Companies and ERES 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 the Abacus Companies or ERES, or the combined company, will achieve expectations.



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Use of Projections. This Presentation contains financial forecasts with respect to the Abacus Companies' projected revenue, net income and return on equity for 2022, 2023 and 2024. The financial and operation forecasts and projections contained herein represent certain estimates of the Abacus Companies as of the date hereof and are included herein for illustrative purposes only. Neither ERES' independent auditors nor the Abacus Companies' independent public accountants have audited, examined, reviewed, compiled or performed any procedures with respect to the forecasts or projections and, accordingly, do not express an opinion or other form of assurance with respect thereto. These projections should not be relied upon as being necessarily indicative of future results. In this Presentation, certain of the above mentioned projected information has been repeated (in each case, with an indication that the information is an estimate and is subject to the qualifications presented herein) for purposes of providing comparisons with historical data. The assumptions and estimates underlying the prospective financial information are inherently uncertain and are subject to a wide variety of significant business, economic, regulatory 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 financial information of the Transaction, or that actual results will not differ materially from those presented in the prospective financial information in this Presentation should not be regarded as a represented for informational jurposes only and may differ materially from the Regulation S-X of the SEC, are presented for informational purposes only and may differ materially from the Regulation S-X compliant pro forma financial statements of the Abacus Companies for the year ended December 31, 2021 to be included in ERES' proxy statement in connection with the Transaction (when av

Financial Information; The financial information and data contained in this Presentation is unaudited and does not conform to Regulation S-X. Such information and data may not be included in, may be adjusted in or may be presented differently in the proxy statement to be filed relating to the Transaction. Except as otherwise noted, all references herein to full-year periods refer to the Abacus Companies' fiscal year, which ends on December 31. You should review the Abacus Companies' audited financial statements, which will be included in the proxy statement to be filed in connection with the Transaction.

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Participants in Solicitation. ERES, the Abacus Companies and their respective directors and executive officers may be deemed to be participants in the Siccitation of proxies from ERES stockholders in connection with the Transaction. A list of the names of such directors and executive officers and information regarding their interests in the Transaction will be contained in the proxy statement when available. You can find more information about ERES' directors and executive officers in the final prospectus relating to ERES' initial public offering, which ERES filed with the SEC on July 20, 2020. You may obtain free copies of these documents as described in the preceding paragraph.

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Today's Presenters







Jay Jackson *
Chief Executive Officer

25+ years life settlement experience Built multiple origination & platform providers in the life settlement space



OPTIONS FOR YOUR LIFE INSURANCE

Bill McCauley *

Chief Financial Officer

20+ years financial services experience Led financial operations, reporting functions, and special projects for a range of financial service providers



Sean McNealy *
Co-Founder & Managing Director

25+ years life settlement experience Built multiple origination & platform providers in the life settlement space



Terry Pegula
Chairman, CEO & President

World-class operator and investor, having sold energy assets for ~\$6bn Owner of numerous professional sports teams, including Buffalo Bills & Sabres



Jim Morrow *

Director

20+ years specialty finance experience Founder & Chief Executive Officer of Callodine Capital Management, LP

Managed \$40BN in equity-income strategies for Fidelity Investments, Inc.



Adam Gusky *

Chief Investment Officer

12+ years as Chief Investment Officer for East Management Services Responsible for financial & business due diligence of all acquisitions Rand Capital Board of Director



































Why Abacus?



Transaction proprietarily sourced by East Resources

Leverages the Investment Experience of the Broader Sponsor Team

- Adam Gusky (CIO of Pegula family office) has tracked the life settlement sector for many years
- *Jim Morrow has 20+ years experience investing in alternative assets, specialty finance, etc.*

Transaction Highlights



Sector market leader in defensive / a-cyclical category



Highly scalable platform



Steady financial performance with strong growth potential



Experienced management team



Access to capital markets transforms the business



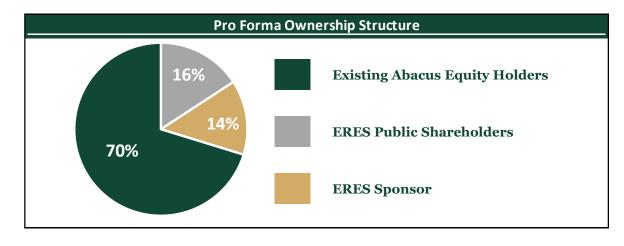
Business Combination Summary

Transaction Details

- Pro Forma Enterprise Value of \$618 million
- Current Abacus shareholders rolling 100% equity ownership 1
- Assumes ~\$98 million of SPAC cash in trust (no redemptions by SPAC stockholders)
- Abacus is opportunistically seeking to raise a PIPE post-announcement
- Lock-up period for legacy Abacus equity holders & SPAC Sponsor is 24 months postclosing for 85% of total shares and 12 months for remaining 15%

Pro Forma Valuation (\$ in millions)				
2023E Earnings	\$41.09			
Purchase Multiple	15.0x			
Total Enterprise Value	\$618			
Less: Debt				
Plus: Cash to Balance Sheet	79			
Total Equity Value	\$697			
Share Price (\$)	\$10.00			
Pro Forma Shares Outstanding	70			

Sources of Funds (\$ in millions)	Amount (\$)	%
SPAC Cash in Trust	98	16%
SPAC Sponsor	86	14%
Seller Rollover Equity	434	70%
Total Sources of Funds	\$618	100%
Uses of Funds	Amount (\$)	%
Uses of Funds Cash to Balance Sheet	Amount (\$) 79	% 13%
Cash to Balance Sheet	79	13%
Cash to Balance Sheet Seller Rollover Equity	79 434	13% 70%





Overview of Abacus Life

We have built a leading vertically integrated alternative asset manager specializing in life insurance products

~20[%]
Market Share

Industry Leader with ~20% Market Share

- Purchased ~\$1.3bn in face value of policies from '19 '21
 ~4x expected origination growth from '16 '22E
- Manage assets for KKR, Teamsters Union, and other 3rd party investment fund strategies

49
States with Ability /
License to Operate

High Barriers to Entry

- Scaled origination drives low-cost policy acquisition

 Operational in 49 states

 Highly regulated sector with many disclosure requirements
- ~\$**950**mm
 Policies Serviced ¹

Institutionalized Processes

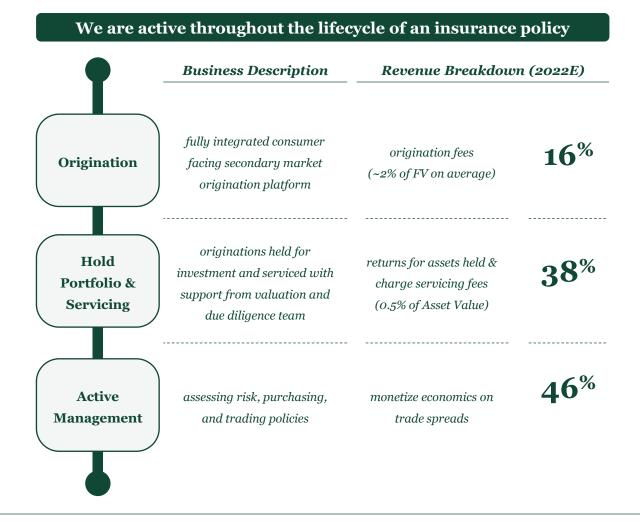
- Formed in 2004 and currently has 59 employees
- Serviced ~\$950mm in policies, including a JV with KKR ¹

20 + Years

Avg. Experience

Innovative & Experienced Leadership Team

- Management averages 20⁺ years experience in industry
- Firm led by an innovative management team





Source: Market share data per The Deal and based on value of settlements paid in 2021.

1. Includes policies originated, owned, and / or serviced by Abacus over the last twelve months.

Investment Highlights





Large Total Addressable Market with Meaningful Growth Potential



We believe that we provide an attractive solution for life insurance policyholders to monetize an underutilized asset





Sources: Life Insurance Industry per the American Council of Life Insurers Annual Report (2020). American Real Estate Industry per the MSCI – Real Estate Market Size report (2021 / 2022). Percent of insurance policies that do not pay claims per the Life Settlement Insights (Observations and Commentary on the Life Settlement Market) report. Annual Life Settlement Market Opportunity per Strategic Study Series Insurance Research, Life Settlements "A Market Takes Off" (2019) provided by Conning, Inc. Annual Life Settlement Market Rankings (2021). Percentages of awareness and willingness for life settlement per Life Insurance Settlement Association (annual survey of insureds who let the policy lapse). Percent of advisors and agents that transact based on number of estimated dinancial advisors per Occupational Employment and Wage Statistics data provided by the U.S. Bureau of Labor Statistics, Abacus' market share and observed success rate with financial advisors.

1. Total Life Insurance Industry refers to total face value of individual life insurance policies in force in 2020. Annual Life Settlement Market Opportunity includes policies with estimated age of policy holder over 65 years old. Current Annual Life Settlement Market refers to total face value of policies settled in 2021.

Uncorrelated Alternative Asset with Institutional Investment Grade Counterparts

Policies are Cash Collateralized by High Quality Carriers . . .

... and Consistently Generate Strong & Essentially Uncorrelated Returns

95%

Policy counterparties are generally high-quality investment grade insurance companies

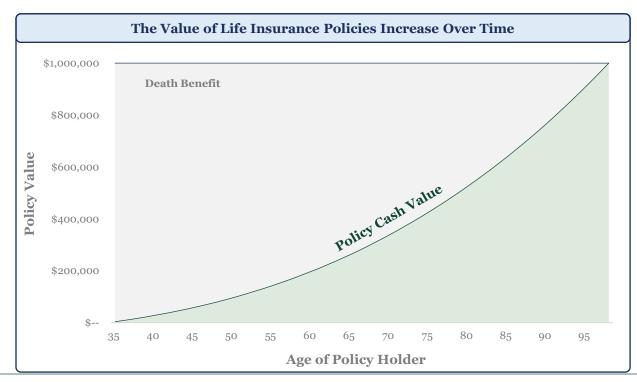
Policies are cash collateralized with minimal payout risk

Similarities to a zero-coupon bond, driven by mortality

Industry is generally a-cyclical

Policies have very limited risk of loss

of carriers have an "A Rating" or better 1



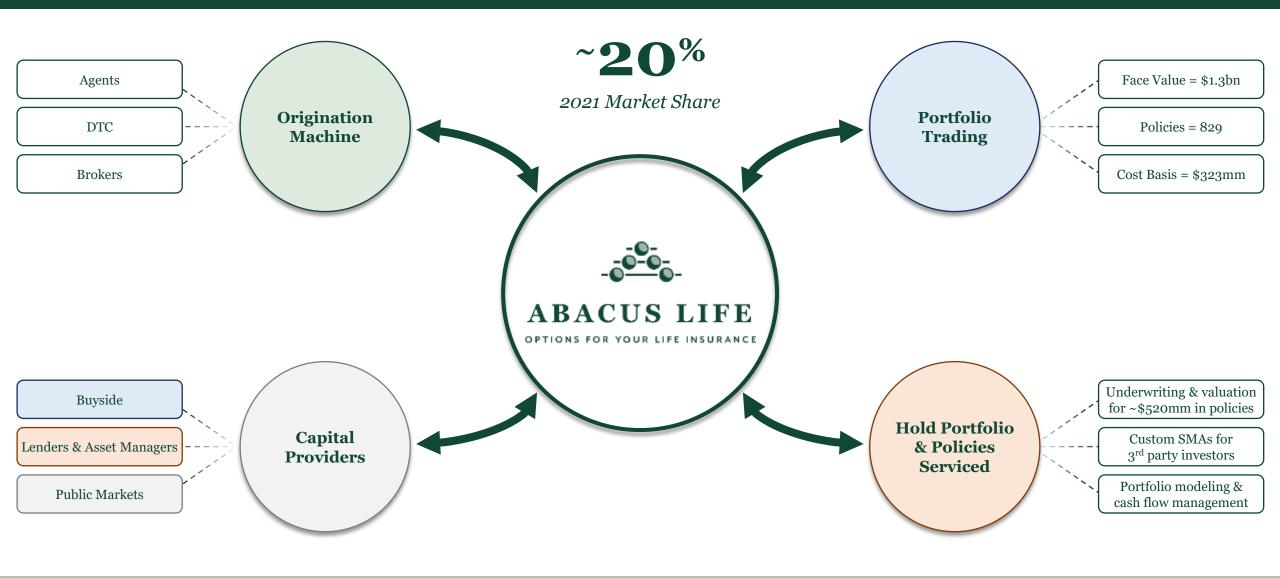




Source: Policy Cash Value Over Time chart based on a \$1 million death benefit, ~3% cash value rate of increase, beginning at 35-years old and paying out at 100-years old. A-cyclical and essentially uncorrelated returns based on the average return and associated standard deviation chart – based on 3-year comparative return for a variety of market indices per Yahoo Finance.

- 1. A Rating or better determined by AM Best and classified as insurance companies that have or exceed an "excellent ability to meet their ongoing obligations".
- 2. Abacus return and standard deviation based on its entire portfolio (holding and trading) as of August 2022 and then extrapolated to August 2025, assuming zero mortalities.

Abacus is at the Heart of the Life Settlements Industry





ORIGINATION MACHINE with a Model to Drive Economics



Diversification Across Multiple Origination Channels Creates a Lower Average Policy Acquisition Cost & Higher Estimated IRRs

long-term relationships with 78 institutional origination partners

access to over 30,000 financial advisors

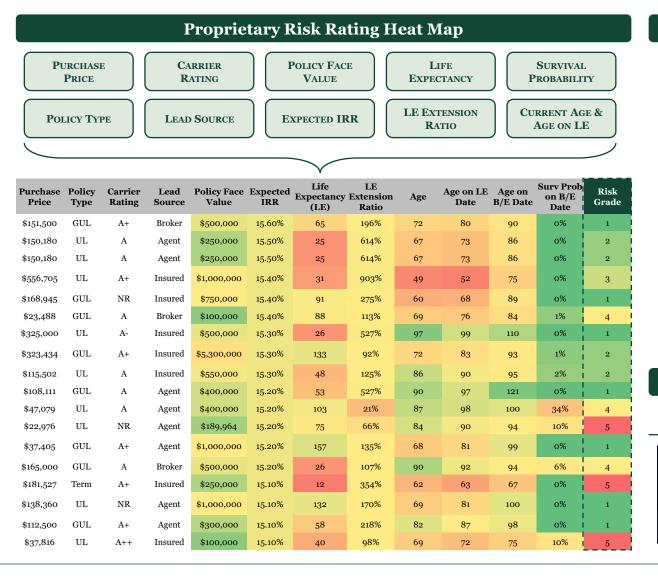
45-person origination team with 16 sales members, assigned by channel

49 states with ability / license to operate

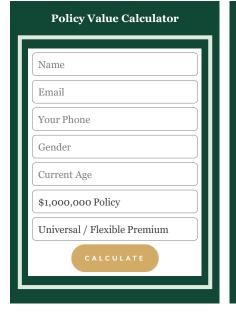




Proprietary Technology Platform Yields Differentiated Underwriting Capabilities



Instant Policy Valuations





Innovator in "InsurTech"

Abacusmarketplace.com



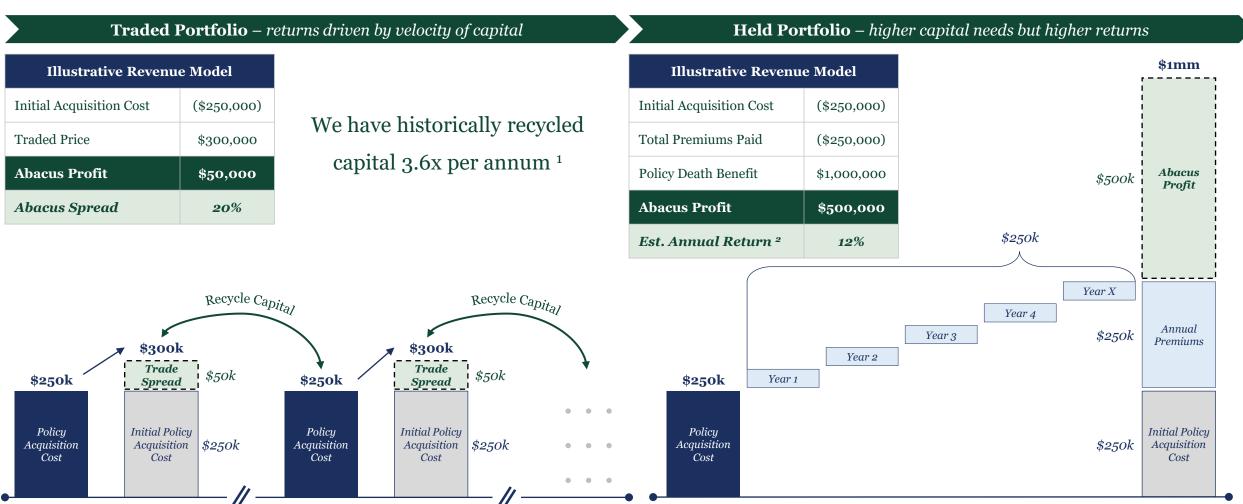
- Leading blockchain tertiary trading, servicing, and valuation platform
- Expect to add direct purchase in Jan-23



1. Illustrative example.

Optimized Platform Through Active Portfolio Management

Consistently evaluating policies (at origination and throughout lifecycle) to generate essentially uncorrelated risk adjusted returns





Abacus held traded policies for an average of ~100 days in 2021.

^{2.} Estimated annual return figures based on an internal valuation report conducted by a 3rd party actuarial firm.

Seasoned Leadership Supported by Outstanding Operations & Execution Team



Jay Jackson
Chief Executive Officer
25⁺ years experience

- Worked in the investment industry for 25+ years, including family office, major investment firms, and alternative asset managers
- Pioneered origination process & trading platform for Abacus Life taking it from the 5th to the largest origination platform in just 4 years
- Board Member of the Area Agency on Aging, an agency of the Florida Department of Elder Affairs



Bill McCauley
Chief Financial Officer
20⁺ years experience

- CFO for several of the largest public insurance carriers, including Transamerica and MassMutual
- Former FP&A for McKinsey & Co; consulting with top companies on financial planning and modeling
- · Led sell-side valuation of the Transamerica Advisors broker deal



Todd "Sean" McNealy
Managing Partner & Co-Founder

25⁺ years experience

- Founded Abacus in 2004 and transacted \$10bn in policy value
- Long history of originating and acquiring life insurance policies from national firms, DTC, and insurance brokerage markets
- · Industry leader and foremost life settlement expert



Kevin "Scott" Kirby
Managing Partner & Co-Founder

25⁺ years experience

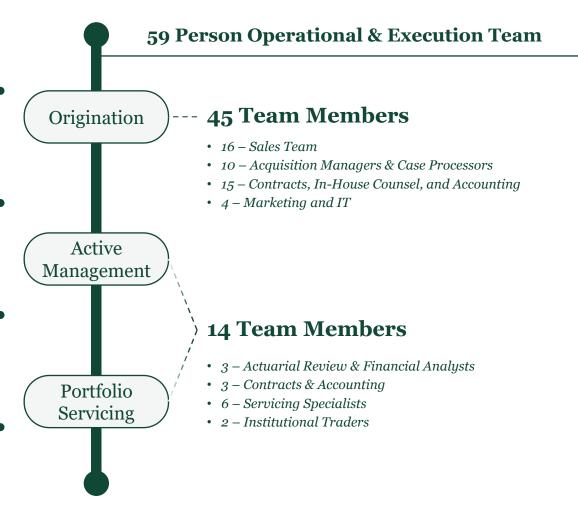
- Founded Abacus in 2004 and transacted \$10bn in policy value
- · Built the institutional and broker market for the industry
- An industry thought leader credited for bringing efficiency to the transaction



Matthew Ganovsky
Managing Partner & Co-Founder

25⁺ years experience

- Founded Abacus in 2004 and transacted \$10bn in policy value
- Built the institutional and broker market for the industry
- An industry thought leader credited for bringing efficiency to the transaction





Multiple Avenues to Drive Growth



The Life Insurance Settlements Industry Continues to Mature

- Total annual volumes (in face value) is anticipated to grow from ~\$6bn in 2022 to ~\$8bn in 2028 (5% CAGR)
- Total industry gross market potential continues to grow year-over-year and is projected to be ~\$237bn by 2023



Abacus is Highly Focused on Growing the Origination Machine

- Significant investment in technology & marketing infrastructure
- Increased headcount 23% in the LTM to meet growing demand; anticipate 50% growth by 2024 (ranked a top 3 place to work in Orlando by employee reviews in 2019)¹



Technology Improvements will Support Analytics, Market Liquidity, and Velocity of Capital Use

- <u>Abacus Analytics</u> → license to industry as the standard pricing & valuation platform for policy valuation and portfolio assessment; obtain visibility into every transaction in the industry
- <u>AbacusMarketplace.com</u> → leading tertiary trading, servicing, and valuation platform (planning to add direct purchase in January 2023)
- Next Step Technology Platforms \rightarrow Lapetus Life Event Solutions, Aging IQ, and Block Certs



Access to Capital Markets Provides More Attractive Financing (i.e., Lower Cost of Capital)

- · Optimizes per policy revenue to fund additional infrastructure growth
- · Increases balance sheet policy hold portfolio, and thus increases overall returns



Abacus' Business Model Transitions as Our Capital Base Scales

Going public provides access to a lower cost of capital and accelerates our longer-term plan to optimize the business model

Ability to Scale **Hold** Portfolio and **Investment Focused on Expanding** Unique Opportunity to Begin Generate Higher Return on Equity **Securitizing** Policy Portfolios **Origination & Distribution** Platform Infrastructure investment increases the Investment grade credit ratings will provide number of relationships with strategic *Long-term target of 50% hold / 50% trade* access to lower cost of capital partners across the value chain Hold portfolio increases in value over time *Increased marketing and awareness campaign* Lower cost of capital drives increased origination (regardless of market conditions) (television and digital media) Removing friction in transactions by adding new Hold portfolio can be securitized at a Asset model drives natural increase in book value technology in underwriting and purchasing significant multiple (Blockchain technology)



Aggregated Historical Track Record

\$150_{mm}

Capital Base (Including Nova JV) **4X**

Origination Growth Over the Past Six Years 1

\$950_{mm}

Policies Serviced in LTM (incl. KKR & Apollo assets) 829

Policies Purchased (acquired from 2019 – 2021) ~\$520_{mm}

Underwritten & Valued (on behalf of 3rd parties)

Held Portfolio

Face Value of Policies (acquired from 2019 – 2021)

Traded Portfolio

1,245

Policies Acquired

 $$1.9_{bn}$

Total Face Value

Average Face Value

22%

Realized Return

Total Portfolio

Policies Acquired

238

 $\$317_{\mathrm{mm}}$

Total Face Value

Average Face Value

12%

Projected Return¹

Construct policy tranches for a range of institutional buyers

1 – 2-day trading process given policies are held at securities intermediary

Realized Portfolio

Policies Acquired

\$37_{mm}

Total Face Value

 $$516_k$

Average Face Value

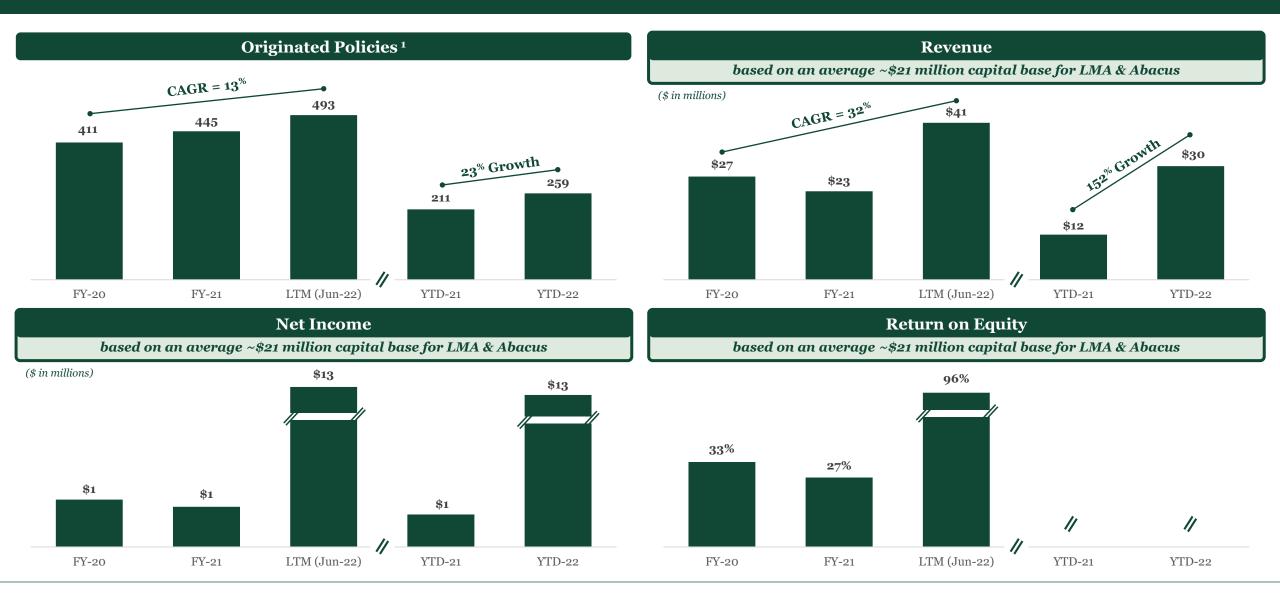
102%

Realized Return



^{1.} Estimated annual return figures based on an internal valuation report conducted by a 3rd party actuarial firm.

Consolidated Historical Financials (Excluding ~\$150mm Nova Joint Venture)





Note: Originated Policies, Revenue, Net Income, and Return on Equity based on unaudited financials. Historical financials not inclusive of entities not a part of the pro forma structure.

1. Includes policies originated by Nova joint venture.

Key Model Assumptions

Projected Model Assumptions

- Expect to close as early as Q4'22
- \$135 million of capital raised in connection with the transaction
 - \$35mm from SPAC cash in trust and \$100mm of debt financing in Q3'23
 - Incremental \$150mm of equity is anticipated to be raised in Q1'24
- Projected annual policy origination growth of 24%
 - Originations: 90% traded / sold directly to others and 10% held for investment
 - Incremental spend on marketing / origination team
- Expenses:
 - Fixed cost growth of 3% per annum
 - Per employee salary expense growth of 5% (not inclusive of new headcount)
- Estimated tax rate of 22%

Historical Economic Model Overview (Average Originated Policy)

Held Portfolio 1

Traded Portfolio

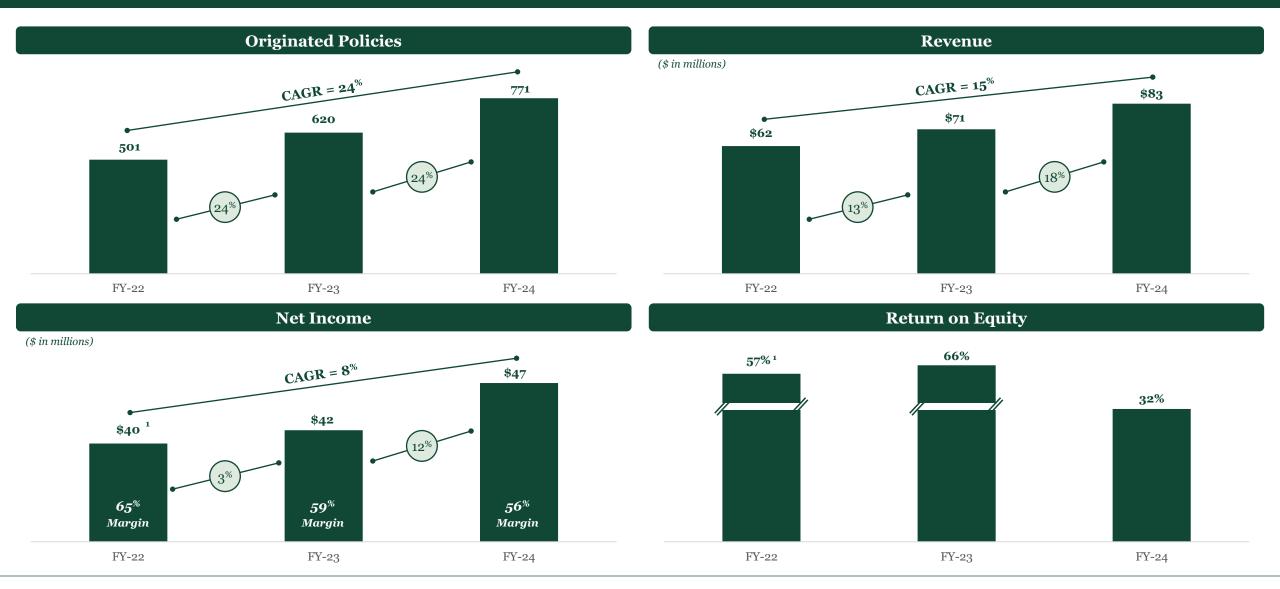
Traded Portiono 1		Held Portiono	
Avg. Age of Insured	74.3 Years	Avg. Age of Insured	81.0 Years
Avg. Policy Face Value	~\$1.2 mm	Avg. Policy Face Value	~\$1.7 mm
Avg. Cost Basis	~\$305 k	Avg. Cost Basis	~\$500 k
Cost as % of Face Value	~25%	Cost as % of Face Value	~30%
Avg. Heat Map Score	3 – 5	Avg. Heat Map Score	1 – 2
Average Returns	20%	Average Returns ²	12%
Average Revenue per Traded Policy	~\$61,000	Average Revenue per Held Policy (does not include servicing revenue)	~\$60,000



Note: Projected Model Assumptions assumes \$35 million SPAC Cash in Trust (net of redemptions) upon closing and an incremental \$100 million of debt financing raised in Q3-23. Current Sources & Uses as shown on page 6 shows current SPAC Cash in Trust (net of redemptions as a part of the extension vote already held) of ~\$98 million. Historical Economic Model Overview not outputs of the financial model projections but based on historical data.

^{1.} Traded Portfolio economics assumes 395 policies with a total aggregate face value and cost basis of \$486mm and \$121.5mm, respectively. Average heat map score was 3.6. Average Revenue per Traded policy based on Avg. Cost Basis * Average Returns. Held Portfolio economics assume 27 policies with a total aggregate face value and cost basis of \$45mm and \$13.5mm, respectively. Average Revenue per Held Policy assumes a 6 – 7-year hold period. Average heat map score was 1.7. Average Revenue per Held policy based on Avg. Cost Basis * Average Returns.

Summary Projected Financials

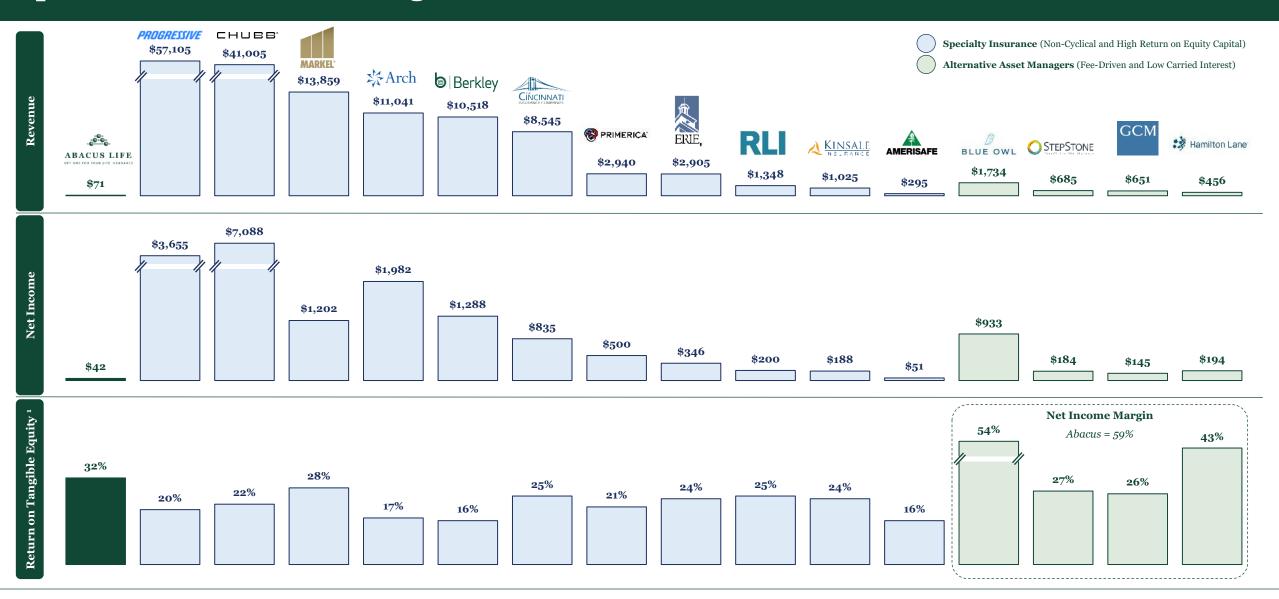




Note: Summary Projected Financials assumes \$35 million SPAC Cash in Trust (net of redemptions) upon closing and an incremental \$100 million of debt financing raised in Q3-23. Current Sources & Uses as shown on page 6 shows current SPAC Cash in Trust (net of redemptions as a part of the extension vote already held) of ~\$98 million.

1. Assumes a Pro Forma Estimated Income Tax of 22%.

Operational Benchmarking

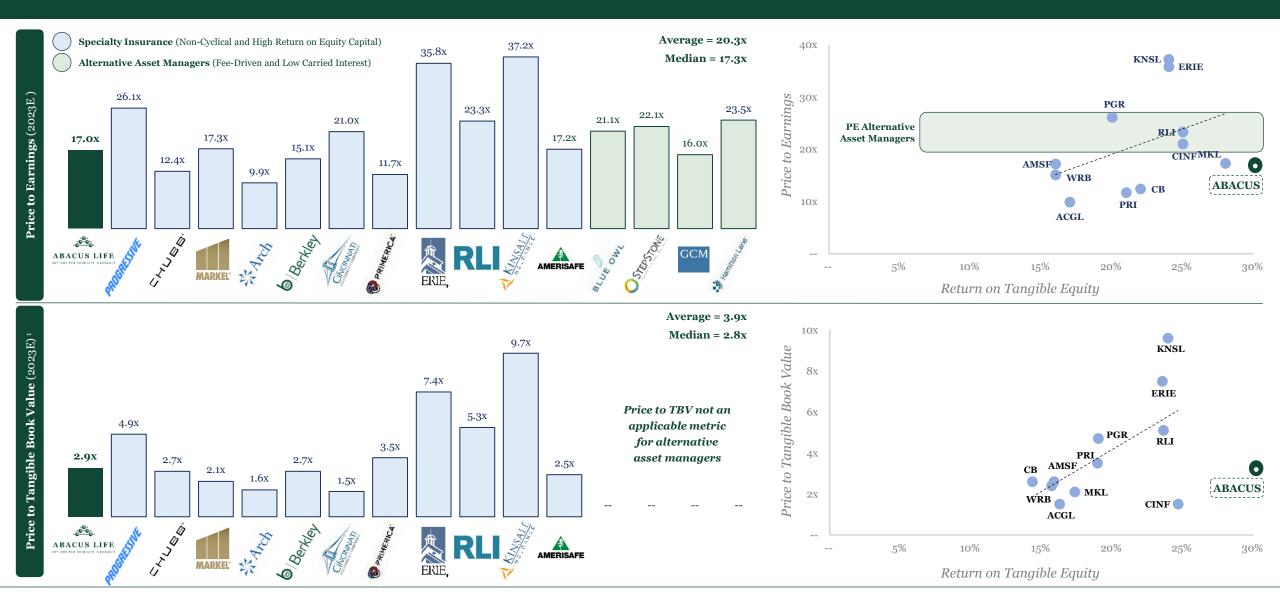




Source: Financial data per Capital IQ / S&P Global.

Note: Return on Tangible Equity not a relevant metric for Alternative Asset Managers. Instead, analysis shows Net Income Margin relative to Abacus Life. Revenue, Net Income, Return on Tangible Equity, and Net Income Margins based on FY 2023E.

Valuation Benchmarking





Source: Valuation data per Bloomberg as of August 22, 2022.

^{1.} Abacus' return on tangible equity is based on FY'2024E given normalization of equity post transaction. Assumes \$150 million capital raise in Q1'24.

Investment Highlights







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