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## **Interra Acquisition Corporation**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 7801)**

**(Warrant Code: 4801)**

### **FINAL REDEMPTION AND DE-LISTING**

This announcement is made by Interra Acquisition Corporation (the “**Company**”), pursuant to Rule 13.09 of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and the Inside Information Provisions (as defined under the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

#### **BACKGROUND**

References are made to (i) the Company’s circular dated August 26, 2024 (the “**Circular**”); (ii) the Company’s poll results announcement dated September 13, 2024 in relation to, among others, the extension of the deadline for the De-SPAC Announcement; and (iii) the Company’s announcement dated October 31, 2024 in relation to the suspension of trading in the Company’s Shares and listed warrants on the Main Board of the Stock Exchange (collectively, the “**Announcements**”). Unless otherwise defined, terms used in this announcement shall have the same meanings as those defined in the Circular.

As disclosed in the Announcements, the Company had extended the deadline for the De-SPAC Announcement under Rule 18B.69 of the Listing Rules to March 16, 2025 (the “**Extended Deadline**”) in accordance with Rule 18B.71 of the Listing Rules. Trading in the Company’s Class A Shares and Listed Warrants on the Main Board of the Stock Exchange has been suspended since November 1, 2024, as the percentage of public float fell below 15% following the Share Redemption.

#### **FINAL REDEMPTION**

Pursuant to Rules 18B.73 and 18B.74 of the Listing Rules, (i) the Stock Exchange may suspend the trading of a SPAC’s securities if it does not meet the required deadlines; and (ii) following such suspension, the SPAC must, within one month of the suspension, return the funds raised from its initial offering by distributing or paying to all holders of SPAC shares (other than the SPAC shares of a separate class issued by such SPAC exclusively to a Promoter) the monies held in the escrow account on a pro rata basis, for an amount per SPAC share not less than the price at which such SPAC shares were issued at the SPAC’s initial offering.

As of the date of this announcement, the Company has not entered into any definitive agreement with respect to a De-SPAC Transaction and the Extended Deadline will lapse on March 16, 2025. Given that trading in the Company's Class A Shares and Listed Warrants on the Main Board of the Stock Exchange has already been suspended, the Company will proceed with returning the funds raised from its initial offering by redeeming all Class A Shares (the "**Final Redemption**") at a redemption price per Class A Share (the "**Redemption Price**") that must not be less than HK\$10.00, being the initial offering price of the Class A Shares, in accordance with the terms of the Company Articles and the Listing Rules.

The Redemption Price has been determined at HK\$11.0979 per Class A Share, which is based on the aggregate amount on deposit in the Escrow Account on March 14, 2025. Payment of the Redemption Price is expected to be made on or about April 3, 2025, and in any event no later than April 16, 2025, being one month after the date of the Extended Deadline. All holders of Class A Shares whose names appear on the Company's register of members on March 31, 2025 will be entitled to receive the Redemption Price per Class A Share, all transfers of Shares accompanied by the relevant Share certificates are required to be lodged with the Hong Kong Share Registrar for registration by 4:30 p.m. on March 31, 2025.

Holders of the Listed Warrants will not, in respect of their Listing Warrants, be entitled to the funds available in the Escrow Account, or receive any amounts in respect of their unexercised Listed Warrants payable by the Company to redeem any Class A Shares in the Final Redemption.

## **DE-LISTING AND VOLUNTARY LIQUIDATION**

In accordance with the terms of the Company Articles, the Final Redemption will completely extinguish Class A Shareholders' rights as shareholders of the Company (including the right to receive further liquidation distributions, if any). Upon completion of the Final Redemption, (i) the Stock Exchange will cancel the listing of the Class A Shares and the Listed Warrants (the "**De-Listing**"); and (ii) subject to the approval of the Company's remaining Shareholders and the Directors, the Company will commence a voluntary liquidation process in accordance with Cayman Islands law to liquidate and dissolve as promptly as reasonably possible (the "**Voluntary Liquidation**"). The Company will publish an announcement regarding the return of funds and the De-Listing as soon as practicable after completion of the Final Redemption.

Pursuant to the terms and conditions of the Listed Warrants, there will be no redemption rights or liquidating distributions with respect to the Listed Warrants. All Listed Warrants will expire at the same time as the cancellation of the Company's Shares after the completion of the Final Redemption.

## **CONTINUED SUSPENSION OF TRADING**

Trading in the Company's shares and listed warrants on the Stock Exchange has been suspended since November 1, 2024, and will remain suspended until the De-Listing.

Shareholders and investors are reminded to exercise caution when dealing in the securities of the Company and to consult professional advisers if they are in doubt about their positions.

By order of the Board  
**INTERRA ACQUISITION CORPORATION**  
**Mr. CHEN Tong**  
*Co-chairman, Executive Director and  
Co-chief executive officer*

Hong Kong, March 14, 2025

*As of the date of this announcement, the Board comprises Mr. CHEN Tong (Co-chairman and Co-chief executive officer), Mr. YANG Xiuke (Co-chairman and Co-chief executive officer), Ms. MING Liang and Mr. GE Chengyuan as the Executive Directors, and Ms. CHAN Ching Chu (alias Rebecca CHAN), Ms. CHAN Jeanette Kim Yum and Mr. PU Yonghao as the Independent Non-Executive Directors.*