



**THE FOUNDATION  
FOR SECURE  
MARKETS**

**#50788**

**Date:** July 27, 2022

**Subject:** DPCM Capital, Inc. - Anticipated Adjustment  
Option Symbol: XPOA  
New Symbol: QBTS1  
Date: ???

On August 2, 2022, Shareholders of DPCM Capital, Inc. (XPOA) will vote concerning the proposed business combination with D-Wave Quantum Inc. (the “Transaction”). If the Transaction is approved and consummated, each existing XPOA Class A Common Share will be converted into the right to receive a number of (New) D-Wave Quantum Inc. Common Shares based on the Exchange Ratio as defined and described in the XPOA/D-Wave Quantum Inc. Proxy Statement/Prospectus dated July 13, 2022 (“Proxy”). Fractional shares will be rounded down to the nearest whole share.

D-Wave Quantum Inc. Common Shares are anticipated to be listed on the New York Stock Exchange under the ticker symbol “QBTS”.

#### **Individual Election to Redeem Shares for Cash**

Public Stockholders, defined in the Proxy as holders of the XPOA Public Shares (Class A Common Shares included in the Public Units issued in the IPO), who wish to redeem their XPOA Class A Common Shares for cash must follow all redemption and election procedures described in the Proxy. As stated in the Proxy, Public Stockholders can redeem their Public Shares for cash only if they i) a) hold public shares or b) hold XPOA Units and elect to separate the units into the public shares and public warrants prior to exercising redemption rights with respect to the public shares, AND ii) a) submit a written request to Continental Transfer & Trust Company (“Transfer Agent”) **prior to 5:00 pm, Eastern Time, on July 29, 2022** that XPOA redeem their public shares for cash and (b) deliver their public shares to the Transfer Agent, physically or electronically through DTC.

As stated in the Proxy, Public Stockholders may elect to redeem all or a portion of their public shares even if they vote for the Transaction. If the Transaction is not consummated, the public shares will not be redeemed for cash.

#### **Exercise Consideration**

Holders of XPOA Call options who wish to redeem their XPOA shares received through exercise bear sole responsibility in determining when to exercise their options to permit a valid election to redeem.

#### **Contract Adjustment**

**Date:** Effective the opening of the business day after the merger is consummated.

**Option Symbol:** XPOA changes to QBTS1

**Strike Divisor:** 1

**Contracts Multiplier:** 1

**New Multiplier:** 100 (e.g., a premium of 1.50 yields \$150; a strike of 10 yields \$1,000.00)

**New Deliverable Per Contract:** A number of (New) D-Wave Quantum Inc. (QBTS) Common Shares equal to the Exchange Ratio as described in the Proxy, x 100.

Note: The Exchange Ratio is expected to be between 1.1666667 and 1.4541326 QBTS Common Shares per XPOA share held.

Note: Fractional shares will be rounded down to the nearest whole share.

**CUSIP:** (New) QBTS: TBD

### **Delayed Settlement**

OCC will delay settlement of the QBTS component of the QBTS1 deliverable until the final merger consideration is determined. Upon determination of the final merger consideration, OCC will require Put exercisers and Call assignees to deliver the appropriate number of shares.

### **Disclaimer**

This Information Memo provides an unofficial summary of the terms of corporate events affecting listed options or futures prepared for the convenience of market participants. OCC accepts no responsibility for the accuracy or completeness of the summary, particularly for information which may be relevant to investment decisions. Option or futures investors should independently ascertain and evaluate all information concerning this corporate event(s).

The determination to adjust options and the nature of any adjustment is made by OCC pursuant to OCC By-Laws, Article VI, Sections 11 and 11A. The determination to adjust futures and the nature of any adjustment is made by OCC pursuant to OCC By-Laws, Article XII, Sections 3, 4, or 4A, as applicable. For both options and futures, each adjustment decision is made on a case by case basis. Adjustment decisions are based on information available at the time and are subject to change as additional information becomes available or if there are material changes to the terms of the corporate event(s) occasioning the adjustment.

ALL CLEARING MEMBERS ARE REQUESTED TO IMMEDIATELY ADVISE ALL BRANCH OFFICES AND CORRESPONDENTS ON THE ABOVE.

For questions regarding this memo, please email the Investor Education team at [options@theocc.com](mailto:options@theocc.com). Clearing Member Firms of OCC may contact Member Services at 1-800-544-6091 or, within Canada, at 1-800-424-7320, or email [memberservices@theocc.com](mailto:memberservices@theocc.com).