

GRAVITAS II CAPITAL CORP.

ABRIDGEMENT CERTIFICATE

RE: Meeting of the shareholders of Gravitas II Capital Corp. (the “Company”) to be held on January 18, 2023 (the “Meeting”)

I, Nima Besharat, Chief Executive Officer, Chief Financial Officer and Corporate Secretary of the Company, hereby certify in my capacity as an officer of the Company and not in my personal capacity, that:

- (a) the Company has relied on section 2.20 of National Instrument 54-101 *Communication with Beneficial Owners of Securities of a Reporting Issuer* (the “**Instrument**”) with respect to abridging the time for the filing of the Notice of Meeting and Record Date under section 2.2(1) of the Instrument;
- (b) the Company has sent the proxy-related materials for the Meeting in compliance with the Instrument, to all registered and beneficial owners of the Company’s common shares, at least 21 days before the date fixed for the Meeting; and
- (c) save for the filing of this Certificate, which Certificate is filed on the date hereof, the Company has carried out all the requirements of the Instrument, in addition to those described in Item (b).

Dated December 22, 2022

“Nima Besharat”

NIMA BESHARAT

Chief Executive Officer, Chief Financial Officer and Corporate Secretary