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On August 9, 2024 Surf Air Mobility Inc. (“Surf Air”, “we” or the “Company”) announced that it will proceed with a 1-for-7 reverse stock split (the “Reverse Stock Split”) of its outstanding common stock, par value \$0.0001 per share (“Common Stock”), which was previously approved by Surf Air’s stockholders at the 2024 annual meeting of stockholders held on June 25, 2024 (the “2024 Annual Meeting”) and by Surf Air’s Board of Directors (the “Board”) on August 9, 2024. Surf Air plans to file an amendment to its Certificate of Incorporation to effectuate the Reverse Stock Split, which will become effective at 12:01 am Eastern Time on Monday, August 19, 2024 (the “Effective Time”). Surf Air’s Common Stock will continue to trade under the symbol “SRFM” and is expected to begin trading on the New York Stock Exchange (“NYSE”) on a reverse split-adjusted basis on Monday, August 19, 2024.

Additional information relating to the Reverse Stock Split was included in the Company’s definitive proxy statement on Schedule 14A for the 2024 Annual Meeting, which was filed with the U.S. Securities and Exchange Commission (“SEC”) on April 29, 2024 (the “Proxy Statement”).

What is a reverse stock split?

A reverse stock split exchanges a fixed number of existing shares of our Common Stock for a smaller number of new shares of our Common Stock. The new shares of Common Stock are initially expected to have a higher price, but there will be fewer of them.

Why is Surf Air doing a reverse stock split?

The purpose of the Reverse Stock Split is to increase the trading price per share of our Common Stock, as fewer shares will be outstanding. We expect that the increased trading price per share as a result of implementing the Reverse Stock Split may improve the marketability and liquidity of our Common Stock, as well as the marketability of our securities that are convertible into shares of Common Stock. It is also anticipated that an increase in the trading price per share will encourage institutional and retail interest and trading in our Common Stock and increase the number of investment analysts that provide research reports on the Company and our Common Stock. Generally, brokerage commissions, as a percentage of total transaction value, tend to be relatively higher for lower-priced stocks. As a result, certain stockholders and investors may also be dissuaded from purchasing lower-priced stocks due to anticipated transaction costs. It is possible that the increase in the trading price per share of our Common Stock anticipated after the Reverse Stock Split may reduce this concern, which may increase the marketability and liquidity of our Common Stock. In addition, if the trading price per share of our Common Stock promptly exceeds \$1.00 per share after the Reverse Stock Split and remains above that level for at least the 30 trading-day period thereafter, we expect to regain compliance with Section 802.01C of the NYSE Listed Company Manual, which requires listed companies to maintain an average closing price per share of at least \$1.00 over a consecutive 30 trading-day period.

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How will the Surf Air Reverse Stock Split work?

At the Effective Time, every 7 shares of Common Stock will be automatically combined into 1 share and the stock price is expected to initially increase proportionately. This will reduce the number of outstanding shares from approximately 89,785,706 to approximately 12,826,529.

When will the Reverse Stock Split be effective?

Surf Air currently anticipates filing an amendment to its Certificate of Incorporation to effectuate the Reverse Stock Split that will become effective at 12:01 am Eastern Time on August 19, 2024. Surf Air's Common Stock is expected to begin trading on a reverse split-adjusted basis on August 19, 2024.

Will the Reverse Stock Split change my percentage ownership or voting power?

The Reverse Stock Split is expected to affect all of the Company's stockholders uniformly and will not affect any stockholder's percentage ownership interest or proportionate voting power, except as may result from the cash-out of fractional shares of Common Stock. Fractional shares of Common Stock are expected to be paid out in cash (without interest and subject to withholding taxes, as applicable) in an amount equal to the closing trading price per share as reported on the NYSE as of the close of trading on August 16, 2024, as adjusted by the Reverse Stock Split ratio of 1-for-7, multiplied by the applicable fraction of a share.

What is the difference between a registered holder and a beneficial holder?

Stockholders that hold shares directly through Equiniti Trust Company, LLC, Surf Air's transfer agent ("EQ"), are considered registered stockholders. Stockholders that hold shares in an account at a brokerage firm, bank, dealer, custodian or other similar organization acting as nominee (each, a "Broker") are considered beneficial stockholders.

I'm a Surf Air registered stockholder — what happens to my shares of Common Stock?

At the Effective Time, every 7 shares of Common Stock will be automatically combined into 1 share and the stock price is expected to initially increase proportionately. Registered stockholders who would otherwise hold fractional shares because the number of shares of Common Stock they held before the Reverse Stock Split is not evenly divisible by 7 will be entitled to receive cash (without interest and subject to any required tax withholding applicable to a holder) in lieu of fractional shares. Fractional shares are expected to be paid out in cash in an amount equal to the closing trading price per share of our Common Stock as reported on the NYSE as of the close of trading on August 16, 2024, as adjusted by the Reverse Stock Split ratio of 1-for-7, multiplied by

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the applicable fraction of a share. The Company expects to make payments for fractional shares by the end of September 2024.

For example, if you held 700 shares before the Reverse Stock Split, you would hold 100 shares after the Reverse Stock Split becomes effective. If you held 1,000 shares before the Reverse Stock Split, you would hold 142 shares after the Reverse Stock Split becomes effective, and receive a cash payment in lieu of the 0.8571 pre-Reverse Stock Split shares that would have otherwise been converted into fractional shares.

I'm a Surf Air beneficial stockholder — what happens to my shares of Common Stock?

Shares of Surf Air Common Stock held by stockholders that hold their shares through a Broker will be treated in the same manner as shares held by registered stockholders. Accordingly, Brokers that hold shares of Surf Air Common Stock will be instructed to effectuate the Reverse Stock Split for the beneficial owners of such shares. However, those organizations may implement different procedures than those to be followed for registered stockholders for processing the Reverse Stock Split, particularly with respect to the treatment of fractional shares. If you have any questions regarding the application of the Reverse Stock Split to your shares, we encourage you to contact the Broker that holds your shares.

I'm a Surf Air warrant holder — what happens to my warrants to purchase Common Stock?

Surf Air's outstanding warrants to purchase Common Stock will be adjusted to preserve the value as compared to immediately prior to the effectiveness of the Reverse Stock Split. Pursuant to the terms of the existing Warrant Agreements related to such warrants, effective as of the Effective Time, certain proportionate adjustments to the warrants will be made, including (i) an increase in the exercise price of the warrants by the inverse of the Reverse Stock Split ratio (i.e., pre-Reverse Stock Split warrant exercise price, multiplied by 7), (ii) a reduction in the number of shares of Common Stock issuable upon such exercise of the warrants by the Reverse Stock Split ratio (i.e., pre-Reverse Stock Split number of warrants, divided by 7), and (iii) where applicable, a proportionate adjustment to the redemption price per warrant by the Reverse Stock Split ratio (i.e., pre-Reverse Stock Split redemption price per warrant, divided by 7). Multiple Warrants may be simultaneously exercised for whole shares; however, the Company will not issue fractional shares upon exercise of warrants and to the extent any warrant is exercised such that a fractional share would be issuable, the Company will round down to the nearest whole share of Common Stock to be issued to such holder.

For example, if you held a warrant to purchase 700 shares of Common Stock at an exercise price of \$1.00 per share before the Reverse Stock Split, you would hold a warrant exercisable for 100 shares at \$7.00 per share after the Reverse Stock Split.

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Please refer to the descriptions under the heading “*Proposal No. 3 Approval a Reverse Stock Split – Effects of the Reverse Stock Split*” in the Proxy Statement for a general summary of the principal effects of the Reverse Stock Split on the holders of warrants.

Do I need to take any action?

Beneficial stockholders: If you are a beneficial stockholder or warrant holder (your shares are held in the name of a Broker), you do not need to take any action.

Registered stockholders (Held in Electronic Book-Entry Form): Registered stockholders whose shares of Common Stock or warrants are held only electronically in book-entry form on the records of EQ, Surf Air’s transfer agent, do not need to take any action to receive post-Reverse Stock Split shares or updated warrants. You will automatically receive, at your address of record, a transaction statement from EQ indicating the number of post-Reverse Stock Split shares and/or warrants held following the effectiveness of the Reverse Stock Split, and, if applicable, a cash payment in lieu of any fractional shares of Common Stock.

Registered stockholders (Held in Certificate Form): If you are a registered holder of shares of Common Stock held in certificate form as part or all of the account holding, as soon as practicable after the Reverse Stock Split becomes effective, you will receive a transmittal letter from EQ, Surf Air’s transfer agent, which will be accompanied by instructions specifying how you may exchange your certificates representing the pre-Reverse Stock Split shares of Common Stock for a statement of holding and, if applicable, a cash payment in lieu of any fractional shares. When you submit your certificates representing the pre-Reverse Stock Split shares of Common Stock, the post-Reverse Stock Split shares of Common Stock will be held electronically in book entry form. Thus, instead of receiving a new stock certificate, you will receive a statement that shows the number of post-Reverse Stock Split shares of Common Stock held in book-entry form.

Will there be any impact on my ability to trade Surf Air Common Stock?

If you are a registered stockholder, the sales facility provided by EQ, Surf Air’s transfer agent, will not be offered beginning at 4:00 pm, Eastern Daylight Time on Friday, August 16, 2024. **As a result, registered stockholders will be unable to sell Surf Air Common Stock through the direct registration system (“DRS”) sales facility at that time. After the market opens following the effectiveness of the Reverse Stock Split, we expect that EQ will resume offering the DRS sales facility.**

If you are a beneficial stockholder (your shares are held in the name of a Broker), the Broker that holds your shares may impose their own restrictions on your ability to access and make changes to your account. For information regarding any such restrictions, we encourage you to contact your Broker.

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Who should I contact if I have questions about my shares?

If you are a beneficial stockholder or warrant holder whose shares of Common Stock or warrants are held in the name of a Broker, please contact the Broker who holds your shares.

If you are a registered stockholder or warrant holder, you can contact EQ, Surf Air's transfer agent, at:

Equiniti Trust Company, LLC
Phone: 1-877-248-6417 (toll free) or 1-718-921-8317
Website: <https://equiniti.com/us/ast-access/individuals//>

Mail / Overnight Delivery:
Equiniti Trust Company
55 Challenger Road
Ridgefield Park, NJ 07660

Will the post-Reverse Stock Split shares continue trading on the exchanges on which Surf Air Common Stock is currently listed?

Yes, the post-Reverse Stock Split shares will continue trading on the NYSE under the symbol "SRFM". However, the shares of Common Stock will trade under a new CUSIP number (868927203) and ISIN number (US8689272032), which are numbers used to identify a company's equity securities.

As noted above, we are currently out of compliance with Section 802.01C of the NYSE Listed Company Manual, which requires listed companies to maintain an average closing price per share of at least \$1.00 over a consecutive 30 trading-day period. If the trading price per share of our Common Stock does not exceed \$1.00 per share after the Reverse Stock Split or fails to remain above that level for at least the 30 trading-day period thereafter, our Common Stock may be subject to delisting actions by the NYSE. After the Effective Time, Surf Air will continue to be subject to periodic reporting and other requirements of the SEC under the Securities Exchange Act of 1934, as amended.

How will the Reverse Stock Split affect the future calculation of net income (loss) per share?

Reported per share net income or loss and other per share of Common Stock amounts will increase, because there will be fewer shares of Common Stock outstanding following the Reverse Stock Split. In financial statements issued after the effectiveness of the Reverse Stock Split, per share net income or loss and other per share of Common Stock amounts for periods ending before the Effective Time of the Reverse Stock Split will be adjusted to give retroactive effect to the Reverse

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Stock Split. Therefore, per share net income or loss and other per share of Common Stock amounts for both past and future periods will have a greater magnitude than they would have if the Reverse Stock Split had not been implemented.

How will the Reverse Stock Split impact dividend payments?

The Company has not historically paid dividends to stockholders. Although the Board reserves the right to change the Company's dividend policy in the future, the Company does not currently anticipate that the Reverse Stock Split will result in a change to the Company's dividend policy.

Are there tax implications of the Reverse Stock Split?

The Reverse Stock Split is intended to be tax-free for U.S. federal income tax purposes. U.S. stockholders generally should not recognize gain or loss from the Reverse Stock Split, except in those instances where cash payments will be provided in lieu of fractional shares, which will be taxable. We expect that Form 1099-Bs will be issued in early 2025 for cash payments made to registered stockholders in lieu of fractional shares. For additional information regarding the tax implications of the Reverse Stock Split, please refer the discussion under the heading "*Proposal No. 3 Approval of a Reverse Stock Split – Material U.S. Federal Income Tax Consequences*" in the Proxy Statement.

How do I determine my tax basis after the Reverse Stock Split?

Upon the effectiveness of the Reverse Stock Split, every 7 shares of Common Stock are expected to automatically convert to 1 share of Common Stock. As a result, stockholders must allocate the aggregate tax basis in their shares held immediately prior to the Reverse Stock Split among the shares held immediately after the Reverse Stock Split, including consideration of any fractional shares for which cash was received. Additional information will be included in the U.S. Internal Revenue Service Form 8937, Report of Organizational Actions Affecting Basis of Securities, to be prepared by Surf Air and posted to the Surf Air Investor Relations website within 45 days after the Reverse Stock Split becomes effective.

This information about certain U.S. federal income tax consequences is for general information only and is not tax advice. Stockholders and warrant holders are urged to consult their own tax advisor with respect to the application of United States federal income tax laws to their particular situation, as well as any tax considerations arising under other United States federal tax laws (such as the estate or gift tax laws) or under the laws of any state, local, foreign or other taxing jurisdiction or under any applicable tax treaty.

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Forward-Looking Statements

These FAQs contain forward-looking statements within the meaning of The Private Securities Litigation Reform Act of 1995, including statements regarding the timing of implementation of the Reverse Stock Split and the Reverse Stock Split ratio and our intentions and the expected benefits associated therewith. Readers of these FAQs should be aware of the speculative nature of forward-looking statements. These statements are based on the beliefs of the Company's management as well as assumptions made by and information currently available to the Company and reflect the Company's current views concerning future events. As such, they are subject to risks and uncertainties that could cause actual results or events to differ materially from those expressed or implied by such forward-looking statements. Such risks and uncertainties include, among many others: the Company's future ability to pay contractual obligations and liquidity, which will depend on operating performance, cash flow and ability to secure adequate financing; the Company's limited operating history and that the Company has not yet manufactured any fully-electric or hybrid-electric aircraft; the powertrain technology the Company plans to develop does not yet exist and remains subject to approval by regulators; the Company's ability to maintain and strengthen the Company's brand and its reputation as a regional airline; any accidents or incidents involving aircraft including those involving fully-electric or hybrid-electric aircraft; the Company's ability to accurately forecast demand for products and manage product inventory in an effective and efficient manner; the dependence on third-party partners and suppliers for the components and collaboration in the Company's development of fully-electric and hybrid-electric powertrains, and any interruptions, disagreements or delays with those partners and suppliers; the Company's ability to execute business objectives and growth strategies successfully or sustain the Company's growth; risks from the integration of business acquisitions that could adversely affect the Company's business, divert the attention of management, and dilute shareholder value; increased costs as a result of operating as a public company, and the requirement that management devote substantial time to comply with the Company's public company responsibilities and corporate governance practices; the ability of the Company's customers and potential customers to pay for the Company's services; the Company's ability to obtain additional financing or access the capital markets to fund its ongoing operations on acceptable terms and conditions; the outcome of any legal proceedings that might be instituted against the Company; the risks associated with the Company's obligations to comply with applicable laws, government regulations and rules and standards of the New York Stock Exchange; and general economic conditions. These and other risks are discussed in detail in the periodic reports that the Company files with the SEC, and investors are urged to review those periodic reports and the Company's other filings with the SEC, which are accessible on the SEC's website at www.sec.gov, before making an investment decision. The Company assumes no obligation to update its forward-looking statements except as required by law.