

Risk Factors Comparison 2024-12-04 to 2023-12-11 Form: 10-K

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In evaluating our **business and the** Company ~~and our business~~, you should carefully consider the risks and uncertainties described below, together with the other information in this Annual Report on Form 10-K, including our consolidated financial statements and the related notes and in the section titled “ Management’s Discussion and Analysis of Financial Condition and Results of Operations. ” The occurrence of one or more of the events or circumstances described in these risk factors, alone or in combination with other events or circumstances, may have a material adverse effect on our business, reputation, revenue, financial condition, results of operations and future prospects, in which case the market price of our Class A common stock could decline, and you could lose part or all of your investment. The material and other risks and uncertainties described below and elsewhere in this Annual Report on Form 10-K are not intended to be exhaustive and are not the only ones we face. Additional risks and uncertainties not presently known to us or that we currently deem immaterial may also impair our business, **reputation, revenue, financial condition, results of operations and future prospects**. Risk Factor Summary • Risks **related Related to Our Symbotic’s business-Business**, ~~operations-Operations~~ and ~~industry-Industry~~, including that: • **We are a growing** ~~Symbotic is an early-stage~~ company with a limited operating history **and a history of losses**. ~~Symbotic has~~ **We have** not been profitable historically and **we** may not achieve or maintain profitability in the near term or at all, and it is difficult to evaluate **our** ~~Symbotic’s~~ future prospects and the risks and challenges ~~it we~~ may encounter. ~~Symbotic~~ • **We depends- depend** heavily on **principal-our larger** customers, and therefore, ~~its-our~~ success is heavily dependent on **their** ~~its principal customers’~~ ability to grow their businesses and their adoption of ~~Symbotic’s~~ warehouse automation systems. ~~Symbotic’s~~ operating results and financial condition may fluctuate from period to period, which could make its future operating results difficult to predict or **our System** cause its operating results to fall below analysts’ and investors’ expectations. ~~C & S Wholesale Grocers, an important customer of Symbotic, is an~~ **our** affiliate of Symbotic. Despite **our** ~~Symbotic’s~~ affiliation with C & S Wholesale Grocers, there is no guarantee that it will continue to be a customer beyond the term of its current contracts with ~~Symbotic-us~~. ~~Symbotic~~ • **We** may fail to realize anticipated benefits of the GreenBox joint venture, or it may disrupt **our** ~~Symbotic’s~~ ongoing operations or result in operating difficulties, liabilities and expenses, harm ~~its-our~~ business, and negatively impact ~~its-our~~ results of operations. ~~Symbotic~~ • **Our operating results and financial condition may fluctuate from period to period, which could make our future operating results difficult to predict or cause our operating results to fall below analysts’ and investors’ expectations.** • **Complex technology** will need to ~~be develop-developed~~ **develop-developed** complex software and technology systems, both in- house and in coordination with **our** vendors and suppliers, for ~~it-us~~ to successfully produce and integrate ~~our~~ ~~its~~ warehouse automation systems- **System** with ~~its-our~~ customers’ existing warehouses, and there can be no assurance that ~~they~~ such systems will be successfully developed. • **We rely on suppliers** ~~Symbotic depends upon key employees and other highly qualified personnel, and will need to~~ **provide equipment hire and train additional personnel-** ~~Symbotic’s~~ new warehouse automation systems, software, **components and services**. **Any disruption to** ~~and products may not be successful or~~ **our** meet existing or future requirements in supply **chain** agreements with existing or future customers, and may be affected from time to time by design and manufacturing defects that could adversely affect ~~its-our~~ business, financial condition and results of operations and result in harm to its reputation. • ~~Symbotic relies on suppliers to provide equipment, components and services. Any disruption to the suppliers’ operations could adversely affect Symbotic’s business, financial condition and results of operations-~~ ~~The markets in which Symbotic we participates-~~ **participate are** could become more competitive and ~~many-Many~~ companies, **including large retail and e-commerce companies, companies that offer point solutions or other comprehensive or specific supply chain functionalities and other companies that focus on automated technologies**, may target the markets in which ~~Symbotic does~~ **we do** business. Additionally, **our** ~~Symbotic’s~~ customers and potential customers may develop in- house solutions that compete with ~~our~~ ~~its~~ warehouse automation systems- **System**. If ~~Symbotic is~~ **we are** unable to compete effectively with these potential competitors and developments, ~~its-our~~ sales and profitability could be adversely affected. ~~If Symbotic is~~ **we are** unable to develop new solutions, adapt to technological change, evolving industry standards and changing business needs or preferences, sell ~~its-our~~ software, services and products **System** into new markets or further penetrate ~~its-our~~ existing markets, ~~its-our~~ revenue may not grow as expected. ~~Laws~~ • **If we fail to adapt** and regulations governing the robotics and warehouse automation **respond effectively to rapidly changing technology, evolving industries- industry standards** are still developing and **changing** may restrict Symbotic’s business needs, requirements or preferences, or ~~our System may become~~ increase the costs of its solutions, making Symbotic’s solutions less competitive. • **If demand or** ~~for our System does not grow as we expect, or if market adoption of A. I.- enabled robotics and supply chain automation solutions does not continue to develop, or develops slower than we expect, our future revenue may stagnate or decline and our business may be adversely affected~~ affecting its revenue growth. ~~Supply chain interruptions may increase~~ **our** ~~Symbotic’s~~ costs or reduce ~~its-our~~ revenue. • Risks related to **intellectual property-being a public company**, including that: ~~Symbotic may need-~~ **We are required to bring-assess or ~~our~~ defend itself against patent **internal control over financial reporting and our management has identified material weaknesses. If our remediation of the material weaknesses is not effective**, ~~copyright, trademark, trade secret or we identify additional material weaknesses~~ or other **adverse findings in the future, our ability to report our financial condition or results of operations accurately or timely or prevent fraud may be adversely affected, which may result in a loss of investor confidence in our financial reports, significant expenses to remediate any internal control deficiencies, and ultimately have an adverse effect on the trading price of our common stock.** • Risk related to **intellectual property**, including that: • **We may need to bring, or****

defend ourselves against, IP infringement or misappropriation claims, which may adversely affect its our business, financial condition and results of operations by limiting its our ability to use certain IP technology or intellectual property and causing it us to incur substantial costs. • Our Symbotic's business, financial condition and results of operations may be adversely affected and the value of its our brand, products System and other intangible assets may be diminished if it is we are unable to maintain and protect its our IP (including maintaining the confidentiality and control of our proprietary source code and other trade secrets) from unauthorized use, infringement or misappropriation by third parties. • Risks related to cybersecurity, software deficiencies, service interruptions and data privacy, including that: Symbotic has We have experienced cybersecurity incidents in the past and may experience further cybersecurity incidents or security breaches of its systems or our IT (including third-party systems or OT IT that Symbotic relies on to operate its business) in the future, which may result in system disruptions, shutdowns or, unauthorized access to or disclosure of confidential or personal information. • Our Symbotic's ability to efficiently manage and expand its our business depends significantly on the reliability, capacity and protection of our its systems and IT (including third-party systems or IT that Symbotic relies on to operate its business). Real or perceived errors, failures, bugs, defects or security breaches of or our interruptions of these systems and IT could disrupt its our operations, lead to loss of proprietary information, damage its our relationships with customers or its vendors, result in regulatory investigations and penalties, lead to liability and litigation, negatively impact its our reputation and otherwise adversely affect its our business, financial condition and results of operations. • Other risks Risks related to ownership of our common stock, including that: • Our common stock price may be volatile or may decline regardless As a private company, Symbotic was not required to document and test, management was not required to certify, and its auditors were not required to opine on, the effectiveness of our its internal controls over financial reporting. Failure to maintain adequate financial, IT and management processes and controls could result in material weaknesses and errors in Symbotic's financial reporting, which could adversely affect its business, financial condition and results of operations operating performance; you may lose some or. Moreover, there are inherent limitations in all control systems, and misstatements due of your investment. • Risks related to error or our fraud organizational structure, including that : • could seriously harm its business may occur and not be detected. The dual class structure of our the Company's common stock has the effect of concentrating voting control with our Richard B. Cohen (the "Symbotic Founder founder"), certain family members of our the Symbotic Founder founder and certain affiliated entities and trusts of our the Symbotic Founder founder and his family members; this will limit or preclude your ability to influence our corporate matters. Symbotic We shares share certain key executives with C & S Wholesale Grocers, an important customer, which means those executives will not devote their full time and attention to our the Company's affairs, and the overlap may give rise to conflicts. • Pursuant to the TRA, we are required to make payments to equity holders of New Symbotic Holdings for certain tax benefits we may claim, and those payments may be substantial. • Other Risks risks Related to Our, including that: • We implemented a new enterprise resource planning system, and challenges with the implementation of the system may impact our Business business, and Operations operations. and Industry Unless the context otherwise requires, all references in this "Risk Factors Risks Related to Our Business and Industry" section to "we," "us" and "our" refer to Symbotic as it currently exists following the consummation of the Business Combination and to Warehouse as it existed prior to the consummation of the Business Combination. We are an early-stage company with a limited operating history and a history of losses. We have not been profitable historically and may not achieve or maintain profitability in the near term or at all, and it is difficult to evaluate our future prospects and the risks and challenges we may encounter. We face significant risks and difficulties as a growing an early-stage company and. We have a limited operating history upon which to evaluate the viability and sustainability of our technology, systems and processes, which increases the risk to your investment. In addition, we have an accumulated deficit of \$ 1,310.43 million billion as of September 30, 2023 and \$ 1,286.28.6 million as of September 24, 2022 2024 and have incurred recurring net losses since inception, including net losses of \$ 84.7 million and \$ 207.9 million and \$ 139.1 million, respectively, for the years ended September 28, 2024 and September 30, 2023 and September 24, 2022. We could continue to incur operating losses in the near term as we continue to invest significantly in our business to position us for future growth, including expending substantial financial and other resources on: • product development, including investments in our product development team and the development of new products and new functionality for our warehouse supply chain automation systems system ("System"), as well as investments in further optimizing our existing warehouse automation systems System, and robotics technology; software, products and infrastructure; • our technology infrastructure, including systems, architecture, scalability, availability, performance and security; • acquisitions and strategic transactions; • our international operations and anticipated international expansion; and • general administration, including increased legal, compliance and accounting expenses associated with being a public company. These efforts may be costlier than we expect, and our revenue may not grow at a rate to offset these expenses. We may make investments that do not generate optimal short- or medium- term financial results and may even incur increased operating losses in the short - or medium - term with no assurance that we will eventually achieve the intended long- term benefits or profitability. Our investments in our System, technology, products and services, may not be successful on the timeline we anticipate or at all, and may not result in increased revenue growth. Additionally, we have encountered, and may in the future encounter, risks and uncertainties frequently experienced by growing companies in rapidly changing industries, such as unforeseen operating expenses, difficulties, complications, delays and other known or unknown factors that may result in losses in future periods. If our revenue growth does not meet our expectations in future periods, or we are unable to maintain or increase our revenue at a rate sufficient to offset the expected increase in our costs, our business, financial position and results of operations will be harmed, and we may not be able to achieve or maintain profitability over the long term. As our businesses business expand expands, our historical results may not be indicative of our future performance and you should consider our future prospects in light of the risks and uncertainties of growing early-stage companies operating in fast evolving high- tech industries in emerging markets. As a result, it is difficult to predict our future revenue or appropriately budget for our expenses.

If in the event that actual results differ from our estimates, or we adjust our estimates in future periods, our operating results and financial position could be materially affected. The projected financial information appearing elsewhere in this Annual Report on Form 10-K has been prepared by our management and reflects current estimates of future performance. The projected results depend on the successful implementation of our management's growth strategies and are based on assumptions and events over which we have only partial or no control. Important factors that may affect actual results and cause the results reflected in the projected financial information not to be achieved include, among other things, risks and uncertainties relating to Symbotic's business, industry performance, the regulatory environment, and general business and economic conditions. The prospective financial information also reflects assumptions as to certain business decisions that are subject to change. We depend heavily on principal **our larger** customers, and therefore, our success is heavily dependent on **their** ~~our principal customers'~~ ability to grow their businesses and their adoption of our ~~warehouse automation systems-~~ **System**. Walmart, our largest customer, accounted for approximately ~~88-87~~ **88-87** % of our total revenue in the fiscal year ended September ~~30-28~~, **2023-2024** and for a significant portion of our \$ ~~23-22~~, **3-4** billion backlog (as defined herein) as of September ~~30-28~~, **2023-2024**. We have worked with Walmart since 2015 and entered into a Master Automation Agreement with Walmart in 2017 to implement ~~our systems-~~ **System** in 25 of Walmart's 42 regional distribution centers. We amended and restated the Master Automation Agreement on May 20, 2022 (as it may be amended and / or restated from time to time, the "Walmart MAA") to implement ~~our systems-~~ **System** in all of Walmart's 42 regional distribution centers, adding approximately an additional \$ 6.1 billion to our backlog. Pursuant to ~~such agreement-~~ **the Walmart MAA**, we have agreed to certain restrictions on our ability to sell or license our products and services to a specified company or its subsidiaries, affiliates or dedicated service providers. Walmart also has certain board observation rights ~~following-~~ **In the first quarter of fiscal year 2025, we entered into a commercial agreement with Walmart de México y Centroamérica to implement our System in two of the their Business Combination locations near Mexico City.** ~~Our~~ **Thus**, our ability to maintain a close, mutually beneficial relationship with Walmart is an important element in our continued growth. The loss or cancellation of business from Walmart, including our failure to properly implement or optimize our ~~warehouse automation systems-~~ **System** in Walmart's distribution centers, or our failure to comply with the terms of the Walmart MAA, could materially and adversely affect our business, financial condition or results of operations. Similarly, if Walmart is not able to grow its business or its business declines, including as a result of a reduction in the level of discretionary spending by its customers or competition from other retailers, our business, financial condition or results of operations may be materially and adversely affected. **We have several larger customers** ~~In addition to our dependence on Walmart, we are also dependent upon sales to Albertsons, AFS, GreenBox and C & S Wholesale Grocers, Inc. ("C & S Wholesale Grocers"), with which we are affiliated, Giant Tiger, GreenBox, Target, and UNFI. Net sales to these customers accounted for approximately 12-11 % of our total revenue in the fiscal year ended September 30-28, 2023-2024. It is not possible for us to predict the level of demand that will be generated by any of these customers in the future. In addition, revenue from these larger customers may fluctuate from time to time based on these customers' business needs and customer experience, the timing of which may be affected by market conditions or other factors outside of our control. To the extent that one or more customers in this group decide not to implement our warehouse automation systems-~~ **System** in their distribution centers or decide to retain manual solutions or adopt single point automated solutions for their distribution centers, our business, financial condition or results of operations may be materially and adversely affected. ~~C & S Wholesale Grocers, an important customer, is an affiliate of Symbotic. Despite our affiliation with C & S Wholesale Grocers, there is no guarantee that it will continue to be a customer beyond the term of its current contracts with us. Our Chairman and Chief Executive Officer, Richard B. Cohen, also serves as the Executive Chairman of C & S Wholesale Grocers. Additionally, Mr. Cohen and trusts for the benefit of his family are the only beneficial stockholders of C & S Wholesale Grocers. As a result, C & S Wholesale Grocers can be considered an affiliate of Symbotic-~~ **ours**. C & S Wholesale Grocers is also an important customer that has ~~our implemented production Symbotic systems-~~ **Systems that are Operational** as well as proof of concept and test systems- ~~in its facilities. We provide All Symbotic systems purchased under our existing contracts with C & S Wholesale Grocers have been delivered, though we have ongoing software Software license and maintenance Maintenance obligations and Support and Operation Services under our contracts with C & S through September 2029. Despite our affiliation with C & S Wholesale Grocers, there is no guarantee that it will continue to be a customer beyond the term of its current contracts with us in September 2029. To the extent C & S Wholesale Grocers decides not to renew its current contracts with us or to implement additional Symbotic warehouse automation systems-~~ **Systems** in their distribution centers, our business, financial condition or results of operations may be materially and adversely affected. ~~We may fail to realize anticipated benefits of the GreenBox joint venture, or it may disrupt our ongoing operations or result in operating difficulties, liabilities and expenses, harm our business, and negatively impact our results of operations-~~ The GreenBox joint venture and related commercial agreement are expected to be material to our financial condition and results of operations. We may be unable to obtain the benefits, avoid the difficulties and risks of the joint venture, or it may take us longer than expected to fully realize the anticipated benefits and synergies of the GreenBox joint venture, ~~and those Those~~ **Those** benefits and synergies may ultimately be smaller than anticipated or may not be realized at all, which could adversely affect our business ~~and operating, financial condition or results -of operations~~ **and operating, financial condition or results -of operations**. The GreenBox joint venture may also require us to issue additional equity securities, spend our cash, or incur debt (and increased interest expense), liabilities, and amortization expenses related to intangible assets ~~or write-offs of goodwill~~, which could adversely affect our results of operations and dilute the economic and voting rights of our stockholders ~~and the interests of holders of our indebtedness-~~. In addition, we cannot assure you that the GreenBox joint venture will lead to the successful development of new or enhanced products and services or that any new or enhanced products and services, if developed, will achieve market acceptance or prove to be profitable. Further, we may also choose to divest certain businesses or product lines that no longer fit with our strategic objectives. If we decide to sell assets or a business, we may have difficulty obtaining terms acceptable to us in a timely manner, or at all. Additionally, the terms of such potential transactions may expose us to ongoing obligations and liabilities. Our

operating results and financial condition may fluctuate from period to period, which could make our future operating results difficult to predict or cause our operating results to fall below analysts' and investors' expectations. Our operating results and financial condition fluctuate from quarter to quarter and year to year and are likely to continue to vary due to a number of factors, many of which will not be within our control. Both our business and warehouse supply chain automation are changing and evolving rapidly, and our historical operating results may not be useful in predicting our future operating results. If our operating results do not meet the guidance that we provide to the marketplace or the expectations of securities analysts or investors, the market price of our Class A common stock will likely decline. Fluctuations in our operating results and financial condition may be due to a number of factors, including:

- the portion of our revenue attributable to software license and maintenance fees and system operation service fees versus milestone payments for system installation and other sales;
- changes in pricing by us in response to competitive pricing actions;
- the ability of our equipment vendors to continue to manufacture high-quality products and to supply sufficient products to meet our demands;
- the impact of shortages of components, commodities or other materials, including semiconductors and integrated circuits, and other supply chain disruptions;
- our ability to control costs, including our operating expenses and the costs of the equipment we purchase;
- the timing and success of introductions of new solutions, products or upgrades by us or our competitors;
- changes in our business and pricing policies or those of our competitors;
- competition, including entry into the industry by new competitors and new offerings by existing competitors;
- our ability to successfully manage any past or future acquisitions, strategic transactions and integrations of businesses;
- our ability to obtain, maintain, protect or enforce our intellectual property or proprietary rights ("IP" (as defined herein)), including our trademarks and patents, and maintaining the confidentiality of our trade secrets;
- the amount and timing of expenditures, including those related to expanding our operations, increasing research and development, improving facilities and introducing new warehouse supply chain automation systems solutions;
- the ability to effectively manage growth within existing and new markets domestically and abroad;
- changes in the payment terms for our warehouse automation systems System;
- the strength of regional, national and global economies;
- the impact of cybersecurity incidents or security breaches; and
- the impact of natural disasters, health pandemics or man-made problems such as terrorism.

Due to the foregoing factors, and the other risks discussed in this Annual Report on Form 10-K, you should not rely on quarter-over-quarter and year-over-year comparisons of our operating results as an indicator of our future performance. Complex software and technology systems will need to be developed, both in-house and in coordination with vendors and suppliers, for us to successfully produce and integrate our warehouse automation systems with our customers' existing warehouses, and there can be no assurance that such systems will be successfully developed. Our warehouse automation systems System require requires a substantial amount of third-party and proprietary in-house software and complex hardware to be installed and to operate operated in our customers' warehouses. The development of such advanced technologies is inherently complex and costly, and we will need to coordinate with our vendors and suppliers in order to produce and integrate our warehouse automation systems System with our clients customers' infrastructure. In the future, one or more of our third-party software or hardware providers may choose not to support the operation of their software, software services and infrastructure with our system System, or our or our system System may not support the capabilities needed to operate with such software, software services and infrastructure. Defects and errors may be revealed over time (and may not even be known until after our systems System have has been deployed to our customers) and our control over the performance of third-party services and systems may be limited. We may be unable to develop the necessary software and technology systems or meet the technological requirements and production timing to support our business plan. In addition, our systems System may not comply with the cost, performance useful life and warranty requirements we anticipate in our business plan. As a result, our business plan could be significantly impacted and we may incur significant liabilities under warranty claims, which could adversely affect our business, prospects, financial condition and results of operations. We depend upon key employees rely on senior management, technical experts, and other highly qualified personnel, including hardware and software engineers, and will need to hire and train additional personnel. Our success depends, in part, on the our continuing services of key ability to recruit, train, and develop highly qualified personnel. Experienced and highly skilled employees are in high demand. We believe the depth and competition for quality of the experience of our management team with the retail supply chain, distribution logistics, automation and robotics technology is a key to our ability to be successful. The loss of any of these employees can be intense individuals could materially and adversely affect our business, prospects, financial condition and operating particularly in our industry. Higher employee costs may also results result from. Additionally, the high demand success of our operations will largely depend upon our ability to successfully attract and competition for employees retain competent and qualified key management personnel. As with any company with limited resources, there can be no guarantee that we will be able to attract such individuals or that the presence of such individuals will necessarily translate into profitability for us. Challenges Our success also depends, in part, on our continuing ability to identify, hire, attract attracting, train and develop other highly qualified personnel, in particular hardware and software engineers. Experienced and highly skilled employees are in high demand and competition for these employees can be intense, and our ability to hire, attract and retain them depends on our ability to provide competitive compensation. We may not be able to attract, assimilate, develop or retain qualified personnel in the future, and our failure to do so could adversely affect our business, including the execution of our business strategy. In the event that our employees seek to join a labor union, higher employee costs and increased risk of work stoppages or strikes could result. We may also directly or indirectly depend upon other companies with unionized workforces, including suppliers, and work stoppages or strikes with respect to those companies could have a material adverse impact on our business, financial condition or results. Higher employee costs may also result from the high demand and competition for employees. Our inability to attract and retain key employees and highly qualified personnel in a timely and cost-effective manner could materially and adversely affect our business, prospects financial, condition or results of operations. Our success depends on the continuing services of key employees. We believe the depth and quality of the experience of

our management team with the retail supply chain, distribution logistics, automation and robotics technology is key to our ability to be successful. The loss of these individuals could materially and adversely affect our business and financial condition. If our employees seek to join a labor union, higher employee costs and operating increased risk of work stoppages or strikes could result. We also directly or indirectly rely on other companies with unionized workforces, including suppliers, and work stoppages or strikes at these companies could have a material adverse impact on our business and financial condition. Changes in laws and regulations related to employees, independent contractors, and temporary personnel may also lead to increased costs, reduced operational flexibility, and adversely affect our ability to staff our operations and manage workforce needs. Our new warehouse automation systems—System, software, services and products—may not be successful or meet existing or future requirements in supply customer agreements with existing or future customers. We installed our first warehouse automation system—System in a customer distribution center in 2012 and launched our latest current warehouse automation system—System in 2017–2019. Since that time, we have continued to refine the robotics technology and capabilities of our automated systems—System and anticipate continuing to upgrade our warehouse automation system—System and related software, services and products in the future. Any The warehouse automation systems—System, software, services—service and or products—product we may launch in the future may not be well received by our customers, may not help us to generate new customers, may adversely affect the attrition rate of existing customers and may increase our customer acquisition costs and the costs to service our customers. Any revenue, if any, we may generate from these or other new warehouse automation systems—Systems, software, services or products may be lower than revenue generated from our existing warehouse automation systems—System, software, and services and products and may not be sufficient for us to recoup our development or customer acquisition costs incurred, particularly if launch dates are delayed for our any new warehouse automation systems—System, software, services or products or we are unable to scale such systems—System, products, software or services. In addition, any new warehouse automation systems—System, software, services and products may require increased operational expenses or customer acquisition costs and present new and difficult technological and intellectual property challenges that may subject us to claims or complaints if our customers experience installation issues, service disruptions or failures or other quality issues. To the extent our any new warehouse automation systems—System, software, services and products are not successful, it could have an adverse impact on our business, financial condition, cash flows or results of operations. We rely on suppliers to provide equipment, components and services. Any disruption to the suppliers' operations could adversely affect our business, financial condition and results of operations. Our business requires that we buy equipment, components and services, including electronic components and commodities, from third parties. These materials are sourced from a wide variety of suppliers around the world. We must effectively manage our supply chain to ensure timely, reliable and sufficient supply, on reasonably favorable terms, of the materials used in our manufacturing processes. Our reliance on suppliers involves certain risks, including: • a worker strike, which could impact the unloading, loading and movement of cargo at ports used by our carriers, which could lead to delays in shipments and arrival schedules; • poor quality or an insecure supply chain, which could adversely affect the reliability and reputation of our System hardware and software products, solutions and services; • changes in the cost increases of these purchases due to inflation, exchange rate fluctuations, taxes, tariffs or commodity market volatility or other factors that affect our suppliers; • embargoes, sanctions and other trade restrictions that may affect our ability to purchase from various suppliers; • risks related to intellectual property such as challenges to ownership of rights or alleged infringement by suppliers; and • shortages and untimely availability of components, commodities or other materials, including semiconductors and integrated circuits, which could adversely affect our manufacturing efficiencies, construction schedules and ability to make timely delivery of our Systems products, solutions and services. Any of these uncertainties could adversely affect our profitability and ability to compete. If there are disruptions in our supply chain, the materials we rely on in our business may not be timely available, at reasonable rates, or at all. These disruptions could cause a delay in our manufacturing and construction of our System and thus a delay in our implementation schedules for our customers. We also maintain several single- source supplier relationships because the relationship is advantageous due to performance, quality, support, delivery, capacity or price considerations. Unavailability of, or delivery delays for, single- source components or products could adversely affect our ability to ship the related products in a timely manner. While substitute sources of supply are available, qualifying alternative suppliers and establishing reliable supplies could cost more or result in delays and a loss of sales. Certain of our The suppliers on which we rely have each entered into supply agreements allow with us, and a number of these agreements provide the supplier to with a termination terminate right the agreement upon notice for any reason or no reason. This A supplier's choice to give notice of termination right could disrupt our operations, negatively impact our reputation and adversely affect our business, financial condition and results of operations. We rely on a number of suppliers for raw materials and components for our systems—System, and have entered into supply agreements with such suppliers. A number of these supply agreements provide the supplier with a termination right for any reason or no reason. If one of our suppliers terminates their relationship with us, or experiences a supply chain disruption, we could experience delays in our ability to deliver our systems—System to our customers. In addition, while most raw materials and components for our systems—System are available from multiple suppliers, certain of those items are only available from limited sources. Should any of these suppliers become unavailable or inadequate, or impose terms unacceptable to us, such as increased pricing terms, we could be required to spend a significant amount of time and expense to develop alternate sources of supply, and we may not be successful in doing so on terms acceptable to us, or at all. As a result, the loss of a supplier could adversely affect our relationship with our customers and our reputation, as well as our business, financial condition and results of operations. We currently share certain services with C & S Wholesale Grocers including, but not limited to, tax services. We are in the process of procuring such services separately from C & S Wholesale Grocers or entering into agreements that govern the use of shared services with C & S Wholesale Grocers. Among other potential risks, this process may result in increased costs for Symbotic. We currently rely on certain shared

services with our affiliate, C & S Wholesale Grocers, in the operation of our business. A number of these services, including certain tax services, information technology (“IT”) equipment and security systems and certain other arrangements (including other support services), are pursuant to unwritten arrangements with C & S Wholesale Grocers. We are currently in the process of entering into independent arrangements and / or agreements with C & S Wholesale Grocers with respect to these services, including with respect to the allocation of liabilities and obligations attributable to us and to C & S Wholesale Grocers under any continued shared services. This process may result in increased costs, including insurance costs, for us. In addition, if these arrangements terminate or expire and we do not enter into replacement agreements, we could suffer operational difficulties and / or significant losses. The markets in which we participate could become more competitive and many companies, including large retail and e-commerce companies, companies that offer point solutions or other end-to-end or specific supply chain functionalities and other companies that focus on automated technologies, may target the markets in which we do business. Additionally, our customers and potential customers may develop in-house solutions that compete with our warehouse automation systems. If we are unable to compete effectively with these potential competitors and developments, our sales and profitability could be adversely affected. We provide a system **System** that offers **a comprehensive full robot-to-robot, end-to-end supply chain automation solution**. Accordingly, we compete with a number of companies that offer solutions to the retail distribution market, including companies that **offer** (i) **offer** point solutions such as Grey Orange, Locus Robotics, Vecna, OPEX, Fetch and Berkshire Grey; (ii) **comprehensive offer end-to-end solutions, most notably which are comprised of a disparate set of point solutions such as Witron, Knapp AG, Honeywell, Dematic, Vanderlande, SSI Schaefer and Swisslog, which are composed of a disparate set of point solutions;** and (iii) **may offer solutions such as Exotec, Ocado and AutoStore that focus exclusively on e-commerce, such as Exotec, Ocado and AutoStore**. Although we believe that our system **System** is significantly differentiated from these offerings, the markets in which we participate may become more competitive in the future. Our ability to compete depends on a number of factors, including: • our **warehouse automation systems- System**’s price, functionality, performance, ease of use, ease of installation, reliability, availability and cost effectiveness relative to that of our competitors’ products; • our success in utilizing new and proprietary technologies (including software) to offer solutions and features previously not available in the marketplace; • our success in identifying new markets, applications and technologies and evolving our **product-System** to address these markets; • our ability to attract and retain customers; • our name recognition and reputation; and • our ability to obtain, maintain, protect and enforce our IP. Our customers may also internally develop their own automated solutions for their warehouses **and distribution centers**. Our market may need further education on the value of **automation-automated** solutions and our **System platform and products**, and on how to integrate them into current operations. A lack of understanding as to how our **automated solution automation platform and products operate operates** may cause potential customers to prefer more traditional technologies or, limited point solutions or internally –developed automated processes or to be cautious about investing in our **warehouse automation systems- System and products**. If we are unable to educate potential customers and change the market’s readiness to accept our technology, then our business, results of operations and financial condition may be harmed. **If we are unable to develop new solutions, adapt to technological change, sell our software, services and products into new markets or further penetrate our existing markets, our revenue may not grow as expected.** Our ability to increase sales will depend, in large part, on our ability to enhance and improve our **warehouse automation systems- System**, software, **and services timely and products**, introduce new robotic technology and automation **solutions systems in a timely manner**, sell into new markets and further penetrate our existing markets. **As a result, we must continually invest resources in product development and successfully incorporate and develop new technology. Developing upgrades and new supply chain automation solutions are costly and impose burdens on our internal teams, including management, compliance, and product development.** The success of any enhancement or new **warehouse automation systems- System**, software, services and products depends on several factors, including **the** timely completion, **competitive pricing**, introduction and market acceptance of such **systems- System**, software, services and products, **and the our** ability to **develop and** maintain and **develop** relationships with customers and vendors. Any new **warehouse automation system-System, software, service and** product or service we develop or acquire may not be introduced in a timely or cost-effective manner. Any new markets into which we attempt to sell our **warehouse automation systems- System and**, software, services and products may not be receptive. Our ability to further penetrate our existing markets depends on the **pricing**, quality, availability and reliability of our **warehouse automation systems- System**, software, **and** services and products and our ability to design **them** our **warehouse automation systems, software, services and products** to meet customer demand **and price**. Similarly, if any of our **potential** competitors implement new technologies before we are able to implement ours, those competitors may be able to provide more effective products, possibly at lower prices. **If we are unable to provide a System that customers want at a competitive price, then our customers may become dissatisfied and use competitors’ services**. Any delay or failure in the introduction of new or enhanced solutions could harm our business, financial condition, cash flows and results of operations. Failure to manage our growth effectively could make it difficult to execute our business strategy and could adversely affect our business, financial condition and results of operations. We have experienced rapid growth, and we are attempting to continue to grow our business substantially. To this end, we have made, and expect to continue to make, significant investments in our business, including investments in our infrastructure, technology, marketing and sales efforts. **These investments include dedicated We are expanding our facilities expansion and increased staffing growing our headcount**. If **we do** our business does not generate the level of revenue required to support our investment, our business, financial condition and results of operations could be adversely affected. Our ability to effectively manage our anticipated growth and expansion **of our operations** will also require us to enhance our operational, financial and management controls and infrastructure, human resources policies and reporting systems. These enhancements and improvements will require significant capital expenditures, **investments in additional headcount and, other operating capital** expenditures and allocation of valuable management and employee resources. Our future financial performance and our ability to execute on our business plan will

depend, in part, on our ability to effectively manage ~~our any future~~ growth and expansion. There are no guarantees we will be able to do so in an efficient or timely manner, or at all. Our ~~warehouse automation systems~~ **System**, software, ~~and~~ services and products may be affected from time to time by design and manufacturing defects that could adversely affect our business, financial condition and results of operations and result in harm to our reputation. Our ~~warehouse automation systems~~ **System** constitute ~~constitutes~~ complex software and hardware ~~products and services~~ that can be affected by design and manufacturing defects. ~~Our Sophisticated sophisticated~~ automation solutions ~~solution~~ and software, such as those offered by us, may have issues that can unexpectedly interfere with the intended operation of ~~our~~ hardware or software products. Defects may also exist in components and products that we source from third parties or the ~~system~~ **System** may not be implemented or used correctly or as intended. Any such defects or incorrect implementation or use could make our ~~warehouse automation systems~~ **System**, software, ~~and~~ services and products unsafe, create a risk of property damage and personal injury, and subject us to the hazards and uncertainties of product liability claims and related litigation. In addition, from time to time, we may experience outages, service slowdowns or errors that affect our ~~warehouse automation systems~~ **System** and software. As a result, our ~~warehouse automation systems~~ **System** may not perform as anticipated and may not meet customer expectations. There can be no assurance that we will be able to detect and fix all issues and defects in ~~our the warehouse automation systems~~ **System** and other hardware, software and services we offer. Failure to do so could result in widespread technical and performance issues affecting ~~in~~ our ~~warehouse automation systems~~ **System** and services and could lead to claims against us. We maintain general liability insurance; however, ~~claims related to~~ design and manufacturing defects, ~~and claims related thereto~~, may subject us to judgments or settlements that result in damages materially in excess of the limits of our insurance coverage. In addition, we may be exposed to recalls, product replacements or modifications, write-offs of inventory, property, plant and equipment or intangible assets, and significant warranty and other expenses such as litigation costs and regulatory fines. If we cannot successfully defend any large claim, maintain our general liability insurance on acceptable terms or maintain adequate coverage against potential claims, our financial results could be adversely impacted. ~~If we fail to adapt and respond effectively to rapidly changing technology, evolving industry standards and changing business needs, requirements or preferences, our products may become less competitive.~~ Our future business and financial success will depend on our ability to continue to anticipate the needs of ~~our~~ current and potential customers and to enhance and improve our ~~warehouse automation systems~~ **System**, software, ~~and~~ services and products, introduce new robotic technology and automation ~~systems~~ solutions in a timely manner, sell into new markets and further penetrate our existing markets. To be successful, we must be able to quickly adapt to changes in technology, industry standards and business needs of our customers by continually enhancing our technology, services and solutions. Developing new ~~warehouse automation systems~~, software, services and products and upgrades to our existing ~~warehouse automation systems~~ **System**, software, ~~and~~ services and products, as well as integrating and coordinating ~~our~~ current ~~warehouse automation systems~~ **System**, software, ~~and~~ services and products, imposes burdens on our internal teams, including management, compliance, and product development. These processes are costly, and our efforts to develop, integrate and enhance our ~~systems~~ **System**, software, ~~and~~ services and products may not be successful. Our success also depends on our continued improvements to provide products, ~~and~~ services and systems that are attractive to our users and customers. As a result, we must continually invest resources in product development and successfully incorporate and develop new technology. If we are unable to do so or otherwise provide ~~warehouse supply chain~~ automation ~~solutions~~ systems, software, services and products that customers want, then our customers may become dissatisfied and use competitors' services. If we are unable to continue offering innovative ~~systems~~, software, services and products, we may be unable to attract additional customers or retain our existing customers, which could harm our business, results of operations and financial condition. Inflation, tariffs, customs duties and other increases in manufacturing and operating costs could adversely affect our cash flow as well as our business, financial condition and results of operations. Our operating costs are subject to fluctuations, particularly due to changes in prices for commodities, parts, raw materials, energy and related utilities, freight and ~~cost of labor~~, which may be driven by inflation, prevailing price levels, exchange rates, changes in trade agreements and trade protection measures including tariffs and other economic factors. ~~Our In the past, our~~ operating costs have ~~been in the past and may continue to be~~ impacted by price inflation ~~and these costs may continue to be so impacted~~. The U. S. has enacted various trade actions, including imposing tariffs on certain goods we import from other countries, which has also contributed to higher costs for some commodities and raw materials. Additional tariffs imposed by the U. S., or further retaliatory trade measures taken by other countries, could increase the cost of our ~~products~~ **System** that we may not be able to offset. Actions we take to mitigate volatility in manufacturing and operating costs may not be successful and, as a result, our financial condition, cash flows and results of operations could be adversely affected. ~~In~~ **Our financial performance is subject to risks of foreign exchange fluctuation, which could result in foreign exchange losses. We may be exposed to fluctuations of the U. S. dollar against certain other currencies, including the Mexican Peso, because we publish our financial statements in U. S. dollars, while some of our assets, liabilities, revenues and costs are our or will be denominated in other currencies. Exchange rates for currencies of the countries in which we operate may fluctuate in relation to the U. S. dollar, and such fluctuations may have a material adverse effect on our earnings or assets when translating foreign currency into U. S. dollars. We do not hedge our exchange rate so any changes in exchange rates will directly affect our earnings. Our** customer agreements ~~allocate~~, we agreed to undertake certain liability ~~liabilities to us~~ allocations as part of the negotiation process. The occurrence of such liability could disrupt our business or result in liability. Our customer contracts, including those with our largest customers, ~~allocate~~ contain allocations of liability between ~~our customers and us and our~~. **We have agreed to indemnify** customers ~~for~~, including warranty and indemnification provisions, including indemnification obligations with respect to infringement or misappropriation of third-party IP; damage, destruction, injury or property damage ~~to our customers~~; and actions by ~~Symbotic our~~ employees. The potential liabilities associated with such provisions are significant, ~~though although~~ our customer contracts also typically contain limitations on our liability with respect to ~~any~~ **certain** indemnification claims.

Costs, payments or damages incurred or paid by us in connection with indemnification claims could adversely affect our financial condition, cash flows and results of operations. We may need to raise additional capital, and this capital may not be available on terms favorable to us or our stockholders, or at all, when needed. **Research** The manufacture, integration and assembly **development and improvement** of our **facilities is** warehouse automation systems are capital-intensive businesses. Our business plan to manufacture, integrate and **may assemble** warehouse automation systems for our customers is expected to require **continued** capital investment to fund **operations**. **On February 26** **continue research 2024, we completed a sale in and** **- an development and improve facilities** **underwritten offering of 10, 000, 000 shares of our Class A common stock**. **Our net proceeds, after deducting underwriting discounts and commissions and our offering expenses, were approximately \$ 197 million. However,** **There there** can be no assurance that we will have access to **the further** capital **if** we need on favorable terms when required, **or at all**. If we cannot raise additional funds when we need them, our financial condition, business, prospects and results of operations could be materially adversely affected. We may raise funds through the issuance of debt securities or through loan arrangements, the terms of which could require significant interest payments, contain covenants that restrict our business or other unfavorable terms. We may also raise funds through the sale of additional equity securities, which could dilute our stockholders. We may experience risks associated with future mergers, acquisitions or dispositions of businesses or assets or other strategic transactions **- As part of our - or business strategy, we joint ventures. We** may pursue mergers, acquisitions or dispositions of businesses or assets or other strategic transactions that we believe will enable us to strengthen or broaden our business. We **established the GreenBox joint venture in July 2023 and acquired substantially all of the assets of Veo Robotics in July 2024. However, we** may be unable to implement this element of our strategy if we cannot identify suitable companies, businesses or assets, reach agreement on potential strategic transactions on acceptable terms and manage the impacts of such transactions on our business **or for other reasons**. Moreover, mergers, acquisitions, dispositions and other strategic transactions involve various risks, including, **but not limited among other things, (i) difficulties relating to** : • integrating or disposing of a business **and;** • **introducing new or improved supply chain automation solutions;** • unanticipated changes in customer **, supplier** and other third- party relationships **subsequent thereto**, • (ii) diversion of management's attention from day- to- day operations, • (iii) failure to realize the anticipated benefits of such transactions, such as cost savings and revenue enhancements, • (iv) potentially substantial transaction costs **associated with such transactions**, and • (v) potential impairment resulting from the overpayment for an acquisition. **In addition, future Future** mergers or acquisitions may require us to obtain additional equity or debt financing, which may not be available on attractive terms. Moreover, to the extent a transaction financed by non- equity consideration results in goodwill, it will reduce our tangible net worth, which might have an adverse effect on credit availability. For all these reasons, **our pursuit of** mergers, acquisitions or dispositions of businesses or assets or other strategic transactions could cause our actual results to differ materially from those anticipated. **We may also choose to divest certain businesses or product lines that no longer fit with our strategic objectives. If demand we decide to sell assets for - or a** **our warehouse automation systems does not grow as we expect, or if market adoption of A. I- enabled robotics and warehouse automation systems does not continue to develop, or develops more slowly than we expect, our future revenue may stagnate or decline, and our business, we** may be adversely affected **have difficulty obtaining terms acceptable to us in a timely manner, or at all. Additionally, the terms of such potential transactions may expose us to ongoing obligations and liabilities**. The **warehouse supply chain** automation industry is rapidly growing and developing. We may not be able to develop effective strategies to raise awareness among potential customers of the benefits of A. I. -enabled robotics and automation **and or our** **our warehouse automation systems - System** may not address the specific needs or provide the level of functionality required by potential customers to encourage the continuation of **this the** shift towards **warehouse supply chain** automation. If **warehouse supply chain** automation technology does not continue to gain broader market acceptance as an alternative to conventional manual operations, or if the marketplace adopts **warehouse supply chain** automation technologies that differ from **our ours technologies**, we may not be able to increase or sustain the level of sales of our **systems or solution**, retain existing customers or attract new customers, and our operating results would be adversely affected as a result. Laws and regulations governing the robotics and **warehouse supply chain** automation industries are still developing and may restrict our business or increase the costs of our **systems - System**, making our **systems - System** less competitive or adversely affecting our revenue growth. We are **generally** subject to laws and regulations relating to the robotics and **warehouse supply chain** automation industries in the jurisdictions in which we conduct our business or in some circumstances, of those jurisdictions in which we offer our **warehouse automation systems - System**, as well as the general laws and regulations that apply to all businesses, such as those related to privacy and personal information, tax and consumer protection. **In addition, Our System utilizes** emerging tools and technologies **we utilize in delivering our systems**, such as artificial intelligence, **which** may also become subject to regulation under new laws or new applications of existing laws. These laws and regulations are developing and vary from one jurisdiction to another and future legislative and regulatory action, court decisions or other governmental action, which may be affected by, among other things, political pressures, attitudes and climates, as well as personal biases, may have a material and adverse impact on our operations and financial results. **Supply chain interruptions may** **Our warehousing facilities are subject to various compliance requirements, including those of OSHA and other workplace safety agencies, and compliance costs could increase as we scale our System. Our warehousing facilities are subject to numerous federal and state laws and regulations, including those of OSHA, a regulatory agency of the United States Department of Labor. In particular, our facilities are subject to oversight and regulation under local ordinances, building, zoning and fire codes, environmental protection regulation, and other rules and regulations. Although we believe that obtaining and renewing any certificates our - or licenses required for the operation of our business in compliance with such laws and regulations will be routine, we cannot assure you that we will obtain or renew them in a timely manner. Our failure to hold a given license or certificate, whether by expiration, nonrenewal, modification or termination, may impair our ability to perform our obligations under our customer**

contracts. Such licenses or certificates may require us to operate in ways that incur substantial compliance costs, particularly as we seek to scale ~~or our System reduce our revenue~~. We depend on good vendor relationships and the effectiveness of our supply chain management systems to ensure reliable and sufficient supply, on reasonably favorable terms, of materials used in our manufacturing processes. The materials we purchase and use in the ordinary course of business are sourced from a wide variety of suppliers around the world, including ~~China~~, Germany, and ~~Italy, Sweden, Mexico~~, the United States and ~~China~~. Disruptions in the supply chain may result from public health crises, such as the COVID- 19 pandemic, or from weather- related events, natural disasters, trade restrictions, tariffs, border controls, acts of war, terrorist attacks, third-party strikes, work stoppages or slowdowns, shipping capacity constraints, supply or shipping interruptions or other factors beyond our control. In the event of disruptions in ~~its-our~~ existing supply chain, the labor and materials we rely on in the ordinary course of ~~its-our~~ business may not be available at reasonable rates or at all. **Further, we may not be able to recover such additional costs under our agreements with our customers**. Our supply chain also depends on third- party warehouses and logistics providers. Any disruption in the supply, storage or delivery of materials could disrupt our operations, which may cause harm to our reputation and results of operations. **Effective internal controls over financial reporting are necessary for us to provide reliable financial reports and, together with adequate disclosure controls and procedures, are designed to prevent fraud. Any failure to implement required new or improved controls, or difficulties encountered in their implementation could cause us to fail to meet our reporting obligations. Pursuant to Section 404 of the Sarbanes- Oxley Act, or Section 404, we are required to furnish a report by our management on our internal control over financial reporting. As we are no longer an “ emerging growth company ” as of the end of the fiscal year ended September 28, 2024, to achieve compliance with Section 404, we are required to document and test the operating effectiveness of our internal control over financial reporting, which is both costly and challenging. The rules governing the standards that must be met for management to assess our internal control over financial reporting are complex and require significant documentation, testing and possible remediation. Annually, we perform activities that include reviewing, documenting and testing our internal control over financial reporting. In addition, if we fail to maintain the adequacy of our internal control over financial reporting, we will not be able to conclude on an ongoing basis that we have effective internal control over financial reporting in accordance with Section 404 of the Sarbanes- Oxley Act of 2002. If we fail to achieve and maintain an effective internal control environment, we could suffer misstatements in our financial statements and fail to meet our reporting obligations, which would likely cause investors to lose confidence in our reported financial information. This could result in significant expenses to remediate any internal control deficiencies and lead to a decline in our stock price. Our management has conducted an evaluation of the effectiveness of our internal control over financial reporting as of September 28, 2024. Based upon this evaluation and those criteria, management concluded that, as of September 28, 2024, the Company’ s internal control over financial reporting was not effective due to the identification of material weaknesses. As of September 28, 2024, the Company did not effectively design procedures and controls over the timing of the recognition of cost of revenue. This resulted in the acceleration of the recognition of cost of revenue. Given that we recognize revenue on a percentage of completion basis, this resulted in the acceleration of recognition of revenue. Additionally, the Company did not effectively design and execute controls over revenue recognition related to cost overruns on certain deployments that will not be billable. This resulted in an overstatement of revenue during the year. These deficiencies in internal control over financial reporting constituted material weaknesses. For further discussion of these material weaknesses, see Item 9A. Controls and Procedures. A material weakness is a deficiency, or a combination of deficiencies, in internal control over financial reporting, such that there is a reasonable possibility that a material misstatement of a company’ s annual or interim financial statements will not be prevented or detected on a timely basis. We may be unable to conclude in future periods that our disclosure controls and procedures are effective due to the effects of various factors, which may, in part, include unremediated material weaknesses in internal controls over financial reporting. Disclosure controls and procedures include, without limitation, controls and procedures designed to ensure that information required to be disclosed by a company in those reports is accumulated and communicated to the company’ s management, including its principal executive and principal financial officers, as appropriate to allow timely decisions regarding required disclosure. Management is committed to maintaining a strong internal control environment and believes its remediation efforts will represent an improvement in existing controls. Management anticipates that the new controls, as implemented and when tested for a sufficient period of time, will remediate the material weaknesses. We may not be successful in promptly remediating the material weaknesses identified by management or be able to identify and remediate additional control deficiencies, including material weaknesses, in the future. Remediation efforts have placed, and will continue to place, a significant burden on management and add increased pressure on our financial reporting resources and processes. The accuracy of our financial reporting and our ability to timely file with the SEC may in the future be adversely impacted if we are unable to successfully remediate the material weaknesses in a timely manner, or if any additional material weaknesses in our internal control over financial reporting are identified.** Risks Related to Intellectual Property We may need to bring or defend ourselves against patent, copyright, trademark, trade secret or other intellectual property infringement or misappropriation claims, which may adversely affect our business, financial condition and results of operations by limiting our ability to use technology or intellectual property and causing us to incur substantial costs. We may become subject to **IP** intellectual property disputes. Our success depends, in part, on our ability to develop and commercialize our ~~automated warehouse system~~ **System** without infringing, misappropriating or otherwise violating the IP of third parties. However, we may not be aware that our ~~offering~~ **System** infringes, misappropriates or otherwise violates third- party IP, and such third parties may bring claims alleging such infringement, misappropriation or violation. Companies, organizations or individuals, including our competitors, may own or obtain patents, copyrights, trademarks, trade secrets, or other intellectual property or proprietary rights

(collectively, "IP") that would prevent or limit our ability to develop, manufacture or sell our ~~warehouse automation systems~~ **System**, which could make it more difficult for us to operate our business. We may receive inquiries from IP owners inquiring whether we have infringed upon or ~~misappropriated or violated their proprietary rights or~~ IP, or otherwise not complied with the terms and conditions such rights may be subject to (including open source software licenses). Companies owning IP, including those relating to ~~warehouse supply chain~~ automation, may allege infringement, misappropriation or violation of such rights. Any litigation may also involve patent holding companies or other adverse patent owners that have no relevant product revenue, and therefore, our patent applications may provide little or no deterrence as we would not be able to assert them against such entities or individuals. If a third ~~party~~ party obtains an injunction preventing us from using our IP, or if we cannot license or develop alternative technology for any infringing aspect of our business, we would be forced to limit or stop sales of our **System** ~~and services or systems~~ or cease business activities related to such IP. In response to a determination that we have infringed upon, misappropriated or violated a third ~~party's~~ party's IP (including through our indemnification obligations), we may be required to do one or more of the following: • cease development, sales or use of our ~~products~~ **System** that ~~incorporate~~ **incorporates** or ~~are~~ **is** covered by the asserted IP; • pay substantial damages, including through settlement payments or indemnification obligations (including legal fees); • obtain a license from the owner of the asserted IP, which license may not be available on reasonable terms or at all; or • redesign one or more aspects of our ~~warehouse automation systems~~ **System** that is alleged to infringe, misappropriate or violate any third- party IP. A successful claim of infringement, violation or misappropriation against us could materially adversely affect our business, ~~prospects~~ financial ~~condition~~ **or and operating** results **of operations**. Any legal proceedings or claims, whether valid or invalid, could result in substantial costs and diversion of resources. If third parties successfully oppose or challenge our ~~trademarks or other~~ IP or successfully claim that we infringe, misappropriate or otherwise violate their ~~trademarks or other~~ IP, we may be subject to liability, required to enter into costly license agreements, or required to rebrand or restrict our ~~offering~~ **System**. Also, we expect that the occurrence of infringement claims is likely to grow as the market for our ~~system~~ **System** grows. Accordingly, our exposure to damages resulting from infringement claims could increase, and this could further exhaust our financial and management resources. In order to protect our IP, we may be required to spend significant resources to monitor our IP. Litigation may be necessary in the future to enforce our IP and to protect our trade secrets. Litigation brought to protect and enforce our IP could be costly, time- consuming, and distracting to management, and could result in the impairment or loss of portions of our IP. Further, our efforts to enforce our IP may be met with defenses, counterclaims, and countersuits attacking the validity and enforceability of our IP, and if such defenses, counterclaims, or countersuits are successful, we could lose our rights in and to valuable IP. Our inability to protect our proprietary technology against unauthorized copying or use, as well as any costly litigation or diversion of our management's attention and resources, could delay further sales or the implementation of our ~~System offering and platform capabilities~~ **System offering and platform capabilities**, impair the functionality of our ~~System offering and platform capabilities~~ **System**, delay introductions of new solutions, result in our substituting inferior or more costly technologies into our ~~offering~~ **System**, ~~or and~~ injure our reputation. ~~Our business, financial condition and results of operations may be adversely affected and the value of our brand, products and other intangible assets may be diminished if we are unable to maintain and protect our IP (including maintaining the confidentiality and control of our proprietary source code and other trade secrets) from unauthorized use, infringement or misappropriation by third parties.~~ Our success depends on our ability to protect our IP (including by obtaining and enforcing our patents and trademarks and maintaining the confidentiality of our proprietary source code and other trade secrets), and the failure to adequately maintain, protect or enforce our IP could result in our competitors offering products or services similar or superior to ours, which would adversely affect our business, ~~prospects~~ financial ~~condition~~ **or and operating** results **of operations**. We rely on a combination of patents, trade secrets (including know-how), employee and third- party invention assignment and nondisclosure agreements, copyright, trademark, and other IP licenses and contractual rights to establish, maintain and protect the IP in and to our ~~systems~~ **System and technology**. The measures we take to maintain and protect our IP from infringement, misappropriation or violation by others or the unauthorized disclosure of our trade secrets may not be effective for various reasons, including the following: • any patent applications we submit or currently have pending may not result in the issuance of patents; • the scope of our issued patents, including our patent claims, may not be broad enough to protect our proprietary rights; • our issued patents may be challenged, invalidated or held unenforceable through administrative or legal proceedings in the U. S. or in foreign jurisdictions; • our employees or business partners may breach their confidentiality, non- disclosure and non- use obligations to us and we may not have adequate remedies for any such breach; • ~~current and future~~ competitors or third parties may reverse engineer, circumvent or design around our technology or IP or independently discover or develop technologies ~~or software~~ that are substantially equivalent or superior to ours; • we may not be successful in enforcing our IP portfolio against third parties who are infringing, violating or misappropriating such IP, for a number of reasons, including substantive and procedural legal impediments; • our trademarks may not be valid or enforceable ~~;~~ • our efforts to protect our trademarks from unauthorized use may be deemed insufficient to satisfy legal requirements throughout the world to maintain our rights in our trademarks ~~;~~ ~~and~~ • any goodwill that we have developed in ~~those~~ **our** trademarks could be lost or impaired; • the costs associated with enforcing patents, confidentiality and invention assignment agreements or other IP and IP- related agreements may make enforcement commercially impracticable or divert our management's attention and resources; and • our use of open ~~source~~ software could: (i) subject us to claims alleging that we are not compliant with such software licenses; (ii) require us to publicly release portions of our proprietary source code; and (iii) expose us to greater security risks than would the use of non- open ~~source~~ third- party commercial software. Additionally, IP laws vary throughout the world. Some foreign countries do not protect IP to the same extent as do the laws of the U. S. Further, policing the unauthorized use of or enforcing our IP in foreign jurisdictions may be difficult. Therefore, as we continue to expand our international footprint, our IP may not be as strong and expansive, or as easily enforced (or even exist), outside of the U. S. Accordingly, despite our efforts, we may be unable to prevent third parties from infringing upon, misappropriating, or otherwise violating our IP. If we are unable to adequately prevent disclosure of trade secrets or other

proprietary information, the value of our technology may be diminished. We enter into confidentiality and invention assignment agreements with our employees and consultants and enter into confidentiality agreements with other third parties, including suppliers and other partners. However, we cannot guarantee that we have entered into such agreements with each party that has or may have had access to our proprietary information, know-how and trade secrets. Moreover, no assurance can be given that these agreements will be enforceable or will be effective in controlling access to, distribution, use, misuse, misappropriation, reverse engineering or disclosure of our proprietary information, know-how and trade secrets. Further, these agreements may not prevent our competitors from independently developing technologies that are substantially equivalent or superior to our **System offering and platform capabilities**. These agreements may be breached, and we may not have adequate remedies for any such breach. Our software ~~platform~~ contains third-party open-source software components. Certain use of such open-source components with our proprietary software could adversely affect our ability to charge fees for, or otherwise protect the value of, our ~~offerings solution~~. **Our We license certain software from platform contains software modules licensed to us by third parties under open-party authors under “source licenses. Use and distribution of open-source” licenses. Use and distribution of open-source software may entail greater risks than use of non-open-source third-party commercial software, as open-source licensors generally do not provide support, warranties, indemnification or other contractual protections regarding infringement claims or the quality of the code. In addition, the public availability of such software may make it easier for others to compromise our platform System.** Some open-source licenses contain requirements that we make available source code for modifications or derivative works of our proprietary software based upon the type of open-source software we use, or grant other licenses to our IP. If we combine our proprietary software with open-source software in a certain manner, we could, under certain open-source licenses, be required to release the source code of our proprietary software to the public. This could allow our competitors to create similar ~~product~~ **products** or service offerings with lower development effort and time and ultimately could result in a loss of our competitive advantages. Alternatively, to avoid the public release of the affected portions of our source code, we could be required to expend substantial time and resources to re-engineer some or all of our software. Although we monitor our use of open-source software to avoid subjecting our ~~platform System~~ to unintended conditions, the terms of many open-source licenses have not been interpreted by U. S. or foreign courts, and there is a risk that these licenses could be construed in a way that could impose unanticipated conditions or restrictions on our ability to provide or distribute our ~~platform System~~. From time to time, there have been claims challenging the ownership of open-source software against companies that incorporate open-source software into their solutions. We could similarly be subject to lawsuits by parties claiming ownership of what we believe to be open-source software. Moreover, we cannot assure you that our processes for controlling our use of open-source software in our ~~platform System~~ will be effective. If we are held to have breached or failed to fully comply with all the terms and conditions of an open-source software license, we could face infringement or other liability ~~which~~. **This** may result in an injunction against providing our ~~offering System~~, **a requirement or be required** to seek costly licenses from third parties to continue providing our ~~offerings System~~ on terms that are not economically feasible, ~~to re-engineer engineering~~ our ~~platform System~~, **to discontinue discontinuing** or ~~delay~~ **delaying** the provision of our ~~offerings System~~ if re-engineering could not be accomplished on a timely basis or to make generally available, in source code form, our proprietary code, any of which could adversely affect our business, financial condition and results of operations. Our patent applications may not issue or, if issued, may not provide sufficient protection, which may adversely affect our ability to prevent others from commercially exploiting products similar to ours. We rely on our patent portfolio to protect our competitive advantages. As of September 30 ~~2023~~ **2024**, we had ~~384~~ **483** issued patents in ~~10~~ **14** countries and an additional ~~192~~ **235** patents pending worldwide. Our issued patents are scheduled to expire between ~~August~~ **May** ~~2024~~ **2025** and ~~February~~ **October** ~~2042~~ **2043**. The pending patent applications are presently undergoing examination or expected to undergo examination in the near future. These patents and patent applications seek to protect our proprietary inventions relevant to our business (including our revolutionary distribution center structure, our depalletizing tool, **our electro-sensitive protection system for machinery** and other software and hardware components ~~of related to our system System~~), in addition to other proprietary technologies (including source code) which are primarily maintained as trade secrets. We intend to pursue additional IP protection to the extent we believe it would be beneficial and cost-effective. We make business decisions about when to seek patent protection for a particular technology and when to rely upon copyright or trade secret protection, and the approach we select may ultimately prove to be inadequate. Even in cases where we seek patent protection, there is no assurance that the resulting patents will effectively protect every significant feature of our ~~System point-to-point warehouse solutions~~ or other automated or robotic ~~supply chain solution~~ **assisted distribution systems**. Even if we continue to seek patent protection in the future, we may be unable to obtain or maintain patent protection for our technology. There may be issued patents of which we are not aware, held by third parties that, if found to be valid and enforceable, could be alleged to be infringed by our current or future technologies or offerings. There also may be pending patent applications of which we are not aware that may result in issued patents, which could be alleged to be infringed by our current or future technologies or offerings. Furthermore, legal standards relating to the validity, enforceability and scope of protection of IP rights are uncertain. Despite our precautions, it may be possible for unauthorized third parties to copy our ~~offering solution~~ and use information that we regard as proprietary to create products that compete with ours. We also cannot be certain that we are the first inventor of the subject matter for which we have filed a particular patent application, or if we are the first party to file such a patent application. If another party has invented or filed a patent application with respect to the same subject matter as we have, we may not be entitled to the protection sought by our applicable patent applications. We also cannot be certain that all the claims included in a patent application will ultimately be allowed in the applicable issued patent. Further, the scope of protection provided by issued patent claims is often difficult to determine. As a result, we cannot be certain that the patent applications that we file will issue, or that our issued patents will afford protection against competitors with similar technology. In addition, even if all of our patent claims are allowed and cover their intended scope, our competitors may circumvent or design around our issued patents, which may adversely affect our

business, prospects, financial condition or and operating results of operations. Finally, our issued patents may be challenged and invalidated. Risks Related to Cybersecurity, Software Deficiencies, Service Interruptions and Data Privacy We have experienced cybersecurity incidents in the past and may experience further cybersecurity incidents or security breaches of our systems or IT in the future, which may result in system disruptions, shutdowns or unauthorized access to or disclosure of confidential or personal information. We rely heavily on information technology (“IT”) and operational technology (“OT”) in our warehouse automation systems, System and other products, systems, solutions and services for our customers, and in our enterprise infrastructure. Despite the our implementation of security measures, our IT and OT systems may be subject to unauthorized access or harm by nation states, cyber-criminals, malicious insiders and other actors who may engage in fraud, theft of confidential or proprietary information, sabotage or other criminal activity. Our IT and OT systems could be compromised by malware (including ransomware), cyber-attacks and other events, or, as a result of, error or system failure. Hardware and software that we procure or rely upon from third parties may also contain defects or vulnerabilities in manufacture or design that could expose our systems, System to a risk of compromise. In addition, our software platform contains third-party open source components, which may expose us to greater security risks than the use of non-open source third-party commercial software. We have experienced cyber threats and incidents in the past, although none have been material or had a material adverse effect on our business or financial condition. In the past, an unauthorized actor gained access to our IT system, which resulted in certain information being accessed and exfiltrated, including human resources and employee data. Information that may have been subject to unauthorized access includes names, addresses and Social Security Numbers of employees. We may experience additional cybersecurity incidents and security breaches in the future. Additionally, certain functional areas of our workforce work remotely and such a remote work environment may be outside of our corporate network security protection boundaries, which imposes additional risks to our business, including increased risk of industrial espionage, phishing, and other cybersecurity attacks, and unauthorized dissemination of sensitive, proprietary or confidential information. **We allow employees to use their personal devices for the purpose of accessing certain of our resources. Personal devices are not centrally managed by us and could result in unauthorized access to sensitive, proprietary or confidential information if such a device is lost or compromised.** Our business also uses IT resources on a dispersed basis for a wide variety of key functions including product hardware and software development, engineering, manufacturing, sales, accounting, human resources and IT security. Our vendors, partners, employees and customers have access to, and share, information across multiple locations via various digital technologies. In addition, we rely on partners and vendors, including cloud providers, for a wide range of outsourced activities as part of our IT infrastructure and our commercial offerings. Secure connectivity is important to these ongoing operations. Also, our partners and vendors frequently have access to our confidential information as well as confidential information about our customers, employees and others. We design our security architecture to reduce the risk that a compromise of our partners’ data or infrastructure, for example a cloud platform, could lead to a compromise of our internal systems or customer networks, but this risk cannot be eliminated and vulnerabilities at third parties could result in unknown risk exposure to our business. Any significant security incident could have an adverse impact on sales, interrupt or delay our ability to operate or service our customers, harm our reputation and cause us to incur legal liability and increased costs to address such events and related security concerns. Our ability to efficiently manage and expand our business depends significantly on the reliability, capacity and protection of our systems, System and IT. Real or perceived failures or security breaches of our systems and IT could disrupt our operations, lead to loss of proprietary information, damage our relationships with customers, result in regulatory investigations and penalties, lead to liability, negatively impact our reputation and otherwise adversely affect our business, financial condition and results of operations. Our systems, hardware and software products, solutions and services are used by our customers in supply chain applications that may be subject to information theft, tampering, vulnerabilities or sabotage. Careless or malicious actors could cause a customer’s supply chain processes, including our System, to be disrupted or could cause equipment to operate in an improper manner that could result in harm to people or property. While we continue to improve the security attributes of our warehouse automation systems, System, software, and services and products, we can reduce risk but not eliminate it. To a significant extent, the security of our customers’ systems IT depends on how they those systems are designed, installed, protected, configured, updated and monitored, and much of this is typically outside our control. In addition, the software supply chain introduces security vulnerabilities into many products across the industry, including products that may be used by our System. The current cyber threat environment indicates increased risk for all companies, including those in supply chain automation. Any significant security incident could have an adverse impact on sales, interrupt or delay our ability to operate or service our customers, harm our reputation and cause us to incur legal liability and increased costs to address such events and related security concerns. Cybersecurity incidents may also compromise third parties upon which we rely for our operations, and we are limited in our ability to prevent or mitigate those compromises or their effects. If such an event results in unauthorized access to, or loss of, any data subject to data privacy and security laws and regulations or contractual obligations, then we could be subject to substantial fines by U. S. federal and state authorities, foreign data privacy authorities around the world and private claims by companies or individuals. A cyber-attack may cause additional costs, such as investigative and remediation costs, and the costs of providing individuals and / or data owners with notice of the breach, legal fees, and the costs of any additional fraud detection activities required by law, a court or a third-party. Further, if a high-profile security breach occurs with respect to another provider of supply chain automation solutions, our customers and potential customers may lose trust in the security of our services System or in the supply chain automation industry generally, which could adversely impact our ability to retain existing customers or attract new ones. Even in the absence of any security breach, customer concerns about security, privacy or data protection may deter them from using our System, software, and services and products, which could negatively impact our reputation and otherwise adversely affect our business, financial condition and results of operations. A breach of our systems or IT that results in unauthorized access to personal information could require us to notify affected employees, customers and other persons (including governmental

organizations) and lead to lawsuits and investigations alleging breaches of applicable laws or regulations. We may collect and process certain personal information of our customers or customers' customers in connection with our business. Additionally, we collect and otherwise process other data relating to individuals, including business partners, prospects, employees, vendors and contractors. Although we take steps to protect the security of our customers' personal information and other personal information within our control, we may face actual or perceived breaches of security, security incidents or other misuses of this information, and many jurisdictions have enacted laws requiring companies to notify individuals, regulatory authorities and others of security breaches involving certain types of data, and we may have contractual obligations to customers imposing similar requirements. We may be required to expend significant resources to comply with security breach and security incident notification requirements if a third party accesses or acquires such personal information without authorization, if we otherwise experience a security breach or incident or loss or damage of personal information, or if this is perceived to have occurred. Any actual or perceived breach of our network security or systems, or those of our vendors or service providers, could result in claims, litigation and proceedings against us by governmental entities, customers, individuals or others, have negative effects on our business and future prospects, including possible fines, penalties and damages, and could result in reduced demand for our systems, software, and services and products and harm to our reputation and brand, resulting in which could negatively impact to our business, financial condition and results of operations. We depend and rely upon technologies from third parties (including cloud-based technologies) to operate our business, and interruptions of or performance or security problems with these technologies or the termination of relationships with the providers of these technologies may adversely affect our business, financial condition and results of operations. We rely on partners and vendors, including cloud providers, for a wide range of outsourced activities as part of our internal IT infrastructure and our commercial offerings solution. If these services become unavailable due to extended outages or interruptions or because they are no longer available on commercially reasonable terms, our expenses could increase, our ability to manage finances could be interrupted and our processes for managing sales of our automated warehouse system System and supporting our customers could be impaired until equivalent services, if available, are identified, obtained and implemented, all, All of which could adversely affect our business and results of operations. Real or perceived errors, failures, bugs or defects in our systems or IT could adversely lead to liability and litigation, disrupt our operations and could negatively impact our reputation and otherwise adversely affect our business, financial condition and results of operations. Our automated warehouse systems System are is complex and, like all complicated systems solutions that depend on software and hardware, may contain undetected defects or errors. We are continuing to evolve the features and functionality of our automated warehouse systems System through updates and enhancements, and as we do so, we may introduce additional defects or errors that may not be detected until after deployment by our customers. If Moreover, if we acquire companies or integrate into our platform System technologies developed by third parties, we may encounter difficulty in incorporating the newly-obtained technologies into our platform System and maintaining the quality standards that are consistent with our reputation. If In addition, if our automated warehouse system System is not implemented or used correctly or as intended, inadequate performance and disruptions in service may result. Because our customers use our automated warehouse system System for important aspects of their business, any actual or perceived errors, defects, bugs, or other performance problems in our system System could damage our customers' businesses. Any defects or errors in our automated warehouse systems System, generally, or the perception of such defects or errors, could result in a loss of existing or potential customers and delayed or lost revenue and could damage our reputation or and lead to liability or litigation. In addition, errors Errors in our software or hardware that supports our automated warehouse systems System, generally, could cause system failures, loss of data or other adverse effects for our customers who may assert warranty and other claims for substantial damages against us. Although our customer agreements with our customers often contain provisions that seek to limit our exposure to such claims, it is possible that these provisions may not be effective ineffective or enforceable unenforceable under the laws of some jurisdictions. While we seek to insure against these types of claims, our insurance policies may not adequately limit our exposure to such claims. These claims, even if unsuccessful, could be costly and time consuming to defend and could harm our business, financial condition, results of operations, and cash flows. Our business requires the collection, use, handling, processing, transfer and storage of employee and customer data, and such activities may be regulated by third-party agreements and, our own privacy policies and as well as certain federal, state and foreign laws and regulations. Our handling of customer and employee data is subject to a variety of laws and regulations relating to privacy, data protection and cybersecurity, and we may become subject to additional obligations, including contractual obligations, relating to our maintenance and other processing of this data, and new or modified laws or regulations. Any actual or alleged failure by us to comply with our privacy policy or any federal, state or international privacy, data protection or security laws or regulations or other obligations could result in claims and litigation against us, regulatory investigations and other proceedings, legal liability, fines, damages and other costs. Any actual or alleged failure by any of our vendors or business partners to comply with contractual or legal obligations regarding the protection of information about our customers could carry similar consequences. Should we become subject to additional privacy or data protection laws, regulations, or other obligations relating to privacy, data protection or cybersecurity, we may need to undertake compliance efforts that could carry a large cost and could entail substantial time and other resources. We In addition, we publish privacy policies and other documentation regarding our collection, use, disclosure, and other processing of personal information. Although we endeavor to adhere to these policies and documentation, we, and the third parties on which we rely, may at times fail to do so or may be perceived to have failed to do so. Such failures or perceived failures could subject us to regulatory enforcement action as well as costly legal claims by affected individuals or our customers. As enhanced, systemic administrative, physical, and technical safeguards and practices are evaluated, adopted, and implemented to safeguard personally identifiable information, those safeguards and practices may result in offsets to productivity gains we may make elsewhere. Similarly, as the rights of individuals expand globally with respect to their personal information, complying with established practices to affect those privacy

rights also can impact our productivity. Numerous states and the federal government have enacted, or are considering enacting, increasingly complex and rigorous privacy, information security and data protection laws and regulations that **build on an existing global privacy and data security regulatory framework. This global patchwork of laws** could have a significant impact on our ~~current and planned~~ privacy, data protection and information security- related practices. ~~In addition, monitoring~~ **Monitoring** and complying with these laws and regulations may be expensive and disruptive to our business, and our real or perceived failure to comply with them could adversely affect our business, financial condition and results of operations. We, our customers, and third parties whom we work with are subject to numerous evolving and increasingly stringent foreign and domestic laws and requirements relating to privacy, data security, and data ~~protection~~ **loss prevention** that are increasing the cost and complexity of operating our business. Compliance with state, federal and foreign privacy regulations, such as the California Consumer Privacy Act or the European Union’s General Data Protection Regulation, could increase our operating costs as part of our efforts to protect and safeguard our sensitive data and personal information. Failure to maintain information privacy **and security** could result in **business interruption**, legal liability ~~or and~~ reputational harm. We strive to comply with applicable privacy, data security, and data protection laws and requirements, but we cannot fully determine the impact that current or future such laws and requirements may have on our business or operations. Such laws or requirements may be inconsistent from one jurisdiction to another, subject to differing interpretations, and courts or regulators may deem our efforts to comply as insufficient. If we, ~~or the third parties we rely on to operate our business and deliver our services fail to comply, or are perceived as failing to comply, with our legal or contractual obligations relating to privacy, data security, or data protection, or our policies and documentation relating to personal information, we could face:~~ governmental enforcement action; litigation with our customers, individuals or others; fines and civil or criminal penalties for us or ~~company officials~~ **our executives**; obligations to cease offering our ~~services~~ **System** or to substantially modify ~~them~~ **it** in ways that make ~~them~~ **it** less effective in certain jurisdictions; negative publicity and harm to our brand and reputation; and reduced overall demand for our ~~services~~ **System**. Such developments could adversely affect our business, financial condition, and results of operations. Risks Related to Ownership of Our Common Stock ~~Our common stock price may be volatile or may decline regardless of our operating performance. You may lose some or all of your investment.~~ The trading price of our common stock may be volatile. The stock market **and the market for our common stock** recently ~~has~~ **have** experienced extreme volatility. This volatility often has been unrelated or disproportionate to the operating performance of particular companies. You may not be able to resell your shares at an attractive price due to a number of factors such as those listed in “Risks Related to Symbotic — Risks Related to Our Business, Operations and Industry” and the following: • our operating and financial performance and prospects; • our quarterly or annual earnings or those of other companies in our industry compared to market expectations; • conditions that impact demand for our ~~products~~ **System**; • future announcements concerning our business, our ~~clients~~ **customers**’ businesses or our competitors’ businesses; • the public’s reaction to our press releases, other public announcements and filings with the SEC; • the market’s reaction to our ~~reduced disclosure and other requirements as a result of being an “emerging growth company” under the “JOBS Act”~~; • the size of our public float; • coverage by or changes in financial estimates by securities analysts or failure to meet their expectations; • market and industry perception of our success, or lack thereof, in pursuing our growth strategy; • strategic actions by us or our competitors, such as acquisitions or restructurings; • changes in laws or regulations which adversely affect our industry or us; • changes in accounting standards, policies, guidance, interpretations or principles; • changes in senior management or key personnel; • issuances, exchanges or sales, or expected issuances, exchanges or sales of our capital stock; • changes in our dividend policy; • adverse resolution of new or pending litigation against us; and • changes in general market, economic and political conditions in the United States and global economies or financial markets, including those resulting from natural disasters, terrorist attacks, acts of war and responses to such events. These broad market and industry factors may materially reduce the market price of our common stock, regardless of our operating performance. In addition, price volatility may be greater if the public float and trading volume of our common stock is low. As a result, you may suffer a loss on your investment. In the past, following periods of market volatility, stockholders have instituted securities class action litigation. ~~If we were involved~~ **Following our earning release in July 2024, the price of our Class A common stock fell significantly and, as a result, a class action lawsuit was filed in United States District Court for the District of Massachusetts against us. This class action and any other possible** securities litigation, ~~it~~ **whether meritorious or not**, could have a substantial cost and divert resources and the attention of executive management from our business regardless of the outcome of such litigation. ~~Beginning in January 2022~~ **We are party to pending litigation, and we may be subject to future litigation in the operation of our business. An adverse outcome in one or more proceedings could adversely affect our business. We are a party to litigation, and we may in the future face the risk of claims, lawsuits, and there- other has proceedings involving competition and antitrust, intellectual property, privacy, consumer protection, accessibility, securities, tax, labor and employment, commercial disputes, services and other matters. See “Business — Legal Proceedings.” Litigation to defend us against claims by third parties, or to enforce any rights that we may have against third parties, may be necessary, which could result in substantial costs and diversion of our resources. Insurance might not cover such claims, might not provide sufficient payments to cover all the costs to resolve one or more such claims and might not continue to be available on terms acceptable to us. Any litigation to which we are a party may result in an onerous or unfavorable judgment that may not be reversed upon appeal, or in payments of substantial monetary damages or fines, the posting of bonds requiring significant collateral, letters of credit or similar instruments, or we may decide to settle lawsuits on similarly unfavorable terms. These proceedings could result in reputational harm and criminal sanctions. Litigation and other claims and regulatory proceedings against us could also result in unexpected disciplinary actions, expenses and liabilities, which could have a material adverse effect on our business, financial condition and results of operations. We have been a precipitous drop the subject of governmental and regulatory investigations and inquiries with respect to the operation of our businesses and we could be subject to future**

governmental and regulatory investigations and inquiries, legal proceedings and enforcement actions. Any such investigation, inquiry, proceeding or action could adversely affect our business. We have in the past and may receive in the future formal and informal inquiries from government authorities and regulators, regarding compliance with laws and the other market values of matters, particularly as we grow and expand our business and operations. Resolution of these matters against us may result in, among other things, the payment of fines, judgments, penalties, non-monetary sanctions or settlements, which may be significant, as well as the imposition of administrative remedies, changes and additional costs to our business operations to avoid risks associated with such as litigation or investigations, reputational damage and decreased demand for our products, and the expenditure securities and may involve special risks. Beginning in January 2022, there has been a precipitous drop in the market values of growth-oriented companies like ours. These results may be more volatile than other growth-oriented companies. Accordingly, securities oriented companies. In recent months, inflationary pressures, increases in interest rates and other adverse economic and market forces have contributed to these drops in market value. As a result, our securities are subject to potential downward pressures, which may cause further volatility in the price of our securities and an adversely impact on our business, financial condition, or results of operations ability to secure financing. We do not intend to pay dividends on our common stock for the foreseeable future. We currently intend to retain all available funds and any future earnings to fund the development and growth of our business. As a result, we do not anticipate declaring or paying any cash dividends on our common stock in the foreseeable future. Any decision to declare and pay dividends in the future will be made at the discretion of our board of directors and will depend on, among other things, our business prospects, results of operations, financial condition, cash requirements and availability, certain restrictions related to our indebtedness, if any, industry trends and other factors that our board of directors may deem relevant. Any such decision will also be subject to compliance with contractual restrictions and covenants in the agreements governing future indebtedness. In addition, we may incur future indebtedness, the terms of which may further restrict or prevent us from paying dividends on our common stock. As a result, you may have to sell some or all of your common stock after price appreciation in order to generate cash flow from your investment, which you may not be able to do. Our inability or decision not to pay dividends, particularly when others in our industry have elected to do so, could also adversely affect the market price of our common stock. If securities analysts do not publish research or reports about us, or if they issue unfavorable commentary about us or our industry or downgrade our common stock, the price of our common stock could decline. The trading market for our common stock will depend in part on the research and reports that third-party securities analysts publish about us and the industries in which we operate. If we may be unable or slow to attract research coverage and if one or more analysts cease coverage of us, the price and trading volume of our securities would likely be negatively impacted. If any of the our analysts downgrades that may cover us change their recommendation regarding our securities adversely, or provide provides more favorable relative recommendations about our competitors, the price of our securities would likely decline. If any one or more analyst analysts that may cover us ceases covering us or fails to regularly publish reports on us, we could lose visibility in the financial markets, which could cause the price or trading volume of our securities to decline. Moreover, if one or more of the analysts who cover us downgrades our common stock, or if our reporting results do not meet their the expectations of our analysts, the market price of our common stock could decline. Our issuance of additional shares of common stock or convertible securities could make it difficult for another company to acquire us, may dilute your ownership of us and could adversely affect our stock price. We have filed a registration statement with the SEC on Form S- 8 providing for the registration of shares of our common stock issued or reserved for issuance under the Symbolic Inc. 2022 Omnibus Incentive Compensation Plan and (the "Incentive Compensation Plan ") and the 2022 Employee Stock Purchase Plan (the "ESPP "). Subject to the satisfaction of vesting conditions, shares registered under the registration statement on Form S- 8 will be available for resale immediately in the public market without restriction. From time to time in the future, we may also issue additional shares of our common stock or securities convertible into common stock pursuant to a variety of transactions, including acquisitions. The issuance by us of additional shares of our common stock or securities convertible into our common stock would dilute your ownership of us and the sale of a significant amount of such shares in the public market could adversely affect prevailing market prices of our common stock. In the future, we expect to obtain financing or to further increase our capital resources by issuing additional shares of our capital stock or offering debt or other equity securities, including senior or subordinated notes, debt securities convertible into equity, or shares of preferred stock. Issuing additional shares of our capital stock, other equity securities, or securities convertible into equity may dilute the economic and voting rights of our existing stockholders, reduce the market price of our common stock, or both. Debt securities convertible into equity could be subject to adjustments in the conversion ratio pursuant to which certain events may increase the number of equity securities issuable upon conversion. Preferred stock, if issued, could have a preference with respect to liquidating distributions or a preference with respect to dividend payments that could limit our ability to pay dividends to the holders of our common stock. Our decision to issue securities in any future offering will depend on market conditions and other factors beyond our control, which may adversely affect the amount, timing or nature of our future offerings. As a result, holders of our common stock bear the risk that our future offerings may reduce the market price of our common stock and dilute their percentage ownership. Future sales, or the perception of future sales, of our common stock by us or our stockholders in the public market could cause the market price for our common stock to decline. The sale of substantial amounts of shares of our common stock in the public market, or the perception that such sales could occur, could harm the prevailing market price of shares of our common stock. These sales, or the possibility that these sales may occur, also might make it more difficult for us to sell equity securities in the future at a time and at a price that we deem appropriate. As of December 5-2, 2023-2024, there were (i) 83-106, 718-352, 573-609 shares of Class A Common Stock issued and outstanding, (ii) 65-76, 991-757, 247-485 shares of Class V- 1 Common Stock issued and outstanding, and (iii) 407-404, 528-309, 941-196 shares of Class V- 3 Common Stock issued and outstanding. The These numbers of shares set forth above do not

take into account unvested shares of ~~Symbotic our~~ Class A Common Stock, ~~Earnout Interests or units~~ and paired shares of Class ~~A V-1~~ Common Stock issuable upon the exercise of securities exercisable for units of Symbotic Holdings. Shares held by certain of our stockholders will be eligible for resale, subject to, in the case of certain stockholders, volume, manner of sale and other limitations under Rule 144, if then available. In addition, pursuant to the A & R Registration Rights Agreement (~~as incorporated herein by reference, the “A & R Registration Rights Agreement”~~), certain stockholders have the right, subject to certain conditions, to require us to register the sale of their shares of our common stock under the Securities Act ~~of 1933, as amended (“Securities Act”)~~. By exercising their registration rights and selling a large number of shares, these stockholders could cause the prevailing market price of our Class A Common Stock to decline. As of ~~August 1~~ **December 2, 2023-2024**, the shares covered by ~~those~~ registration rights represent approximately 83 % of our outstanding common stock. As restrictions on resale end or if these stockholders exercise their registration rights, the market price of shares of our common stock could drop significantly if the holders of these shares sell them or are perceived by the market as intending to sell them. These factors could also make it more difficult for us to raise additional funds through future offerings of our shares of common stock or other securities. ~~In addition, the shares~~ **Shares** of our common stock reserved for future issuance under the Incentive Compensation Plan and the ESPP ~~are~~ **will become** eligible for sale in the public market ~~once those shares are issued~~, subject to provisions relating to various vesting agreements, lock-up agreements and, in some cases, limitations on volume and manner of sale applicable to affiliates under Rule 144, as applicable. ~~We have~~ **The number of shares to be reserved for future issuance under the Incentive Compensation Plan** ~~a total is equal to 10 % of Symbotic’s~~ **75, 485, 491 shares of** Class A Common Stock ~~and 54 on a fully diluted basis as of the closing of the Business Combination,~~ **544, 562 shares** subject to adjustment in accordance with the terms of **Class A Common Stock remain available for issuance under** the Incentive Compensation Plan ~~as of September 28, 2024~~ (the “Share Reserve”). The Share Reserve ~~is~~ **will be** subject to an annual increase on the first trading day of each calendar year, ~~beginning which began on~~ January 1, 2023 and ~~ending ends~~ on and including January 1, 2032, by a number of shares equal to the lesser of (i) 5 % of the aggregate number of shares of ~~our~~ **our** Class A Common Stock outstanding on the last day of the prior calendar year and (ii) such smaller number of shares (which may be zero) as is determined by the compensation committee ~~of our board of directors (“Compensation Committee”)~~ prior to such calendar year. ~~The Incentive Compensation Plan also permits the compensation committee to deliver awards covering an aggregate of 8,500,000 shares of Class A Common Stock of Symbotic (the “Additional Pool”) solely in connection with the exchange of awards under the 2012 Value Appreciation Plan or the Amended and Restated 2018 Long Term Incentive Plan outstanding prior to the consummation of the Business Combination. Additionally, the number of shares to be reserved for future issuance under the ESPP is equal to 2.5 % of the total number of outstanding shares as of the closing of the Business Combination, subject to adjustment in accordance with the terms of the ESPP (the “Initial Share Limit”). The Initial Share Limit will be subject to an annual increase on the first day of each calendar year, beginning January 1, 2023 and ending on and including January 1, 2032, equal to the lesser of (i) 1 % of the aggregate number of shares of Class A Common Stock of Symbotic then outstanding on the final day of the immediately preceding calendar year, (ii) the number of shares that equals twice the size of the Initial Share Limit and (iii) such smaller number of shares (which may be zero) as is determined by the compensation committee of the board of directors prior to such calendar year. We expect to file one or more registration statements on Form S-8 under the Securities Act to register shares of our common stock or securities convertible into or exchangeable for shares of our common stock issued pursuant to our Incentive Compensation Plan and ESPP. Any such Form S-8 registration statements will automatically become effective upon filing. Accordingly, shares registered under such registration statements will be available for sale in the open market. Anti-takeover provisions in our Charter and Bylaws and under Delaware law could make an acquisition of us more difficult, limit attempts by our stockholders to replace or remove our current management and limit the market price of our common stock. ~~The~~ **Our** Charter, the Bylaws and Delaware law contain provisions that could ~~make it~~ **have the effect of rendering** more difficult, ~~delaying~~ **delay**, or ~~preventing~~ **prevent** an acquisition deemed undesirable by our board of directors. Among other things, ~~the our~~ Charter and / or Bylaws includes the following provisions: • a prohibition on stockholder action by written consent, which means that our stockholders will only be able to ~~act~~ **take action** at a meeting of stockholders and will not be able to ~~act~~ **take action** by written consent ~~for any matter~~; • a forum selection clause, which means certain litigation against us can only be brought in Delaware; • ~~the~~ authorization of undesignated preferred stock, the terms of which may be established and shares of ~~which may be~~ issued without further action by our stockholders; and • advance notice procedures, which apply for stockholders to nominate candidates for election as directors or to bring matters before an annual meeting of stockholders. These provisions, alone or together, could delay or prevent hostile takeovers and changes in control or changes in our management. ~~Symbotic will~~ **We are** not be governed by Section 203 of ~~the DGCL~~ **Delaware corporate law**. In general, Section 203 prohibits a publicly held Delaware corporation from engaging in a business combination, such as a merger, with an “interested stockholder” (which includes a person or group owning 15 % or more of the corporation’s voting stock) for a period of three years following the date the person became an interested stockholder, unless (with certain exceptions) the business combination or the transaction in which the person became an interested stockholder is approved in a prescribed manner. Accordingly, ~~Symbotic we~~ will not be subject to any anti-takeover effects of Section 203. Nevertheless, ~~the our~~ Charter contains provisions that will have a similar effect to Section 203, ~~which will take effect from and after the first such time after the Effective Time that the members of New Symbotic Holdings (other than Symbotic) as of the Closing Date and their Permitted Transferees (as defined in the New Symbotic Holdings LLC Agreement) no longer own a majority of the issued and outstanding shares of our common stock (the “Restriction Effective Time”)~~, except that such restrictions on business combinations shall not apply to any interested stockholder that became such prior to the Restriction Effective Time. Any provision of ~~the our~~ Charter ~~and~~, the Bylaws or Delaware law that has the effect of delaying, preventing or deterring a change in control could limit the opportunity for our stockholders to receive a premium for their shares of our common stock and could also affect the price that some investors are willing to pay for our common stock. ~~The Our~~ Charter provides that the courts located in the State of Delaware will be the sole~~

and exclusive forum for substantially all disputes between us and our stockholders, which could limit our stockholders' ability to obtain a favorable judicial forum for disputes with us or our directors, officers, or employees. ~~The Our Charter and Bylaws provide~~ **provides** that, unless we consent in writing to the selection of an alternative forum, (a) a state court located within the State of Delaware (or, ~~if in the event that no court located within the State of Delaware has jurisdiction, the federal district court for the District of Delaware~~) ~~shall will~~, to the fullest extent permitted by law, be the sole and exclusive forum for: (i) any derivative action or proceeding brought on our behalf; (ii) any action asserting a ~~claim of~~ breach of a fiduciary duty owed by any of our directors, officers, employees or stockholders to us or to our stockholders or (iii) any action ~~asserting a claim~~ arising pursuant to any provision of the DGCL, **Delaware corporate law**, ~~the our~~ Charter or ~~the~~ Bylaws; and (b) ~~subject to the foregoing, the federal district court for the District of Delaware (or if such court does not have jurisdiction over such action, any other federal district court)~~ **will of the United States of America shall**, to the fullest extent permitted by law, be the sole and exclusive forum for any action ~~asserting a cause of action~~ arising under the Securities Act, ~~and the rules and regulations promulgated thereunder, as amended.~~ **These** Notwithstanding the foregoing, such forum selection provisions ~~shall will~~ not apply to suits brought to enforce any liability, obligation or duty created by the Exchange Act **of 1934, as amended ("Exchange Act")**. The choice of forum provision may limit a stockholder's ability to bring a claim in a judicial forum that it finds favorable for disputes with us or our directors, officers, or other employees, which may discourage such lawsuits against us and our directors, officers, and other employees. Alternatively, if a court were to find the choice of forum provision contained in ~~the our~~ Charter to be inapplicable or unenforceable ~~in an action~~, we may incur additional costs associated with resolving such action in other jurisdictions, which could harm our business, results of operations, and financial condition. Additionally, Section 22 of the Securities Act creates concurrent jurisdiction for federal and state courts over all suits brought to enforce any duty or liability created by the Securities Act ~~or the rules and regulations thereunder~~. As noted above, ~~the our~~ Charter and Bylaws ~~will~~ provide that the federal district courts **will of the United States of America shall** have jurisdiction over any action arising under the Securities Act. Accordingly, there is uncertainty as to whether a court would enforce such provision. Our stockholders will not be deemed to have waived our compliance with the federal securities laws ~~and the rules and regulations thereunder~~. **Risks Related** Changes in laws or regulations, or a failure to **Being** comply with any laws and regulations, may adversely affect our business, investments and results of operations. We are subject to laws, regulations and rules enacted by national, regional and local governments and NASDAQ. In particular, we are required to comply with certain SEC, NASDAQ and other legal or regulatory requirements. Compliance with, and monitoring of, applicable laws, regulations and rules may be difficult, time consuming and costly. Those laws, regulations and rules and their interpretation and application may also change from time to time and those changes could materially and adversely affect our business, investments and results of operations. In addition, a **Public Company** failure to comply with applicable laws, regulations and rules, as interpreted and applied, could materially and adversely affect our business and results of operations. Because ~~Symbotic we~~ did not become a public reporting company by means of a traditional underwritten initial public offering, ~~the our~~ shareholders of Symbotic may face additional risks and uncertainties. Because ~~Symbotic we~~ became a public reporting company by means of consummating ~~the Business Combination a merger with a special purpose acquisition company~~ rather than by means of a traditional underwritten initial public offering, there was no independent third-party underwriter selling the shares of ~~our Symbotic's~~ Class A Common Stock, and, accordingly, ~~the our~~ stockholders of Symbotic did not have the benefit of an independent review and investigation of the type normally performed by an unaffiliated, independent underwriter in a public securities offering. Due diligence reviews typically include an independent investigation of the background of the company, any advisors and their respective affiliates, review of the offering documents and independent analysis of the plan of business and any underlying financial assumptions. In addition, because ~~Symbotic we~~ did not become a public reporting company by means of a traditional underwritten initial public offering, security or industry analysts may not provide, or be less likely to provide, coverage of ~~Symbotic-us~~. Investment banks may also be less likely to agree to underwrite secondary offerings on behalf of ~~Symbotic-us~~ than they might if ~~Symbotic we~~ became a public reporting company by means of a traditional underwritten initial public offering, because they may be less familiar with ~~us~~ the Company as a result of more limited coverage by analysts and the media. ~~The failure to receive research coverage or support in the market for the Company's Class A Common Stock could have an adverse effect on the Company's ability to develop a liquid market for the Company's Class A Common Stock. Other Risks Prior to the Business Combination, we had not been required to document and test our internal controls over financial reporting, management had not been required to certify the effectiveness of our internal controls, and our auditors had not been required to opine on the effectiveness of our internal controls over financial reporting. Failure to maintain adequate financial, IT and management processes and controls could result in material weaknesses and errors in our financial reporting, which could adversely affect our business, financial condition and results of operations. Moreover, there are inherent limitations in all control systems, and misstatements due to error or fraud that could seriously harm our business may occur and not be detected. Prior to the Business Combination, as a private company, we had not been subject to the SEC's internal control reporting requirements. Following the Business Combination, we became subject to the SEC's internal control over financial reporting requirements and will become subject to the auditor attestation requirements once we are no longer an "emerging growth company." We will remain an emerging growth company until the earliest of: (i) the end of the fiscal year in which we had total annual gross revenue of \$1.235 billion; (ii) the last day of our fiscal year following March 11, 2026 (the fifth anniversary of the date on which SVF 3 consummated the SVF 3 IPO); (iii) the date on which we have issued more than \$1.0 billion in non-convertible debt during the preceding three-year period; or (iv) the end of the fiscal year in which the market value of our common stock held by non-affiliates exceeds \$700 million as of the last business day of our most recently completed second fiscal quarter. We may not be able to complete our evaluation, testing and any required remediation in a timely fashion. In addition, our current controls and any new controls that we develop may become inadequate because of poor design, inadequate enforcement and / or changes in our business, including increased complexity resulting from expansion. Any failure to implement and maintain effective internal controls over financial~~

reporting could adversely affect the results of assessments by our independent registered public accounting firm and their attestation reports. As a result, we will incur significant legal, accounting and other expenses that we did not previously incur. Our entire management team and many of our other employees have devoted and will need to devote substantial time to compliance and may not effectively or efficiently manage our transition into a public company. In addition, the need to establish the corporate infrastructure demanded of a public company may also divert management's attention from implementing our business strategy, which could prevent us from improving our business, results of operations and financial condition. We have **incurred** made, and will continue to make, changes to our internal control over financial reporting, including IT controls, and procedures for financial reporting and accounting systems to meet our reporting obligations as a public company. However, the measures we take may not be sufficient to satisfy our obligations as a public company. If we do not continue to develop and implement the right processes and tools to manage our changing enterprise and maintain our culture, our ability to compete successfully and achieve our business objectives could be impaired, which could negatively impact our business, financial condition and results of operations. In addition, we cannot predict or estimate the amount of additional costs we may incur to comply with these requirements. We anticipate that these costs will materially increase our general and administrative expenses. These rules and regulations result in our incurring legal and financial compliance costs and will make some activities more time-consuming and costly. For example, we expect these rules and regulations to make it more difficult and more expensive for us to obtain director and officer liability insurance, and we may be required to accept reduced policy limits and coverage or incur substantially higher costs to obtain the same or similar coverage. As a result, it may be more difficult for us to attract and retain qualified people to serve on our board of directors, our board committees or as executive officers. Moreover, our management does not expect that our internal and disclosure controls will prevent all possible error and all fraud. A control system, no matter how well conceived and operated, can provide only reasonable, not absolute, assurance that the objectives of the control system are met. In addition, the design of a control system must reflect the fact that there are resource constraints and the benefit of controls must be relative to their costs. Because of the inherent limitations in all control systems, an evaluation of controls can only provide reasonable assurance that all material control issues and instances of fraud, if any, have been detected. These inherent limitations include the realities that judgments in decision-making can be faulty and that breakdowns can occur because of simple error or mistake. Further, controls can be circumvented by the individual acts of some persons or by collusion of two or more persons. The design of any system of controls is based in part upon certain assumptions about the likelihood of future events, and there can be no assurance that any design will succeed in achieving its stated goals under all potential future conditions. Because of inherent limitations in a cost-effective control system, misstatements due to error or fraud may occur and not be detected. A failure of our controls and procedures to detect error or fraud could seriously harm our business and results of operations. We will incur increased costs as a result of operating as a public company, and our management will devote substantial time to new compliance initiatives. We **recently** became a public company **following the Business Combination, and consequently** **Consequently**, we have incurred **and we will continue to incur** significant legal, compliance, accounting and other expenses that we did not incur as a private company. As a public company, we are subject to the reporting requirements of the Exchange Act, the Sarbanes-Oxley Act **of 2002**, the Dodd-Frank Wall Street Reform and Consumer Protection Act, as well as rules adopted, and to be adopted, by the SEC and NASDAQ. Our management and other personnel devote a substantial amount of time to these compliance initiatives. Moreover, we expect these rules and regulations to substantially increase our legal and financial compliance costs and to make some activities more time-consuming and costly. We cannot predict or estimate the amount or timing of additional costs we may incur to respond to these requirements. The impact of these requirements could also make it more difficult for us to attract and retain qualified persons to serve on our board of directors or board committees, or as executive officers. **Our Some members of our** management **has limited experience in operating a public company. Our executive officers have limited experience in operating the management of a publicly traded company. Our management team may not successfully or effectively manage our transition to a public company that will be subject to significant regulatory oversight and reporting obligations under federal securities laws. Some members of our management have limited experience in the management of a public company. As a public company, we must establish corporate infrastructure**. Their limited experience in dealing with the increasingly complex laws pertaining to public companies could be a significant disadvantage. **It in that it** is likely that an increasing amount of their time may be devoted to these activities, which will result in less time being devoted to the **our** management and growth of **Symbotic**. Our personnel have limited knowledge, experience and training in the accounting policies, practices or internal control over financial reporting required of public companies in the United States. The development and implementation of the standards and controls necessary for us to achieve the level of accounting standards required of a public company **in the United States** may require **additional staffing and** costs greater than expected. **We may need** It is possible that we will be required to expand our employee base and hire additional employees to support our operations as a public company, which will increase our operating costs in future periods. The dual class **Risks Related to Our Organizational Structure Structure** of our common stock has the effect of concentrating voting control with the Symbotic Founder, certain family members of the Symbotic Founder and certain affiliated entities and trusts of the Symbotic Founder and his family members; this will limit or preclude your ability to influence corporate matters. Our Class V-3 common stock has three votes per share and our Class A Common Stock and Class V-1 common stock **has have** one vote per share. **Our** Class V-3 common stock **convert-converts** into Class V-1 common stock in certain situations, including automatically **on June 7, 2029** seven years following the Business Combination. Our Chairman and Chief Executive Officer, Richard B. Cohen, together with certain family members and certain affiliated entities and trusts of Mr. Cohen and his family members, in the aggregate, hold Class V-3 common stock and **89-87. 8-4** % of the voting power of our outstanding common stock and are able to control all matters submitted to our stockholders for approval. This concentrated control will limit or preclude your ability to influence **our** corporate matters for the foreseeable future. Transfers by holders of **our** Class V-3 common stock will generally result in those shares converting to Class V-1 common stock, subject to limited

exceptions, such as certain transfers effected for estate planning or charitable purposes. The conversion of Class V- 3 common stock to Class V- 1 common stock will have the effect, over time, of increasing the relative voting power of those holders of Class V- 3 common stock who retain their shares in the long term. If, for example, Mr. Cohen retains, including through his affiliated entities and trusts, a significant portion of his holdings of Class V- 3 common stock for an extended period of time, he could, in the future, continue to control a significant portion of the combined voting power of our outstanding capital stock. Our multi- class capital structure may render our shares ineligible for inclusion in certain stock market indices, which could adversely affect the share price and liquidity of our common stock. We cannot predict whether our multi- class structure will result in a lower or more volatile market price of our Class A Common Stock, in adverse publicity, or other adverse consequences. For example, certain index providers have announced restrictions on including companies with multi- multiple - class share structures in certain of their indices indexes. In addition July 2017, FTSE Russell several stockholder advisory firms have announced that it plans to require new constituencies of its indices to have greater than 5 % of our voting rights in the hands of public stockholders, and S & P Dow Jones announced that it will no longer admit companies with multi- class share structures to certain of its indices. Affected indices include the Russell 2000 and the S & P 500, S & P MidCap 400 and S & P SmallCap 600, which together make up the S & P Composite 1500. Also in 2017, MSCI, a leading stock index provider, opened public consultations on their treatment opposition to the use of no- vote and multi- multiple - class structures and temporarily barred new multi- class listings from certain of its indices and in October 2018, MSCI announced its decision to include equity securities “ with unequal voting structures ” in its indices and to launch a new index that specifically includes voting rights in its eligibility criteria. As a result Under such announced policies, the multi- class structure of our common stock may make cause stockholder advisory firms to publish negative commentary about our corporate governance practices, recommend that stockholders vote against certain company annual stockholder meeting proposals or otherwise seek to cause us ineligible for to change our capital structure. Any such inclusion exclusion from in certain indices or any actions or publications by stockholder advisory firms critical of our corporate governance practices or capital structure and, as a result, mutual funds, exchange- traded funds, and other investment vehicles that attempt to track those indices would could not invest in adversely affect the value and trading market of our Class A Common Stock. Our Chairman These policies are relatively new and Chief Executive Officer it is unclear what effect, if any Richard B. Cohen, also serves they will have on the valuations of publicly- traded companies excluded from such indices, but it is possible that they may depress valuations, as compared to similar companies that are included. Given the sustained flow of investment funds into passive strategies that seek to track certain indices, exclusion from certain stock indices would likely preclude investment by many of these -- the funds and could make our Class A Common Stock less attractive to other investors. As a result, the market price of our Class A Common Stock could be adversely affected. We share certain key executives- Executive with Chairman of C & S Wholesale Grocers ; an and important customer, which means those executives will not devote their full time and attention to our affairs, and the- he overlap may give rise to conflicts. Our Chairman and trusts for Chief Executive Officer, Richard B. Cohen, also serves as the Executive Chairman benefit of his family are the only beneficial stockholders of C & S Wholesale Grocers and he and trusts for the benefit of his family are the only beneficial stockholders of that company. Our In addition, our Chief Strategy Officer, William Boyd, also serves as Executive Vice President and Chief Legal Officer of C & S Wholesale Grocers and our Chief Human Resource Officer, Miriam Ort, also serves as Chief Human Resources Officer of C & S Wholesale Grocers. As a result, not all of our executive officers devote their full time and attention to our affairs and are compensated separately by C & S Wholesale Grocers and its subsidiaries. The overlapping executives may have actual or apparent conflicts of interest with respect to matters involving or affecting each company. For example, the potential for a conflict of interest exists when we, on the one hand, and C & S Wholesale Grocers, on the other hand, look at certain corporate opportunities that may be suitable for either company. Also, conflicts may arise if there are issues or disputes under the commercial arrangements that exist between us and C & S Wholesale Grocers. These overlapping executives’ ownership interests in us and C & S Wholesale Grocers could create actual, apparent or potential conflicts of interest if they are faced with decisions that have different implications for us and C & S Wholesale Grocers. Our overlapping executive officers and directors with C & S Wholesale Grocers may result in the diversion of corporate opportunities to C & S Wholesale Grocers and other conflicts, and provisions in our Charter certificate of incorporation may provide us no remedy in those circumstances. Certain of We acknowledge that our executive officers and directors may also be serving as directors, officers, employees, consultants or agents of C & S Wholesale Grocers and its subsidiaries and that we may engage in material business transactions with such entities. Our Charter certificate of incorporation renounces our rights to certain business opportunities and, It also provides that no director or officer who is also serving as a director, officer, employee, consultant or agent of C & S Wholesale Grocers will be liable to us or our stockholders for breach of any fiduciary duty that would otherwise occur by reason of the fact that any such individual directs a corporate opportunity to C & S Wholesale Grocers or any of its subsidiaries instead of us, or does not refer or communicate information regarding such corporate opportunities to us. Our business, financial condition, results of operations or cash flows could be significantly hindered by the occurrence of a natural disaster, terrorist attack or other catastrophic event. We also face risks related to health pandemics or epidemics, such as the COVID- 19 pandemic, which could adversely affect our business, financial condition and results of operations. Our business operations and our warehouse automation systems may be susceptible to outages due to fire, floods, unusual weather conditions, power loss, telecommunications failures, health pandemics or epidemics, terrorist attacks and other events beyond our control. Natural disasters including tornados, hurricanes, floods and earthquakes may damage the facilities of our customers, which could lead to reduced revenue for our customers and thus reduced sales. In addition, a substantial portion of our operations rely on support from our headquarters in Wilmington, Massachusetts. To the extent that fire, floods, unusual weather conditions, power loss, telecommunications failures, health pandemics or epidemics, terrorist attacks and other events beyond our control materially impact our ability to operate those offices, it may have a material impact on our business operations as a whole. To the extent that such events disrupt our business

or the business of our current or prospective customers, or adversely impact our reputation, such events could adversely affect our business, financial condition, results of operations and cash flows. We are subject to U. S. and foreign anti-corruption and anti-money laundering laws and regulations and could face criminal liability and other serious consequences for violations, which could adversely affect our business, financial condition and results of operations. We are subject to the U. S. Foreign Corrupt Practices Act of 1977, as amended, the U. S. domestic bribery statute contained in 18 U. S. C. § 201, the U. S. Travel Act and the USA PATRIOT Act, and are or will be subject to other anti-bribery and anti-money laundering laws in countries in which we conduct or will conduct activities. Anti-corruption laws are interpreted broadly and prohibit companies and their employees, agents, contractors and other collaborators from authorizing, promising, offering or providing, directly or indirectly, improper payments or anything else of value to recipients in the public or private sector. We can be held liable for the corrupt or other illegal activities of our employees, agents, contractors and other collaborators, even if we do not explicitly authorize or have actual knowledge of such activities. Any violations of the laws and regulations described above may result in substantial civil and criminal fines and penalties, imprisonment, the loss of export or import privileges, debarment, tax reassessments, breach of contract and fraud litigation, reputational harm and other consequences. Any future litigation against us could be costly and time-consuming to defend. We are, and may become, subject to legal proceedings and claims that arise in the ordinary course of business, such as claims brought by our customers in connection with commercial disputes or employment claims made by our current or former employees. Litigation might result in substantial costs and may divert management's attention and resources, which might seriously harm our business, financial condition and results of operations. Insurance might not cover such claims, might not provide sufficient payments to cover all the costs to resolve one or more such claims and might not continue to be available on terms acceptable to us. A claim brought against us that is uninsured or underinsured could result in unanticipated costs, potentially harming our business, financial position and results of operations. Changes to applicable U. S. tax laws and regulations or exposure to additional income tax liabilities could harm our future profitability or otherwise adversely affect our business, financial condition and results of operations. Symbotic is a U. S. corporation and thus subject to U. S. corporate income tax on our worldwide operations. Moreover, the majority of our operations and customers are located in the United States, and, as a result, we are subject to various U. S. federal, state and local taxes. New U. S. laws and policy relating to taxes may have an adverse effect on our business and future profitability. Further, new income, sales, use or other tax laws, statutes, rules, regulations or ordinances, in the United States or in other jurisdictions, could be enacted at any time, which could adversely affect our business, prospects, financial condition, future profitability and operating results. In addition, existing tax laws, statutes, rules, regulations or ordinances could be interpreted, changed, modified or applied adversely to us and may have an adverse effect on our business, cash flows and future profitability. Our organizational structure is commonly referred to as an "Up-C" structure, which is often used by partnerships and limited liability companies undertaking an initial public offering to provide certain tax benefits and associated cash flow advantages to both the issuer corporation and the existing owners of the partnership or limited liability company in the initial public offering. The Up-C structure allows the Warehouse unitholders to retain their equity ownership in New Symbotic Holdings, an entity that is classified as a partnership for U. S. federal income tax purposes, in the form of New Symbotic Holdings Common Units. This allows the holders of New Symbotic Holdings Common Units to retain the tax benefits of owning interests in a pass-through entity while also being able to access public markets. All other investors, including Symbotic shareholders, hold their equity ownership in Symbotic, a Delaware corporation that is a domestic corporation for U. S. federal income tax purposes, in the form of shares of Class A Common Stock. Because the holders of New Symbotic Holdings Common Units hold their economic interests directly in New Symbotic Holdings, rather than through Symbotic, the interests of such holders may conflict with those of the holders of shares of Class A Common Stock of Symbotic. For example, the holders of New Symbotic Holdings Common Units may have a different tax position from the holders of Class A Common Stock of Symbotic, which could influence decisions regarding whether and when New Symbotic Holdings should dispose of assets or incur new indebtedness, undergo certain changes of control within the meaning of the Tax Receivable Agreement, or terminate the Tax Receivable Agreement. In addition, the structuring of future transactions may take into consideration these tax or other considerations even where no similar benefit would accrue to the holders of shares of Class A Common Stock of Symbotic. Our only principal asset is our interest in New Symbotic Holdings, and accordingly, we will depend on distributions from New Symbotic Holdings to pay taxes, make payments under the **Tax-tax Receivable receivable Agreement agreement ("TRA")** and cover our corporate and other overhead expenses. We are a holding company and have no material assets other than our ownership interest in New Symbotic Holdings. We have no independent means of generating revenue or cash flow. To the extent the funds of New Symbotic Holdings are legally available for distribution, and subject to any restrictions contained in any credit agreement to which New Symbotic Holdings or its subsidiaries are bound, New Symbotic Holdings is required under the New Symbotic Holdings **Limited Liability Company Agreement ("New Symbotic Holdings LLC Agreement")** to (i) make generally pro rata distributions to its equityholders, including us, in an amount generally intended to allow its equityholders to satisfy their respective income tax liabilities with respect to their allocable share of the income of New Symbotic Holdings, based on certain assumptions and conventions, and (ii) reimburse us for our corporate and other overhead expenses. In the future, we may be limited, however, in our ability to cause New Symbotic Holdings and its subsidiaries to make these and other distributions to us due to restrictions contained in any credit agreement to which New Symbotic Holdings or any of its subsidiaries are bound. To the extent that we need funds and New Symbotic Holdings or its subsidiaries are restricted from making such distributions under applicable law or regulation or under the terms of their financing arrangements or are otherwise unable to provide such funds, our liquidity and financial condition could be adversely affected. Moreover, because we have no independent means of generating revenue, our ability to make tax payments and payments under the **TRA Tax Receivable Agreement** is dependent on the ability of New Symbotic Holdings to make distributions to us in an amount sufficient to cover our tax obligations and obligations under the **TRA Tax Receivable Agreement**. This ability, in turn, may depend on the ability of New Symbotic Holdings' subsidiaries to make distributions to it.

The ability of New Symbotic Holdings, its subsidiaries and other entities in which it directly or indirectly holds an equity interest to make such distributions will be subject to, among other things, (i) the applicable provisions of Delaware law (or other applicable jurisdictions) that may limit the amount of funds available for distribution and (ii) restrictions contained in any credit agreement to which New Symbotic Holdings, its subsidiaries and other entities in which it directly or indirectly holds an equity interest are bound. To the extent that we are unable to make payments under the **TRA Tax Receivable Agreement** for any reason, such payments will accrue interest until paid. Pursuant to the Tax Receivable Agreement, we will be required to make payments to equity holders of New Symbotic Holdings for certain tax benefits we may claim, and those payments may be substantial. Our purchase of New Symbotic Holdings Common Units in connection with the Unit Purchase Agreement dated **December 12** (as incorporated herein by reference, **2021** the “Unit Purchase Agreement”) and exchanges-exchange of New Symbotic Holdings Common Units for shares of our Class A Common Stock or cash pursuant to the New Symbotic Holdings LLC Agreement (collectively, “Exchanges”) are expected to produce additional favorable tax attributes for us. When we acquire New Symbotic Holdings Common Units from existing unitholders, both the existing basis and the anticipated basis adjustments are likely to increase (for tax purposes) depreciation and amortization deductions allocable to us from New Symbotic Holdings and therefore reduce the amount of income tax that we would otherwise be required to pay in the future. This increase in tax basis may also decrease gain (or increase loss) on future dispositions of certain assets to the extent the increased tax basis is allocated to those assets. We entered into the **TRA Tax Receivable Agreement**, which generally provides for the payment by us to the **certain legacy equity holders of New Symbotic Holdings (“TRA Holders”)** of their proportionate share of 85 % of the tax savings, if any, in U. S. federal and state income tax that we realize (or are deemed to realize in certain circumstances) as a result of (i) the existing tax basis in certain assets of New Symbotic Holdings that is allocable to the relevant New Symbotic Holdings Common Units, (ii) any step- up in tax basis in New Symbotic Holdings’ assets resulting from the relevant Exchanges and certain distributions (if any) by New Symbotic Holdings and payments under the **TRA Tax Receivable Agreement**, and (iii) tax benefits related to imputed interest deemed to be paid by us as a result of payments under the **TRA Tax Receivable Agreement**. The term of the **TRA Tax Receivable Agreement** will continue until all such tax benefits have been utilized or expired unless we exercise our right to terminate the **TRA Tax Receivable Agreement** for an amount representing the present value of anticipated future tax benefits under the **TRA Tax Receivable Agreement** or certain other acceleration events occur. These payments are our obligation and not that of New Symbotic Holdings. We expect that the payments we will be required to make under the **TRA Tax Receivable Agreement** will be substantial. Assuming no material changes in the relevant tax law and that we earn sufficient taxable income to realize all tax benefits that are subject to the **TRA Tax Receivable Agreement**, we expect that the reduction in tax payments for us associated with our purchase of New Symbotic Holdings Common Units since the **Closing Business Combination** would aggregate to approximately \$ **412-520** . **2-7** million over a 41- year period. Under such scenario we would be required to pay the TRA Holders 85 % of such amount, or \$ **350-442** . **3-6** million, over a 41- year period from the **Closing Date Business Combination**. Further, assuming no material changes in the relevant tax law and that we earn sufficient taxable income to realize all tax benefits that are subject to the **TRA Tax Receivable Agreement**, we estimate that the reduction in tax payments for us associated with our purchase of New Symbotic Holdings **Common** Units would aggregate to approximately \$ **5-3** , **228-841** . **4** million over 41 years based on a closing share price of \$ **33-25** , **43-52** per share of Class A common stock and assuming all future Exchanges of New Symbotic Holdings Common Units had occurred on September **30-28** , **2023-2024**. Under such scenario, we would be required to pay the TRA Holders 85 % of such amount, or \$ **4-3** , **495-265** . **1-2** million, over a 41- year period. These amounts are estimates and have been prepared for informational purposes only. The actual amount of reduction in tax payments and related liabilities that we will recognize will differ based on, among other things, the timing of the exchanges-**Exchanges**, the price of our shares of Class A Common Stock at the time of the exchange-**Exchanges**, and the tax rates then in effect. The actual payment amounts may materially differ from these hypothetical amounts, as potential future reductions in tax payments for us and **TRA Tax Receivable Agreement** payments by us are calculated using the market value of our Class A Common Stock at the time of an Exchange and the prevailing tax rates applicable to us over the life of the **TRA Tax Receivable Agreement** and is dependent on us generating sufficient future taxable income to realize the benefit. The actual increase in our allocable share of New Symbotic Holdings’ tax basis in its assets, as well as the amount and timing of any payments under the **TRA Tax Receivable Agreement**, vary depending upon a number of factors, including the timing of Exchanges, the market price of our Class A Common Stock at the time of the Exchanges, the extent to which such Exchanges are taxable, the amount and timing of the recognition of our income, the tax rate then applicable, and the portion of our payments under the **TRA Tax Receivable Agreement** constituting imputed interest. Payments under the **TRA Tax Receivable Agreement** are expected to give rise to certain additional tax benefits attributable to either further increases in basis or in the form of deductions for imputed interest, depending on the circumstances. Any such benefits are covered by the **TRA Tax Receivable Agreement** and will increase the amounts due thereunder. In addition, the **TRA Tax Receivable Agreement** provides for interest, at a rate equal to the Secured Overnight Financing Rate (“SOFR”) plus 100 basis points, accrued from the due date (without extensions) of the corresponding tax return to the date of payment specified by the **TRA Tax Receivable Agreement**. While many of the factors that will determine the amount of payments that we will make under the **TRA Tax Receivable Agreement** are outside of our control, we expect that the payments we will make under the **TRA Tax Receivable Agreement** will be substantial and could materially and adversely affect our financial condition. Any payments made by us under the **TRA Tax Receivable Agreement** will generally reduce the amount of overall cash flow that might have otherwise been available to us. To the extent that we are unable to make timely payments under the **TRA Tax Receivable Agreement** for any reason, the unpaid amounts will be deferred and will accrue interest until paid; however, nonpayment for a specified period may constitute a material breach of a material obligation under the **TRA Tax Receivable Agreement** and therefore accelerate payments due under the **TRA Tax Receivable Agreement**, as further described below. Furthermore, our future obligation to make payments under the **TRA Tax Receivable Agreement** could make us a less attractive

target for an acquisition, particularly in the case of an acquirer that cannot use some or all of the tax benefits that may be deemed realized under the **TRA Tax Receivable Agreement**. In certain cases, payments under the **TRA Tax Receivable Agreement** may exceed the actual tax benefits we realize or be accelerated. Payments under the **TRA Tax Receivable Agreement** will be based on the tax reporting positions that we determine. **The**, and the Internal Revenue Service (the “IRS”) or another taxing authority may challenge all or any part of the tax basis increases, as well as other tax positions that we take, and a court may sustain such a challenge. **If** in the event that any tax benefits **that we** initially claimed by us are disallowed, the TRA Holders will not be required to reimburse us for any excess payments that may previously have been made under the **TRA Tax Receivable Agreement**, for example, due to adjustments resulting from examinations by taxing authorities. Rather, excess payments made to such holders will be netted against any future cash payments **that we are** otherwise required to be made **make** by us, if any, after the determination of such excess. However, a challenge to any tax benefits **that we** initially claimed **claim** by us may not arise for a number of years following after the initial time of such payment or, even if challenged early, such excess cash payment may be greater than the amount of future cash payments that we might otherwise be required to make under the terms of the **TRA Tax Receivable Agreement** and, as a result, there might not be future cash payments against which to net. As a result, in certain circumstances we could make payments under the **TRA Tax Receivable Agreement** in excess of our actual income or franchise tax savings, which could materially impair our financial condition. Moreover, the **TRA Tax Receivable Agreement** provides that, **if we** in the event that (i) we exercise our early termination rights under the **TRA Tax Receivable Agreement**, (ii) we experience certain changes of control (as described in the **TRA Tax Receivable Agreement**) or (iii) we breach any of our material obligations under the **TRA Tax Receivable Agreement**, our obligations under the **TRA Tax Receivable Agreement** may accelerate and we could be required to make a lump-sum cash payment to each TRA Holder equal to the present value of all future payments that would have otherwise been made under the **TRA Tax Receivable Agreement**, which lump-sum payment would be based on certain assumptions, including those relating to our future taxable income. The lump-sum payment could be substantial and could exceed the actual tax benefits that we realize subsequent to such payment because **we would calculate** such payment **would be calculated** assuming, among other things, that we would have certain tax benefits available to us and that we would be able to use **the them** potential tax benefits in future years. There may be a material negative effect on our liquidity if the payments under the **TRA Tax Receivable Agreement** exceed the actual tax savings that we realize. Furthermore, our obligations to make payments under the **TRA Tax Receivable Agreement** could also have the effect of delaying, deferring or preventing certain mergers, asset sales, other forms of business combinations or other changes of control. If New Symbotic Holdings were to become a publicly traded partnership taxable as a corporation for U. S. federal income tax purposes, we and New Symbotic Holdings might be subject to potentially significant tax inefficiencies, and we would not be able to recover payments previously made by us under the **TRA Tax Receivable Agreement** even if the corresponding tax benefits were subsequently determined to have been unavailable due to such status. A number of aspects of our structure depend on the classification of New Symbotic Holdings as a partnership for U. S. federal income tax purposes, and we intend to operate such that New Symbotic Holdings does not become a publicly traded partnership taxable as a corporation for U. S. federal income tax purposes. A “publicly traded partnership” is a partnership the interests of which are traded on an established securities market or are readily tradable on a secondary market or the substantial equivalent thereof. Under certain circumstances, Exchanges or other transfers of New Symbotic Holdings Common Units could cause New Symbotic Holdings to be treated as a publicly traded partnership. Applicable U. S. Treasury regulations provide for certain safe harbors from treatment as a publicly traded partnership, and we intend to operate such that Exchanges or other transfers of New Symbotic Holdings Common Units qualify for one or more such safe harbors. For example, we intend to limit the number of New Symbotic Holdings unitholders, and the New Symbotic Holdings LLC Agreement provides for limitations on the ability of New Symbotic Holdings equityholders to transfer their New Symbotic Holdings Common Units and provides us with the right to cause the imposition of limitations and restrictions (in addition to those already in place) on the ability of New Symbotic Holdings equityholders to Exchange their New Symbotic Holdings Common Units to the extent we believe it is necessary to ensure that New Symbotic Holdings will continue to be treated as a partnership for U. S. federal income tax purposes. If New Symbotic Holdings were to become a publicly traded partnership taxable as a corporation for U. S. federal income tax purposes, significant tax inefficiencies might result for us and New Symbotic Holdings, including as a result of our inability to file a consolidated U. S. federal income tax return with New Symbotic Holdings. In addition, we may not be able to realize tax benefits covered under the **TRA Tax Receivable Agreement**, and we would not be able to recover any payments previously made by us under the **TRA Tax Receivable Agreement**, even if the corresponding tax benefits (including any claimed increase in the tax basis of New Symbotic Holdings’ assets) were subsequently determined to have been unavailable. **Other Risks We implemented a new enterprise resource planning (“ERP”) system, and challenges with the implementation of the system may impact our business and operations. In fiscal year 2024, we implemented a multi-year implementation of a complex new ERP system. The ERP system implementation required the integration of the ERP system with multiple new and existing information systems and business processes. It has been designed to accurately maintain our books and records and provide information to our management teams important to the operation of our business. Our ERP system implementation will continue to require ongoing maintenance and monitoring and in the future we may elect to implement additional modules of the ERP system. Conversion from our old system to the ERP system may cause inefficiencies until the ERP system is stabilized and mature. The implementation of our ERP system has mandated new procedures and many new controls over financial reporting. These procedures and controls are not yet mature in their operation. If we are unable to adequately maintain procedures and controls relating to our ERP system, our ability to produce timely and accurate financial statements or comply with applicable regulations could be impaired and impact our assessment of the effectiveness of our internal controls over financial reporting. Our business, financial condition, results of operations and cash flows could be significantly hindered by the occurrence of a natural disaster, terrorist**

attack or other catastrophic event. We also face risks related to health pandemics or epidemics, such as COVID-19, which could adversely affect our business, financial condition and results of operations. Our business operations and our System may be susceptible to outages due to fire, floods, unusual weather conditions, power loss, telecommunications failures, health pandemics or epidemics, terrorist attacks and other events beyond our control. Natural disasters including tornados, hurricanes, floods and earthquakes may damage the facilities of our customers, which could lead to reduced revenue for our customers and thus reduced sales for us. For example, during 2024, Hurricane Helene affected our ability to timely complete a customer installation at one of our sites. In addition, a substantial portion of our operations rely on support from our headquarters in Wilmington, Massachusetts. To the extent that fire, floods, unusual weather conditions, power loss, telecommunications failures, health pandemics or epidemics, terrorist attacks and other events beyond our control materially impact our ability to operate those offices, it may have a material impact on our business operations as a whole. To the extent that an event disrupts our business or the business of our current or prospective customers, or adversely impacts our reputation, it could adversely affect our business, financial condition, results of operations and cash flows. We are subject to U. S. and foreign anti-corruption and anti-money laundering laws and regulations and could face criminal liability and other serious consequences for violations, which could adversely affect our business, financial condition and results of operations. We are subject to the U. S. Foreign Corrupt Practices Act of 1977, as amended, the U. S. domestic bribery statute contained in 18 U. S. C. § 201, the U. S. Travel Act and the USA PATRIOT Act, and are or will be subject to other anti-bribery and anti-money laundering laws in countries in which we conduct or will conduct activities. Anti-corruption laws are interpreted broadly and prohibit companies and their employees, agents, contractors and other collaborators from authorizing, promising, offering or providing, directly or indirectly, improper payments or anything else of value to recipients in the public or private sector. We can be held liable for the corrupt or other illegal activities of our employees, agents, contractors and other collaborators, even if we do not explicitly authorize or have actual knowledge of such activities. Any violations of these laws and regulations may result in substantial civil and criminal fines and penalties, imprisonment, the loss of export or import privileges, debarment, tax reassessments, breach of contract and fraud litigation, reputational harm and other consequences. Changes to applicable tax laws and regulations, exposure to additional income tax liabilities or unfavorable outcomes in tax audits could harm our future profitability or otherwise adversely affect our business, financial condition and results of operations. We are a U. S. corporation with international operations and thus subject to U. S. corporate income tax on our worldwide operations and subject to foreign taxes in each relevant jurisdiction. Moreover, the majority of our operations and customers are located in the United States, and, as a result, we are subject to various U. S. federal, state and local taxes. New U. S. laws and policy relating to taxes may have an adverse effect on our business and future profitability. Further, new income, sales, use or other tax laws, statutes, rules, regulations or ordinances, in the United States or in other foreign jurisdictions, could be enacted at any time, which could adversely affect our business, financial condition or results of operations. In addition, existing tax laws, statutes, rules, regulations or ordinances could be interpreted, changed, modified or applied adversely to us and may have an adverse effect on our business, cash flows and future profitability. Our organizational structure is commonly referred to as an “Up-C” structure, which is often used by partnerships and limited liability companies undertaking an initial public offering to provide certain tax benefits and associated cash flow advantages to both the issuer corporation and the existing owners of the partnership or limited liability company in the initial public offering. The Up-C structure allows the Warehouse Technologies LLC unitholders to retain their equity ownership in New Symbotic Holdings, an entity that is classified as a partnership for U. S. federal income tax purposes, in the form of common units of New Symbotic Holdings (“New Symbotic Holdings Common Units”). This allows the holders of New Symbotic Holdings Common Units to retain the tax benefits of owning interests in a pass-through entity while also being able to access public markets. All other investors hold their equity ownership in Symbotic, a Delaware corporation that is a domestic corporation for U. S. federal income tax purposes, in the form of shares of Class A Common Stock. From time to time, the U. S. Congress has considered legislation to change the tax treatment of partnerships and there can be no assurance that any such legislation will not be enacted or if enacted will not be adverse to us. Because the holders of New Symbotic Holdings Common Units hold their economic interests directly in New Symbotic Holdings, rather than through us, the interests of such holders may conflict with those of the holders of shares of our Class A Common Stock. For example, the holders of New Symbotic Holdings Common Units may have a different tax position from the holders of our Class A Common Stock, which could influence decisions regarding whether and when New Symbotic Holdings should dispose of assets or incur new indebtedness, undergo certain changes of control within the meaning of the TRA, or terminate the TRA. In addition, the structuring of future transactions may take into consideration these tax or other considerations even where no similar benefit would accrue to the holders of shares of our Class A Common Stock. We also may be subject to audits of our income, sales and other transaction taxes by U. S. federal, state, local and foreign taxing authorities. Outcomes from these audits could have an adverse effect on our operating results and financial condition.