**Risk Factors Comparison 2024-04-01 to 2023-03-22 Form: 10-K**

**Legend:** **New Text** ~~Removed Text~~ Unchanged Text Moved Text Section

An investment in our securities involves a high degree of risk. You should consider carefully all of the risks described below, together with the other information contained in **the** ~~this Annual Report~~ **report** ~~on Form 10- K, including our financial statements and related notes~~ , before making a decision to invest in our securities. If any of the following events occur, our business, financial condition and operating results may be materially adversely affected. In that event, the trading price of our securities could decline, and you could lose all or part of your investment. **• The requirement that we** ~~Risks Relating to our Search for, Consummation of or Inability to Consummate~~ **consummate** ~~a~~ **an initial** ~~Business~~ **business** ~~Combination~~ **combination by April 22, 2024 may give potential businesses leverage over us in negotiating** ~~and~~ - **an initial** ~~Post- Business~~ **business** ~~Combination~~ **combination** ~~Risks We are a company with~~ **. • Since our Sponsor, executive officers and directors will lose their entire investment in us if our initial business combination is** ~~no~~ **not completed** ~~operating history and no revenues~~ (other than **with respect to public shares they acquired during or after our Initial Public Offering), a conflict of** interest **may** ~~earned on the funds held in the Trust Account), and you have no basis on which to evaluate our ability to achieve our business objective. We are~~ **arise** ~~a company established~~ in **determining whether a particular** ~~the Cayman Islands with no operating results. Because we lack an operating history, you have no basis upon which to evaluate our ability to achieve our~~ business ~~objective of completing~~ **combination partner is appropriate for** our initial business combination ~~with one or more target businesses~~ . **•** ~~We may be unable to complete our business combination.~~ If we ~~fail to complete our business combination, we will never generate any operating revenues. Our public shareholders may not be afforded an opportunity to vote on our proposed business combination, which means we may complete our initial business combination even though a majority of our public shareholders do not support such a combination. We may choose not to hold a shareholder vote to approve our initial business combination if the business combination would not require shareholder approval under applicable law or stock exchange listing requirements. Except as required by applicable law or stock exchange requirement, the decision as to whether we will~~ seek shareholder approval of ~~a proposed business combination or~~ **our** ~~will allow~~ **initial business combination, our Sponsor and each member of our management team have agreed to vote in favor of such initial business combination, regardless of how our public** shareholders **vote** ~~to sell their shares to us in a tender offer will be made by us, solely in our discretion, and will be based on a variety of factors, such as the timing of the transaction and whether the terms of the transaction would otherwise require us to seek shareholder approval~~ . **•** ~~Accordingly, we may complete our initial business combination even if holders of a majority of our public shares do not approve of the business combination we complete. Please refer to " Part I, Item 1. Business — Shareholders May Not Have the Ability to Approve Our Initial Business Combination " for additional information.~~ Your only opportunity to affect the investment decision regarding a potential business combination may be limited to the exercise of your right to redeem your shares from us for cash. **•** ~~Since our board of directors may complete a business combination without seeking shareholder approval, public shareholders may not have the right or opportunity to vote on the business combination, unless we seek such shareholder vote. Accordingly, if we do not seek shareholder approval, your only opportunity to affect the investment decision regarding a potential business combination may be limited to exercising your redemption rights within the period of time (which will be at least 20 business days) set forth in our tender offer documents mailed to our public shareholders in which we describe our initial business combination. If we seek shareholder approval of our initial business combination, our initial shareholders and management team have agreed to vote any shares held by them, and the Anchor Investors have agreed to vote any Founder Shares held by them, in favor of such initial business combination, regardless of how our public shareholders vote. The Founder Shares held by the holders thereof (including our Sponsor and the Anchor Investors who acquired Founder Shares from our Sponsor in connection with our Initial Public Offering) represent 20 % of our outstanding ordinary shares. Our initial shareholders and management team also may from time to time purchase Class A ordinary shares prior to our initial business combination. Our amended and restated memorandum and articles of association provides that, if we seek shareholder approval of an initial business combination, such initial business combination will be approved only if we obtain the approval of an ordinary resolution under Cayman Islands law, or such higher percentage as may be required by Cayman Islands law, and pursuant to our amended and restated memorandum and articles of association, including the Founder Shares. Accordingly, if we seek shareholder approval of our initial business combination, the agreement by Tortoise and our Sponsor and management team to vote any Founder Shares and public shares held by them, and the agreement by the Anchor Investors to vote any Founder Shares held by them, in favor of our initial business combination will increase the likelihood that we will receive the requisite shareholder approval for such initial business combination. In the event that the Anchor Investors hold all 32, 400, 000 Units they purchased in our Initial Public Offering until prior to consummation of our initial business combination and vote their public shares in favor of our initial business combination, in addition to the Founder Shares, no affirmative votes from other public shareholders would be required to approve our initial business combination. The Anchor Investors are not required to vote any of their public shares in favor of our initial business combination or for or against any other matter presented for a shareholder vote.~~ The ability of our public shareholders to redeem their shares for cash may make our financial condition unattractive to potential business combination targets, which may make it difficult for us to enter into a business combination with a target ~~. We may seek to enter into a~~ business ~~combination transaction agreement with a prospective target that requires as a closing condition that we have a minimum net worth or a certain amount of cash~~ . **•** ~~If too many public shareholders exercise their redemption rights, we would not be able to meet such closing condition and, as a result, would not be able to proceed with the business combination. Furthermore, in no event will we redeem our~~

~~public shares in an amount that would cause our net tangible assets to be less than $ 5, 000, 001 upon consummation of our initial business combination and after payment of underwriters' fees and commissions (so that we are not subject to the SEC' s " penny stock " rules). Consequently, if accepting all properly submitted redemption requests would cause our net tangible assets to be less than $ 5, 000, 001 upon consummation of our initial business combination and after payment of underwriters' fees and commissions or such greater amount necessary to satisfy a closing condition as described above, we would not proceed with such redemption and the related business combination and may instead search for an alternate business combination. Prospective targets will be aware of these risks and, thus, may be reluctant to enter into a business combination transaction with us.~~ The ability of our public shareholders to exercise redemption rights with respect to a large number of our shares may not allow us to complete the most desirable business combination or optimize our capital structure. **•** ~~At the time we enter into an agreement for our initial business combination, we will not know how many shareholders may exercise their redemption rights, and therefore will need to structure the transaction based on our expectations as to the number of shares that will be submitted for redemption. If our business combination agreement requires us to use a portion of the cash in the Trust Account to pay the purchase price, or requires us to have a minimum amount of cash at closing, we will need to reserve a portion of the cash in the Trust Account to meet such requirements, or arrange for third- party financing. In addition, if a larger number of shares are submitted for redemption than we initially expected, we may need to restructure the transaction to reserve a greater portion of the cash in the Trust Account or arrange for third- party financing. Raising additional third- party financing may involve dilutive equity issuances or the incurrence of indebtedness at higher than desirable levels. The above considerations may limit our ability to complete the most desirable business combination available to us or optimize our capital structure. The amount of the deferred underwriting discounts and commissions payable to the underwriters of our Initial Public Offering will not be adjusted for any shares that are redeemed in connection with a business combination. The per- share amount we will distribute to shareholders who properly exercise their redemption rights will not be reduced by the deferred underwriting discounts and commissions and after such redemptions, the amount held in the Trust Account will continue to reflect our obligation to pay the entire deferred underwriting discounts and commissions.~~ The ability of our public shareholders to exercise redemption rights with respect to a large number of our shares could increase the probability that our initial business combination would be unsuccessful and that you would have to wait for liquidation in order to redeem your ~~shares~~ **stock** . **•** ~~If our business combination agreement requires us to use a portion of the cash in the Trust Account to pay the purchase price, or requires us to have a minimum amount of cash at closing, the probability that our initial business combination would be unsuccessful is increased. If our initial business combination is unsuccessful, you would not receive your pro rata portion of the funds in the Trust Account until we liquidate the Trust Account. If you are in need of immediate liquidity, you could attempt to sell your shares in the open market; however, at such time our shares may trade at a discount to the pro rata amount per share in the Trust Account. In either situation, you may suffer a material loss on your investment or lose the benefit of funds expected in connection with our redemption until we liquidate or you are able to sell your shares in the open market.~~ The requirement that we ~~complete our~~ **consummate an** initial business combination **by April 22** ~~within 24 months (or 27 months~~ , **2024** ~~as applicable) after the closing of the Initial Public Offering~~ may give potential ~~target~~ businesses leverage over us in negotiating a business combination and may limit the time we have **in which** to conduct due diligence on potential business combination ~~targets~~ **partners, in particular** as we approach our **dissolution** ~~initial business combination~~ deadline, which could undermine our ability to complete our business combination on terms that would produce value for our shareholders. **•** ~~Any potential target business with which we enter into negotiations concerning a business combination will be aware that we must complete our initial business combination within 24 months from the closing of our Initial Public Offering (or 27 months, as applicable). Consequently, such target business may obtain leverage over us in negotiating a business combination, knowing that if we do not complete our initial business combination with that particular target business, we may be unable to complete our initial business combination with any target business. This risk will increase as we get closer to the timeframe described above. In addition, we may have limited time to conduct due diligence and may enter into our initial business combination on terms that we would have rejected upon a more comprehensive investigation. Our search for a business combination, and any target business with which we ultimately consummate a business combination, may be materially adversely affected by the ongoing coronavirus (COVID- 19) pandemic and the status of debt and equity markets. In December 2019, a novel strain of coronavirus was reported to have surfaced in Wuhan, China, which has and is continuing to spread throughout the world, including the United States. On January 30, 2020, the World Health Organization declared the outbreak of the coronavirus disease (COVID- 19) a " Public Health Emergency of International Concern. " On January 31, 2020, U. S. Health and Human Services Secretary Alex M. Azar II declared a public health emergency for the United States to aid the U. S. healthcare community in responding to COVID- 19, and on March 11, 2020, the World Health Organization characterized the outbreak as a " pandemic. " The pandemic, together with resulting voluntary and U. S. federal and state and non- U. S. governmental actions, including, without limitation, mandatory business closures, public gathering limitations, restrictions on travel and quarantines, has meaningfully disrupted the global economy and markets. Although the long- term economic fallout of COVID- 19 is difficult to predict, it has and is expected to continue to have ongoing material adverse effects across many, if not all, aspects of the regional, national and global economy. The COVID- 19 outbreak has resulted, and a significant outbreak of other infectious diseases could result, in a widespread health crisis that has adversely affected, in the case of COVID- 19, and could adversely affect, in the case of future outbreaks of infectious diseases, the economies and financial markets worldwide, and the business of any potential target business with which we consummate a business combination could be materially and adversely affected. Furthermore, we may be unable to complete a business combination if continued concerns relating to COVID- 19 continues to restrict travel, limit the ability to have meetings with potential investors or the target company' s personnel, vendors and services providers are unavailable to negotiate and consummate a transaction in a timely manner. The extent to which COVID- 19 impacts our search for a business combination will depend on future developments, which are highly uncertain and cannot be predicted, including~~

~~new information which may emerge concerning the severity of COVID- 19, any potential resurgences of COVID- 19 and the actions to contain COVID- 19 or treat its impact, among others. If the disruptions posed by COVID- 19 or other matters of global concern continue for an extensive period of time, our ability to consummate a business combination, or the operations of a target business with which we ultimately consummate a business combination, may be materially adversely affected. In addition, our ability to consummate a transaction may be dependent on the ability to raise equity and debt financing which may be impacted by COVID- 19 and other events, including as a result of increased market volatility, decreased market liquidity and third- party financing being unavailable on terms acceptable to us or at all. We may not be able to complete our initial business combination within the 24 months (or 27 months, as applicable) after the closing of our Initial Public Offering, in which case we would cease all operations except for the purpose of winding up and we would redeem our public shares and liquidate, in which case our public shareholders may receive only their pro rata portion of the funds in the Trust Account that are available for distribution to public shareholders, and our warrants will expire worthless. We may not be able to find a suitable target business and complete our initial business combination within 24 months (or 27 months, as applicable) after the closing of our Initial Public Offering. Our ability to complete our initial business combination may be negatively impacted by general market conditions, volatility in the capital and debt markets and the other risks described herein. If we have not completed our initial business combination within such time period, we will (i) cease all operations except for the purpose of winding up, (ii) as promptly as reasonably possible but not more than ten business days thereafter, redeem the public shares, at a per- share price, payable in cash, equal to the aggregate amount then on deposit in the Trust Account, including interest earned on the funds held in the Trust Account and not previously released to us to pay our taxes (less up to $ 100, 000 of interest to pay dissolution expenses), divided by the number of then outstanding public shares, which redemption will completely extinguish public shareholders' rights as shareholders (including the right to receive further liquidating distributions, if any), subject to applicable law, and (iii) as promptly as reasonably possible following such redemption, subject to the approval of our remaining shareholders and our board of directors, liquidate and dissolve, subject in the case of clauses (ii) and (iii), to our obligations under Cayman Islands law to provide for claims of creditors and the requirements of other applicable law. In such case, our public shareholders may only receive $ 10. 00 per share, and our warrants will expire worthless. In certain circumstances, our public shareholders may receive less than $ 10. 00 per share on the redemption of their shares. In connection with shareholder approval of our initial business combination, our Sponsor, directors, officers, advisors and their affiliates may elect to purchase shares or public warrants from public shareholders or public warrantholders, which may influence a vote on a proposed business combination and reduce the public " float " of our Class A ordinary shares and public warrants. In connection with shareholder approval of our initial business combination, our Sponsor, directors, officers, advisors or their affiliates may purchase shares or public warrants or a combination thereof in privately negotiated transactions or in the open market prior to the completion of our initial business combination, although they are under no obligation to do so. There is no limit on the number of shares our Sponsor, directors, officers, advisors or their affiliates may purchase in such transactions, subject to compliance with applicable law and the rules of the NYSE. Any such privately negotiated purchases may be effected at purchase prices that are no higher than the per share pro rata portion of the Trust Account. However, other than as expressly stated herein, they have no current commitments, plans or intentions to engage in such transactions and have not formulated any terms or conditions for any such transactions. None of the funds in the Trust Account will be used to purchase shares or public warrants in such transactions. None of our Sponsor, directors, officers, advisors or any of their respective affiliates will make any such purchases when they are in possession of any material non- public information not disclosed to the seller of such public shares or during a restricted period under Regulation M under the Exchange Act. Such a purchase could include a contractual acknowledgement that such public shareholder, although still the record holder of such public shares, is no longer the beneficial owner thereof and therefore agrees not to exercise its redemption rights. Any public shares purchased by our Sponsor or its affiliates would not be voted in favor of approving the initial business combination. In the event that our Sponsor, directors, officers, advisors or their affiliates purchase public shares in privately negotiated transactions from public shareholders who have already elected to exercise their redemption rights, such selling shareholders would be required to revoke their prior elections to redeem their shares. In addition, our Sponsor and its affiliates would waive any redemption rights with respect to any public shares that they purchase in any such privately negotiated transactions. The purpose of any such purchases of shares could be to increase the likelihood of obtaining shareholder approval of the business combination or to satisfy a closing condition in an agreement with a target that requires us to have a minimum net worth or a certain amount of cash at the closing of our business combination, where it appears that such requirement would otherwise not be met. The purpose of any such purchases of public warrants could be to reduce the number of public warrants outstanding. Any such purchases of our securities may result in the completion of our business combination that may not otherwise have been possible. Any such purchases will be reported pursuant to Section 13 and Section 16 of the Exchange Act to the extent the purchasers are subject to such reporting requirements. To the extent that our Sponsor or its affiliates purchase any public shares as contemplated above, we will file a Current Report on Form 8- K prior to the special meeting that will disclose: ● the amount of such public shares purchased by our Sponsor or its affiliates, along with the purchase price; ● the purpose of the purchases by our Sponsor or its affiliates; ● the impact, if any, of the purchases by our Sponsor or its affiliates on the likelihood that the initial business combination will be approved; ● the identities of our security holders who sold to our Sponsor or its affiliates (if not purchased on the open market) or the nature of our security holders (e. g., 5 % security holders) who sold to our Sponsor or its affiliates; and ● the number of public shares for which we have received redemption requests in connection with the initial business combination. In addition, if such purchases are made, the public " float " of our Class A ordinary shares or public warrants and the number of beneficial holders of our securities may be reduced, possibly making it difficult to maintain or obtain the quotation, listing or trading of our securities on a national securities exchange. See " Part I, Item 1. Business — Permitted Purchases of our Securities " for a description of how our Sponsor, directors, officers, advisors or any of their affiliates will select which shareholders or warrantholders to purchase securities from in any private~~

~~transaction.~~ If a shareholder fails to receive notice of our offer to redeem our public shares in connection with our business combination, or fails to comply with the procedures for tendering its shares, such shares may not be redeemed. ~~• We will comply with the proxy rules or tender offer rules, as applicable, when conducting redemptions in connection with our business combination. Despite our compliance with these rules, if a shareholder fails to receive our proxy solicitation or tender offer materials, as applicable, such shareholder may not become aware of the opportunity to redeem its shares. In addition, the proxy solicitation or tender offer materials, as applicable, that we will furnish to holders of our public shares in connection with our initial business combination will describe the various procedures that must be complied with in order to validly redeem or tender public shares. For example, we may require our public shareholders seeking to exercise their redemption rights, whether they are record holders or hold their shares in " street name, " to either tender their certificates to our transfer agent prior to the date set forth in the proxy solicitation or tender offer materials mailed to such holders, or up to two business days prior to the initially scheduled vote on the proposal to approve the business combination in the event we distribute proxy materials, or to deliver their shares to the transfer agent electronically. In the event that a shareholder fails to comply with these or any other procedures, its shares may not be redeemed. If we seek shareholder approval of our initial business combination and we do not conduct redemptions pursuant to the tender offer rules, and if you or a " group " of shareholders are deemed to hold in excess of 20 % of our Class A ordinary shares, you will lose the ability to redeem all such shares in excess of 20 % of our Class A ordinary shares. If we seek shareholder approval of our initial business combination and we do not conduct redemptions in connection with our initial business combination pursuant to the tender offer rules, our amended and restated memorandum and articles of association provides that a public shareholder, together with any affiliate of such shareholder or any other person with whom such shareholder is acting in concert or as a " group " (as defined under Section 13 (d) (3) of the Exchange Act), will be restricted from redeeming its shares with respect to more than an aggregate of 20 % of the public shares, which we refer to as the " Excess Shares. " However, we would not be restricting our shareholders' ability to vote all of their shares (including Excess Shares) for or against our business combination. Your inability to redeem the Excess Shares will reduce your influence over our ability to complete our business combination and you could suffer a material loss on your investment in us if you sell Excess Shares in open market transactions. Additionally, you will not receive redemption distributions with respect to the Excess Shares if we complete our business combination. As a result, you will continue to hold that number of shares exceeding 20 % and, in order to dispose of such shares, would be required to sell your shares in open market transactions, potentially at a loss. Because of our limited resources and the significant competition for business combination opportunities, it may be more difficult for us to complete our initial business combination. If we are unable to complete our initial business combination, our public shareholders may receive only their pro rata portion of the funds in the Trust Account that are available for distribution to public shareholders, and our warrants will expire worthless. We expect to encounter intense competition from other entities having a business objective similar to ours, including private investors (which may be individuals or investment partnerships), other blank check companies and other entities, domestic and international, competing for the types of businesses we intend to acquire. Many of these individuals and entities are well- established and have extensive experience in identifying and effecting, directly or indirectly, acquisitions of companies operating in or providing services to various industries. Many of these competitors possess greater technical, human and other resources or more local industry knowledge than we do and our financial resources will be relatively limited when contrasted with those of many of these competitors. While we believe there are numerous target businesses we could potentially acquire with the net proceeds of our Initial Public Offering and the sale of the Private Placement Warrants, our ability to compete with respect to the acquisition of certain target businesses that are sizable will be limited by our available financial resources. This inherent competitive limitation gives others an advantage in pursuing the acquisition of certain target businesses. Furthermore, we are obligated to offer holders of our public shares the right to redeem their shares for cash at the time of our initial business combination, in conjunction with a shareholder vote or via a tender offer. Target businesses will be aware that this may reduce the resources available to us for our initial business combination. Any of these obligations may place us at a competitive disadvantage in successfully negotiating a business combination. If we are unable to complete our initial business combination, our public shareholders may receive only their pro rata portion of the funds in the Trust Account that are available for distribution to public shareholders, and our warrants will expire worthless. In certain circumstances, our public shareholders may receive less than $ 10. 00 per share upon our liquidation. If the net proceeds of our Initial Public Offering and the sale of the Private Placement Warrants not being held in the Trust Account are insufficient to allow us to operate for at least 24 months (or 27 months, as applicable) after the IPO Closing Date, we may be unable to complete our initial business combination, in which case our public shareholders may only receive $ 10. 00 per share, or less than such amount in certain circumstances, and our warrants will expire worthless. The funds available to us outside of the Trust Account may not be sufficient to allow us to operate for at least 24 months (or 27 months, as applicable) after the IPO Closing Date, assuming that our initial business combination is not completed during that time. We could use a portion of the funds available to us to pay fees to consultants to assist us with our search for a target business. We could also use a portion of the funds as a down payment or to fund a " no- shop " provision (a provision in letters of intent or merger agreements designed to keep target businesses from " shopping " around for transactions with other companies on terms more favorable to such target businesses) with respect to a particular proposed business combination, although we do not have any current intention to do so. If we entered into a letter of intent or merger agreement where we paid for the right to receive exclusivity from a target business and were subsequently required to forfeit such funds (whether as a result of our breach or otherwise), we might not have sufficient funds to continue searching for, or conduct due diligence with respect to, a target business. If we are unable to complete our initial business combination, our public shareholders may receive only approximately $ 10. 00 per share on the liquidation of our Trust Account and our warrants will expire worthless. In certain circumstances, our public shareholders may receive less than $ 10. 00 per share upon our liquidation. If the net proceeds of our Initial Public Offering and the sale of the Private Placement Warrants not being held in the Trust Account are insufficient to allow us to operate for at least 24 months (or~~

~~27 months, as applicable) after the IPO Closing Date, it could limit the amount available to fund our search for a target business or businesses and complete our initial business combination and we will depend on loans from our Sponsor or management team to fund our search for a business combination, to pay our taxes and to complete our initial business combination. If we are unable to obtain these loans, we may be unable to complete our initial business combination. As of December 31, 2022, we had approximately $ 79, 000 of cash outside the Trust Account to fund our working capital requirements. In the event that such amount is insufficient to fund our search for a target business and to consummate our initial business combination, we may seek additional capital. On February 1, 2023, we issued the 2023 Note to TortoiseEcofin Borrower in the principal amount of $ 500, 000. If we are required to seek additional capital, we would need to borrow funds from our Sponsor, management team or other third parties to operate or we may be forced to liquidate. None of our Sponsor, members of our management team nor any of their affiliates is under any obligation to advance funds to us in such circumstances. Any such advances would be repaid only from funds held outside the Trust Account or from funds released to us upon completion of our initial business combination. Up to $ 1, 500, 000 of such loans may be convertible into warrants of the post- business combination entity at a price of $ 1. 50 per warrant at the option of the lender. The warrants would be identical to the Private Placement Warrants. Prior to the completion of our initial business combination, we do not expect to seek loans from parties other than our Sponsor or an affiliate of our Sponsor as we do not believe third parties will be willing to loan such funds and provide a waiver against any and all rights to seek access to funds in our Trust Account. If we are unable to complete our initial business combination because we do not have sufficient funds available to us, we will be forced to cease operations and liquidate the Trust Account. In such an event, our public shareholders may only receive an estimated $ 10. 00 per share, or possibly less, on our redemption of our public shares, and our warrants will expire worthless. See " — If third parties bring claims against us, the proceeds held in the Trust Account could be reduced and the per- share redemption amount received by shareholders may be less than $ 10. 00 per share " and other risk factors below. Subsequent to our completion of our initial business combination, we may be required to take write- downs or write- offs, restructuring and impairment or other charges that could have a significant negative effect on our financial condition, results of operations and our share price, which could cause you to lose some or all of your investment. Even if we conduct extensive due diligence on a target business with which we combine, we cannot assure you that this diligence will surface all material issues in relation to a particular target business, that it would be possible to uncover all material issues through a customary amount of due diligence, or that factors outside of the target business and outside of our control will not later arise. As a result of these factors, we may be forced to later write- down or write- off assets, restructure our operations, or incur impairment or other charges that could result in our reporting losses. Even if our due diligence successfully identifies certain risks, unexpected risks may arise and previously known risks may materialize in a manner not consistent with our preliminary risk analysis. Even though these charges may be non- cash items and not have an immediate impact on our liquidity, the fact that we report charges of this nature could contribute to negative market perceptions about us or our securities. In addition, charges of this nature may cause us to violate net worth or other covenants to which we may be subject as a result of assuming pre- existing debt held by a target business or by virtue of our obtaining post- combination debt financing. Accordingly, any shareholders who choose to remain shareholders following the business combination could suffer a reduction in the value of their securities. Such shareholders are unlikely to have a remedy for such reduction in value unless they are able to successfully claim that the reduction was due to the breach by our officers or directors of a duty of care or other fiduciary duty owed to them, or if they are able to successfully bring a private claim under securities laws that the proxy solicitation or tender offer materials, as applicable, relating to the business combination contained an actionable material misstatement or material omission. Changes in laws or regulations, or a failure to comply with any laws and regulations, may adversely affect our business, including our ability to negotiate and complete our initial business combination, and results of operations. We are subject to laws and regulations enacted by national, regional and local governments. In particular, we are required to comply with certain SEC and other legal requirements. Compliance with, and monitoring of, applicable laws and regulations may be difficult, time consuming and costly. Those laws and regulations and their interpretation and application may also change from time to time and those changes could have a material adverse effect on our business, investments and results of operations. In addition, a failure to comply with applicable laws or regulations, as interpreted and applied, could have a material adverse effect on our business, including our ability to negotiate and complete our initial business combination, and results of operations. On March 30, 2022, the SEC issued proposed rules relating to, among other items, enhancing disclosures in business combination transactions involving SPACs and private operating companies; amending the financial statement requirements applicable to transactions involving shell companies; requiring incremental disclosure for projections and eliminating the Private Securities Litigation Reform Act safe harbor for forwarding- looking statements, in each case included in SEC filings in connection with proposed business combination transactions; increasing the potential liability of certain participants in proposed business combination transactions; and a potential safe harbor from regulation under the Investment Company Act if SPACs meet certain requirements. These rules, if adopted, whether in the form proposed or in revised form, may impact the involvement of target companies and other market participants, including investment banks, in the SPAC market, may materially adversely affect our ability to identify a target company and our ability to negotiate and complete our initial business combination and, furthermore, may materially increase the costs and time related thereto. If we are unable to consummate our initial business combination within 24 months (or 27 months, as applicable) of the closing of our Initial Public Offering, our public shareholders may be forced to wait beyond such 24 months (or 27 months, as applicable) before redemption from the Trust Account. If we are unable to consummate our initial business combination within 24 months (or 27 months, as applicable) from the closing of our Initial Public Offering, we will distribute the aggregate amount then on deposit in the Trust Account (less up to $ 100, 000 of the net interest earned thereon to pay dissolution expenses), pro rata to our public shareholders by way of redemption and cease all operations except for the purposes of winding up of our affairs, as further described herein. Any redemption of public shareholders from the Trust Account shall be effected automatically by function of our amended and restated memorandum and~~

~~articles of association prior to any voluntary winding up. If we are required to windup, liquidate the Trust Account and distribute such amount therein, pro rata, to our public shareholders, as part of any liquidation process, such winding up, liquidation and distribution must comply with the applicable provisions of the Companies Act. In that case, investors may be forced to wait beyond the initial 24 months (or 27 months, as applicable) before the redemption proceeds of the Trust Account become available to them and they receive the return of their pro rata portion of the proceeds from the Trust Account. We have no obligation to return funds to investors prior to the date of our redemption or liquidation unless we consummate our initial business combination prior thereto and only then in cases where investors have sought to redeem their ordinary shares. Only upon our redemption or any liquidation will public shareholders be entitled to distributions if we are unable to complete our initial business combination. Because we are not limited to a particular industry, sector or any specific target businesses with which to pursue our initial business combination, you will be unable to ascertain the merits or risks of any particular target business' s operations. Although we expect to focus our search for a target business in the broad energy transition or sustainability arena targeting industries that require innovative solutions to decarbonize in order to meet critical emission reduction objectives, we may complete a business combination with an operating company in any industry or sector. However, we are not, under our amended and restated memorandum and articles of association, permitted to effectuate our business combination with another blank check company or similar company with nominal operations. There is no basis to evaluate the possible merits or risks of any particular target business' s operations, results of operations, cash flows, liquidity, financial condition or prospects. To the extent we complete our business combination, we may be affected by numerous risks inherent in the business operations with which we combine. For example, if we combine with a financially unstable business or an entity lacking an established record of revenues or earnings, we may be affected by the risks inherent in the business and operations of a financially unstable or a development stage entity. Although our officers and directors will endeavor to evaluate the risks inherent in a particular target business, we cannot assure you that we will properly ascertain or assess all of the significant risk factors or that we will have adequate time to complete due diligence. Furthermore, some of these risks may be outside of our control and leave us with no ability to control or reduce the chances that those risks will adversely impact a target business. We also cannot assure you that an investment in our securities will ultimately prove to be more favorable to investors than a direct investment, if such opportunity were available, in a business combination target. Accordingly, any shareholders who choose to remain shareholders following the business combination could suffer a reduction in the value of their securities. Such shareholders are unlikely to have a remedy for such reduction in value unless they are able to successfully claim that the reduction was due to the breach by our officers or directors of a duty of care or other fiduciary duty owed to them, or if they are able to successfully bring a private claim under securities laws that the proxy solicitation or tender offer materials (as applicable) relating to the business combination contained an actionable material misstatement or material omission. Although we have identified general criteria and guidelines that we believe are important in evaluating prospective target businesses, we may enter into our initial business combination with a target that does not meet such criteria and guidelines, and as a result, the target business with which we enter into our initial business combination may not have attributes entirely consistent with our general criteria and guidelines. Although we have identified general criteria and guidelines for evaluating prospective target businesses, it is possible that a target business with which we enter into our initial business combination will not have all of these positive attributes. If we complete our initial business combination with a target that does not meet some or all of these guidelines, such combination may not be as successful as a combination with a business that does meet all of our general criteria and guidelines. In addition, if we announce a prospective business combination with a target that does not meet our general criteria and guidelines, a greater number of shareholders may exercise their redemption rights, which may make it difficult for us to meet any closing condition with a target business that requires us to have a minimum net worth or a certain amount of cash. In addition, if shareholder approval of the transaction is required by law, or we decide to obtain shareholder approval for business or other legal reasons, it may be more difficult for us to attain shareholder approval of our initial business combination if the target business does not meet our general criteria and guidelines. If we are unable to complete our initial business combination, our public shareholders may only receive their pro rata portion of the funds in the Trust Account that are available for distribution to public shareholders, and our warrants will expire worthless. We may seek business combination opportunities with an early stage company, a financially unstable business or an entity lacking an established record of revenue or earnings, which could subject us to volatile revenues, cash flows or earnings or difficulty in retaining key personnel. To the extent we complete our initial business combination with an early stage company, a financially unstable business or an entity lacking an established record of revenues, cash flows or earnings, we may be affected by numerous risks inherent in the operations of the business with which we combine. These risks include investing in a business without a proven business model and with limited historical financial data, volatile revenues, cash flows or earnings and difficulties in obtaining and retaining key personnel. Although our officers and directors will endeavor to evaluate the risks inherent in a particular target business, we may not be able to properly ascertain or assess all of the significant risk factors and we may not have adequate time to complete due diligence. Furthermore, some of these risks may be outside of our control and leave us with no ability to control or reduce the chances that those risks will adversely impact a target business.~~ We are not required to obtain an opinion from an independent **accounting or** investment banking ~~firm or from an independent accounting~~ firm, and consequently, you may have no assurance from an independent source that the price we are paying for the business is fair to our ~~company~~ **shareholders** from a financial point of view. ~~Unless we~~ **• We may engage in a business combination with one or more businesses that have relationships with entities that may be affiliated with our Sponsor, executive officers, directors or Initial Shareholders which may raise potential conflicts of interest. • We may only be able to** complete ~~our business combination with an affiliated entity, we are not required to obtain an opinion from an independent investment banking firm that is a member of FINRA or from an independent accounting firm that the price we are paying is fair to our company from a financial point of view. If no opinion is obtained, our shareholders will be relying on the judgment of our board of directors, who will determine fair market value based~~

~~on standards generally accepted by the financial community. Such standards used will be disclosed in our proxy solicitation or tender offer materials, as applicable, related to our initial business combination. If our board of directors is not able to independently determine the fair market value of our initial business combination, we will obtain an opinion from an independent investment banking firm. However, our shareholders may not be provided with a copy of such opinion, nor will they be able to rely on such opinion. We may issue additional ordinary shares or preference shares to complete our initial business combination or under an employee incentive plan after completion of our initial business combination. We may also issue Class A ordinary shares upon the conversion of the Class B ordinary shares at a ratio greater than~~ one ~~- to- one at the time of our initial~~ business combination **with** ~~as a result of the anti- dilution provisions contained in our amended and restated memorandum and articles of association. Any such issuances would dilute the interest of our shareholders and likely present other~~ -- **the** ~~risks. We may issue a substantial number of additional ordinary shares or preference shares to complete our initial business combination or under an employee incentive plan after completion of our initial business combination. We may also issue Class A ordinary shares upon conversion of the Class B ordinary shares at a ratio greater than one- to- one at the time of our initial business combination as a result of the anti- dilution provisions contained in our amended and restated memorandum and articles of association. However, our amended and restated memorandum and articles of association provide, among other things, that prior to our initial business combination, we may not issue additional ordinary shares that would entitle the holders thereof to (i) receive funds from the Trust Account or (ii) vote on any initial business combination. These provisions of our amended and restated memorandum and articles of association, like all provisions of our amended and restated memorandum and articles of association, may be amended with a shareholder vote. The issuance of additional ordinary shares or preference shares: ● may significantly dilute the equity interest of our investors; ● may subordinate the rights of holders of ordinary shares if preference shares are issued with rights senior to those afforded our ordinary shares; ● could cause a change in control if a substantial number of ordinary shares are issued, which may affect, among other things, our ability to use our~~ net **proceeds** ~~operating loss carry forwards, if any, and could result in the resignation or removal~~ of ~~our present officers and directors; and ● may adversely affect prevailing market prices for our Units, Class A ordinary shares and / or warrants. Unlike some other similarly structured blank check companies, holders of our Founder Shares will receive additional Class A ordinary shares if we issue shares to consummate an initial business combination. The Founder Shares will automatically convert into Class A ordinary shares at the time of our initial business combination on a one- for- one basis, subject to adjustment for share sub-divisions, share dividends, reorganizations, recapitalizations and the like and subject to further adjustment as provided herein. In the case that additional Class A ordinary shares or equity- linked securities convertible or exercisable for Class A ordinary shares are issued or deemed issued in excess of the amounts sold in~~ our Initial Public Offering and ~~related~~ **the sale of the Private Placement Warrants, which will cause us** to **be solely dependent on a single business which may have a limited number of products or services. This lack of diversification may negatively impact our operations and profitability. • Our executive officers and directors will allocate** ~~the~~ **their** ~~closing~~ **time to other businesses thereby causing conflicts** of **interest in their determination as to how much time to devote to our affairs. This conflict of interest could have a negative impact on our ability to complete** our initial business combination **. • Our executive officers and directors presently have** , **and any of** ~~the~~ **them** ~~ratio at~~ **in the future may have additional, fiduciary or contractual obligations to other entities, including another blank check company, and, accordingly, may have conflicts of interest in determining to** which **entity a particular business opportunity should be presented. • Because we are incorporated** ~~Founder~~ -- **under** ~~Shares will convert into Class A ordinary shares will be adjusted so that~~ the ~~number~~ **laws** of ~~Class A ordinary shares issuable upon conversion of all Founder Shares will equal, in~~ the ~~aggregate 20 % of the sum of~~ **Cayman Islands, you may face difficulties in protecting** ~~our~~ **your interests, and** ~~ordinary shares outstanding upon completion of our~~ **your** ~~Initial Public Offering plus~~ **ability to protect your rights through** the ~~number of Class A ordinary shares and equity- linked~~ **U. S. federal courts may be limited. • The NYSE could suspend trading in our** securities ~~issued or deemed issued in connection with our~~ - **or delist** ~~initial business combination, excluding any Class A ordinary shares or~~ **our** ~~equity- linked~~ securities ~~issued~~ **from the NYSE subsequent to July 22** , **2024, which is three years from** ~~or~~ **our IPO** ~~to be issued, to any seller in our initial business combination~~ . **•** Resources could be wasted in researching **acquisitions** ~~business combinations~~ that are not completed, which could materially adversely affect subsequent attempts to locate and acquire or merge with another business. If we **have not** ~~are unable to complete~~ **completed** our initial business combination **within the Combination Period** , our public shareholders may **receive** only ~~receive~~ **approximately $ 10. 61 per share (as of December 31, 2023), or less than such amount in certain circumstances, on** ~~their~~ -- **the liquidation** ~~pro rata portion~~ of **our** ~~the funds in the~~ Trust Account ~~that are available for distribution to public shareholders,~~ and our ~~warrants~~ **Warrants** will expire worthless. We **may seek to further extend** ~~anticipate that the investigation of each specific target business and the negotiation, drafting and execution of relevant agreements, disclosure documents and other~~ -- **the** ~~instruments will require substantial management time and attention and substantial costs for accountants, attorneys, consultants and others. If we decide not to complete a specific initial business combination~~ **Combination Period** , ~~the costs incurred up to that point for the proposed transaction likely would not be recoverable. Furthermore, if we reach an agreement relating to a specific target business, we may fail to complete our initial business combination for any number of reasons including those beyond our control. Any such event will result in a loss to us of the related costs incurred~~ which ~~could materially adversely affect subsequent attempts to locate and acquire or merge with another business. If we are unable to complete our initial business combination, our public shareholders may only receive their pro rata portion of the funds in the Trust Account that are available for distribution to public shareholders, and our warrants will expire worthless. We may engage one or more of the underwriters in our Initial Public Offering or their respective affiliates to provide additional services to us, which may include acting as financial advisor in connection with an initial business combination or as placement agent in connection with a related financing transaction. The underwriters are entitled to receive deferred commissions that will be released from the Trust Account only upon completion of an initial business combination. These financial incentives may cause them to have potential~~

~~conflicts of interest in rendering any such additional services to us, including, for example, in connection with the sourcing and consummation of an initial business combination. We may engage one or more of the underwriters in our Initial Public Offering or their respective affiliates to provide additional services to us, including, for example, identifying potential targets, providing financial advisory services, acting as a placement agent in a private offering or arranging debt financing. We may pay such underwriter or its affiliate fair and reasonable fees or other compensation that would be determined at that time in an arm' s length negotiation. The underwriters are also entitled to receive deferred commissions that are conditioned on the completion of an initial business combination. The underwriters' or their respective affiliates' financial interests tied to the consummation of a business combination transaction may give rise to potential conflicts of interest in providing any such additional services to us, including potential conflicts of interest in connection with the sourcing and consummation of an initial business combination. Transactions in connection with or in anticipation of our initial business combination and our structure thereafter may not be tax-efficient to our shareholders and warrantholders. As a result of our business combination, our tax obligations may be more complex, burdensome and uncertain. Although we will attempt to structure transactions in connection with our initial business combination in a tax- efficient manner, tax structuring considerations are complex, the relevant facts and law are uncertain and may change, and we may prioritize commercial and other considerations over tax considerations. For example, in anticipation of or as a result of our initial business combination and subject to requisite shareholder approval under the Companies Act, we may enter into one or more transactions that require shareholders and / or warrantholders to recognize gain or income for tax purposes or otherwise increase their tax burden. We do not intend to make any cash distributions to shareholders or warrantholders to pay taxes in connection with our business combination or thereafter. Accordingly, a shareholder or a warrantholder may be required to satisfy any liability resulting from any such transactions with cash from its own funds or by selling all or a portion of such holder' s shares or warrants. Furthermore, we will likely effect a business combination with a target company that has business operations outside of the Cayman Islands and, possibly, business operations in multiple jurisdictions and we may reincorporate in a different jurisdiction in connection therewith (including, but not limited to, the jurisdiction in which the target company or business is located). For example, in anticipation of engaging in a business combination with certain target companies, we may unilaterally convert into a U. S. company without notice, even if such a business combination ultimately is not achieved. If we effect any such transaction, including such a conversion, we could be subject to significant income, withholding and other tax obligations in a number of jurisdictions with respect to income, operations and subsidiaries related to those jurisdictions. Due to the complexity of tax obligations and filings in many jurisdictions, we may have a heightened risk related to audits or examinations by taxing authorities. This additional complexity and risk could have an adverse effect on our after- tax profitability and financial condition. In addition, shareholders and warrantholders may be subject to additional income, withholding or other taxes with respect to their ownership of us after any such transaction. We may issue notes or other debt securities, or otherwise incur substantial debt, to complete a business combination, which may adversely affect our leverage and financial condition and thus negatively impact the value of our shareholders' investment in us. We may choose to incur substantial debt to complete our business combination. The incurrence of debt could have a variety of negative effects, including: ● default and foreclosure on our assets if our operating revenues after an initial business combination are insufficient to repay our debt obligations; ● acceleration of our obligations to repay the indebtedness even if we make all principal and interest payments when due if we breach certain covenants that require the maintenance of certain financial ratios or reserves without a waiver or renegotiation of that covenant; ● our immediate payment of all principal and accrued interest, if any, if the debt security is payable on demand; ● our inability to obtain necessary additional financing if the debt security contains covenants restricting our ability to obtain such financing while the debt security is outstanding; ● our inability to pay dividends on our ordinary shares; ● using a substantial portion of our cash flow to pay principal and interest on our debt, which will reduce the funds available for dividends on our ordinary shares if declared, to pay expenses, make capital expenditures and acquisitions and fund other general corporate purposes; ● limitations on our flexibility in planning for and reacting to changes in our business and in the industry in which we operate; ● increased vulnerability to adverse changes in general economic, industry and competitive conditions and adverse changes in government regulation; ● limitations on our ability to borrow additional amounts for expenses, capital expenditures, acquisitions, debt service requirements, and execution of our strategy; and ● other disadvantages compared to our competitors who have less debt. We may only be able to complete one business combination with the proceeds of our Initial Public Offering and the sale of the Private Placement Warrants, which will cause us to be solely dependent on a single business which may have a limited number of products or services. This lack of diversification may negatively impact our operations and profitability. We may effectuate our business combination with a single target business or multiple target businesses simultaneously or within a short period of time. However, we may not be able to effectuate our business combination with more than one target business because of various factors, including the existence of complex accounting issues and the requirement that we prepare and file pro forma financial statements with the SEC that present operating results and the financial condition of several target businesses as if they had been operated on a combined basis. By completing our initial business combination with only a single entity, our lack of diversification may subject us to numerous economic, competitive and regulatory developments. Further, we would not be able to diversify our operations or benefit from the possible spreading of risks or offsetting of losses, unlike other entities which may have the resources to complete several business combinations in different industries or different areas of a single industry. In addition, we intend to focus our search for an initial business combination in a single industry. Accordingly, the prospects for our success may be: ● solely dependent upon the performance of a single business, property or asset, or ● dependent upon the development or market acceptance of a single or limited number of products, processes or services. This lack of diversification may subject us to numerous economic, competitive and regulatory risks, any or all of which may have a substantial adverse impact upon the particular industry in which we may operate subsequent to our business combination. We may attempt to simultaneously complete business combinations with multiple prospective targets, which may hinder our ability to complete our~~

~~business combination and give rise to increased costs and risks that could negatively impact our operations and profitability. If we determine to simultaneously acquire several businesses that are owned by different sellers, we will need for each of such sellers to agree that our purchase of its business is contingent on the simultaneous closings of the other business combinations, which may make it more difficult for us, and delay our ability, to complete our initial business combination. With multiple business combinations, we could also face additional risks, including additional burdens and costs with respect to possible multiple negotiations and due diligence investigations (if there are multiple sellers) and the additional risks associated with the subsequent assimilation of the operations and services or products of the acquired companies in a single operating business. If we are unable to adequately address these risks, it could negatively impact our profitability and results of operations. We may attempt to complete our initial business combination with a private company about which little information is available, which may result in a business combination with a company that is not as profitable as we suspected, if at all. In pursuing our business combination strategy, we may seek to effectuate our initial business combination with a privately held company. Very little public information generally exists about private companies, and we could be required to make our decision on whether to pursue a potential initial business combination on the basis of limited information, which may result in a business combination with a company that is not as profitable as we suspected, if at all. As the number of special purpose acquisition companies evaluating targets increases, attractive targets may become scarcer and there may be more competition for attractive targets. This could increase the cost of our initial business combination and could even result in our inability to find a target or to consummate an initial business combination. In recent years, the number of special purpose acquisition companies that have been formed has increased substantially. Many potential targets for special purpose acquisition companies have already entered into an initial business combination, and there are still many special purpose acquisition companies preparing for an initial public offering, as well as many such companies currently in registration. As a result, at times, fewer attractive targets may be available to consummate an initial business combination. In addition, because there are more special purpose acquisition companies seeking to enter into an initial business combination with available targets, the competition for available targets with attractive fundamentals or business models may increase, which could cause targets companies to demand improved financial terms. Attractive deals could also become scarcer for other reasons, such as economic or industry sector downturns, geopolitical tensions, or increases in the cost of additional capital needed to close business combinations or operate targets post- business combination. This could increase the cost of, delay or otherwise complicate or frustrate our ability to find and consummate an initial business combination, and may result in our inability to consummate an initial business combination on terms favorable to our investors altogether. Our amended and restated memorandum and articles of association requires the affirmative vote of a majority of our board of directors, which must include a majority of our independent directors and each of the non- independent directors nominated by our Sponsor, to approve our initial business combination, which may have the effect of delaying or preventing a business combination that our public shareholders would consider favorable. Our amended and restated memorandum and articles of association requires the affirmative vote of a majority of our board of directors, which must include a majority of our independent directors and each of the non- independent directors nominated by our Sponsor, to approve our initial business combination. Accordingly, it is unlikely that we will be able to enter into an initial business combination unless our Sponsor' s members find the target and the business combination attractive. This may make it more difficult for us to approve and enter into an initial business combination than other blank check companies and could result in us not pursuing an acquisition target or other board or corporate action that our public shareholders would find favorable. In order to effectuate our initial business combination, we may seek to amend our amended and restated memorandum and articles of association or other governing instruments in a manner that will make it easier for us to complete our initial business combination but that our shareholders and warrantholders may not support. Amending our amended and restated memorandum and articles of association will require at least a special resolution of our shareholders as a matter of Cayman Islands law and amending our warrant agreement will require a vote of holders of at least 50 % of the public warrants. In addition, our amended and restated memorandum and articles of association require us to provide our public shareholders with the opportunity to redeem their public shares for cash if we propose an amendment to our amended and restated memorandum and articles of association that would affect the substance or timing of our obligation to redeem 100 % of our public shares if we do not complete an initial business combination within 24 months (or 27 months, as applicable) of the closing of our Initial Public Offering. To the extent any of such amendments would be deemed to fundamentally change the nature of any of the securities offered through this registration statement, we would register, or seek an exemption from registration for, the affected securities. In order to effectuate a business combination, we may amend various provisions of our amended and restated memorandum and articles of association and other governing instruments, including the warrant agreement, the underwriting agreement relating to our Initial Public Offering, the letter agreement among us, Tortoise and our Sponsor, officers and directors, and the registration rights agreement among us, Tortoise, our initial shareholders and the Anchor Investors. These agreements contain various provisions that our public shareholders might deem to be material. While we do not expect our board to approve any amendment to any of these agreements prior to our initial business combination, it may be possible that our board, in exercising its business judgment and subject to its fiduciary duties, chooses to approve one or more amendments to any such agreement in connection with the consummation of our initial business combination. Except in relation to the amended and restated memorandum and articles of association, any such amendments would not require approval from our shareholders and may have an adverse effect on the value of an investment in our securities. We cannot assure you that we will not seek to amend our amended and restated memorandum and articles of association or other governing instruments or change our industry focus in order to effectuate our initial business combination. Other than amendments relating to the appointment or removal of directors prior to our initial business combination (which require the approval of a majority of at least 90 % of our ordinary shares voting at a general meeting), the provisions of our amended and restated memorandum and articles of association that relate to our pre- business combination activity (and corresponding provisions of the agreement governing the release of funds from our Trust Account)~~

~~may be amended with the approval of holders of at least two- thirds of our ordinary shares who attend and vote at a general meeting, which is a lower amendment threshold than that of some other blank check companies. It may be easier for us, therefore, to amend our amended and restated memorandum and articles of association and the trust agreement to facilitate the completion of an initial business combination that some of our shareholders may not support. Some other blank check companies have a provision in their charter which prohibits the amendment of certain of its provisions, including those which relate to a company' s pre- business combination activity, without approval by a certain percentage of the company' s shareholders. In those companies, amendment of these provisions requires approval by between 90 % and 100 % of the company' s public shareholders. Our amended and restated memorandum and articles of association provides that any of its provisions (other than amendments relating to the appointment or removal of directors prior to our initial business combination, which require the approval of a majority of at least 90 % of our ordinary shares voting at a general meeting) related to pre- business combination activity (including the requirement to deposit proceeds of our Initial Public Offering and the sale of the private placement of warrants into the Trust Account and not release such amounts except in specified circumstances, and to provide redemption rights to public shareholders as described herein) may be amended if approved by holders of at least two- thirds of our ordinary shares who attend and vote in a general meeting, and corresponding provisions of the trust agreement governing the release of funds from the Trust Account may be amended if approved by holders of at least two- thirds of our ordinary shares who attend and vote in a general meeting. The Founder Shares held by the holders thereof (including our Sponsor and the Anchor Investors who acquired Founder Shares from our Sponsor in connection with our Initial Public Offering) represent 20 % of our outstanding ordinary shares, and such holders will participate in any vote to amend our amended and restated memorandum and articles of association and / or trust agreement and will have the discretion to vote in any manner they choose. As a result, we may be able to amend the provisions of our amended and restated memorandum and articles of association which govern our pre- business combination behavior more easily than some other blank check companies, and this may increase our ability to complete a business combination with which you do not agree. Our shareholders may pursue remedies against us for any breach of our amended and restated memorandum and articles of association. Our Sponsor, officers, directors and director nominees have agreed, pursuant to a written agreement with us, that they will not propose any amendment to our amended and restated memorandum and articles of association that would affect the substance or timing of our obligation to redeem 100 % of our public shares if we have not consummated an initial business combination within 24 months (or 27 months, as applicable) from the closing of our Initial Public Offering, unless we provide our public shareholders with the opportunity to redeem their Class A ordinary shares upon approval of any such amendment at a per- share price, payable in cash, equal to the aggregate amount then on deposit in the Trust Account, including interest earned on the funds held in the Trust Account and not previously released to us to pay our taxes, divided by the number of then outstanding public shares. These agreements are contained in a letter agreement, which is filed as Exhibit 10. 1 to this Annual Report on Form 10- K, that we have entered into with Tortoise and our Sponsor, officers, directors and director nominees. Our shareholders are not parties to, or third- party beneficiaries of, these agreements and, as a result, will not have the ability to pursue remedies against Tortoise and our Sponsor, officers, directors or director nominees for any breach of these agreements. As a result, in the event of a breach, our shareholders would need to pursue a shareholder derivative action, subject to applicable law. We may be unable to obtain additional financing to complete our initial business combination or to fund the operations and growth of a target business, which could compel us to restructure or abandon a particular business combination. If we are unable to complete our initial business combination, our public shareholders may only receive their pro rata portion of the funds in the Trust Account that are available for distribution to public shareholders, and our warrants will expire worthless. If the net proceeds of our Initial Public Offering and the sale of the Private Placement Warrants prove to be insufficient, either because of the size of our initial business combination, the depletion of the available net proceeds in search of a target business, the obligation to redeem for cash a significant number of shares from shareholders who elect redemption in connection with our initial business combination or the terms of negotiated transactions to purchase shares in connection with our initial business combination, we may be required to seek additional financing or to abandon the proposed business combination. We cannot assure you that such financing will be available on acceptable terms, if at all. To the extent that additional financing proves to be unavailable when needed to complete our initial business combination, we would be compelled to either restructure the transaction or abandon that particular business combination and seek an alternative target business candidate. If we are unable to complete our initial business combination, our public shareholders may only receive their pro rata portion of the funds in the Trust Account that are available for distribution to public shareholders, and our warrants will expire worthless. In addition, even if we do not need additional financing to complete our business combination, we may require such financing to fund the operations or growth of the target business. The failure to secure additional financing~~ could have a material adverse effect on the ~~continued development~~ **amount held in** ~~or~~ **our** ~~growth of~~ **Trust Account and** ~~the~~ **other adverse effects on** ~~target business. None of our officers, directors or~~ **our** ~~shareholders is~~ **Company. We may seek to further extend the Combination Period. Such an extension would** ~~required~~ - **require** ~~to provide any financing to us in connection with or after our business combination. Holders of our Founder Shares control the appointment of our board of directors until consummation of our initial business combination and hold a substantial interest in us. As a result, they~~ - **the approval of our Public Shareholders, who** will ~~appoint and remove~~ **be provided the opportunity to redeem** all ~~of our~~ - **or** ~~directors prior to our initial business combination and may exert~~ a **portion** ~~substantial influence on actions requiring a shareholder vote, potentially in a manner that you do not support. The Founder Shares held by the holders thereof (including our Sponsor and the Anchor Investors who acquired Founder Shares from our Sponsor in connection with our Initial Public Offering) represent 20 % of our issued and outstanding ordinary shares. In addition, the Founder Shares, all of which are held by our initial shareholders and the Anchor Investors, will entitle the holders to appoint and remove all of our directors prior to our initial business combination. In respect of any vote or votes to continue the company in a jurisdiction outside the Cayman Islands (including, but not limited to, the approval of the organizational documents of the company in such other~~ - **their**

~~jurisdiction), which requires the approval of at least two- thirds of the votes of all ordinary shares, holders of our Founder Shares are entitled to ten votes for every Founder Share. Holders of our~~ public shares **. Such redemptions** will **likely** have ~~no right to vote on the appointment or removal of directors during such time. These provisions of our amended and restated memorandum and articles of association may only be amended by~~ a **material** ~~special resolution passed by a majority of at least 90 % of our ordinary shares voting in a general meeting. As a result, you will not have any influence over the appointment or removal of directors prior to our initial business combination. Accordingly, holders of our Founder Shares may exert a substantial influence on actions requiring a shareholder vote, potentially in a manner that you do not support, including amendments to our amended and restated memorandum and articles of association and approval of major corporate transactions. In addition, our board of directors, whose members were elected by our initial shareholders, is and will be divided into three classes, each of which will generally serve for a term of three years with only one class of directors being elected in each year. We may not hold an annual general meeting to appoint new directors prior to the completion of our business combination, in which case all of the current directors will continue in office until at least the completion of the business combination. If there is an annual general meeting, as a consequence of our " staggered " board of directors, only a minority of the board of directors will be considered for appointment and holders of our Founder Shares, because of their ownership position, will have considerable influence regarding the outcome. Accordingly, holders of our Founder Shares will continue to exert control at least until the completion of our business combination. A provision of our warrant agreement may make it more difficult for us to consummate an initial business combination. Unlike most blank check companies, if we issue additional ordinary shares or equity- linked securities for capital raising purposes in connection with the closing of our initial business combination at a newly issued price of less than $ 9. 20 per ordinary share, then the exercise price of the warrants will be adjusted to equal 115 % of the newly issued price. This may make it more difficult for us to consummate an initial business combination with a target business. Our warrants are accounted for as derivative liabilities and were recorded at fair value upon issuance with changes in fair value each period reported in earnings, which may have an~~ adverse effect on the **amount held in** ~~market price of our ordinary shares or~~ **our Trust Account, our capitalization, principal shareholders and other impacts on our Company or management team, such as our ability to maintain our listing on NYSE. Cyber incidents or attacks directed at us or third parties could result in information theft, data corruption, operational disruption and / or financial loss. We depend on digital technologies, including information systems, infrastructure and cloud applications and services, including those of third parties with whom we** may ~~make it more~~ deal.Sophisticated and deliberate attacks on,or security breaches in,our systems or infrastructure,or the systems or infrastructure of third parties or the cloud,could lead to corruption or misappropriation of our assets,proprietary information and sensitive or confidential data.As an early **-** stage company without significant investments in data security protection,we may not be sufficiently protected against such occurrences.We **also lack** ~~may not have~~ sufficient resources to adequately protect against,or to investigate and remediate any vulnerability to,cyber incidents. **Any** ~~It is possible that any~~ of these occurrences,or a combination of them,could have **material** adverse consequences on our business and lead to financial loss. **Changes in laws or regulations,or a failure to comply with** ~~Many~~ - **any** ~~countries have difficult and unpredictable legal systems and underdeveloped~~ laws and regulations ~~that are unclear and subject to corruption and inexperience~~ , ~~which~~ may adversely ~~impact~~ **affect** our **business,including our ability to negotiate and complete our initial business combination,and** results of operations **.We are subject to laws** and ~~financial condition~~ **regulations enacted by national,regional and local governments** .In ~~the event~~ **particular,** we **are required** ~~acquire a non- U.S.target,our ability~~ to ~~seek~~ **comply with certain SEC** and ~~enforce~~ **other** legal ~~protections,including~~ **requirements and numerous complex tax laws.Compliance** with ~~respect to intellectual property and other property rights~~ , **and monitoring of** ~~or to defend ourselves with regard to legal actions taken against us in a given country~~ , **applicable laws and regulations** may **be** difficult **, time consuming** ~~for us to consummate an~~ **and costly** ~~initial business combination~~ . ~~We accounted for both~~ **Those laws and regulations and** ~~the~~ **their interpretation** ~~warrants underlying the Units~~ and **application may also** ~~the Private Placement Warrants as a warrant liability. At each reporting period (1) the accounting treatment of the warrants will be re- evaluated for proper accounting treatment as a liability or equity and (2) the fair value of the liability of the public and Private Placement Warrants will be remeasured and the~~ change ~~in~~ **from time to time and** ~~the~~ **those** ~~fair value of the liability will be recorded as other income (expense) in our income statement. The impact of~~ changes **could** ~~in fair value on earnings may~~ have ~~an~~ **a material** adverse effect on ~~the market price of~~ our ~~ordinary shares~~ **business, investments and results of operations** . In addition, ~~potential targets may seek special purpose acquisition companies that do not~~ **a failure to comply with applicable laws or regulations, as interpreted and applied, could** have ~~warrants that are accounted for as~~ a **material adverse effect on our business, including our** ~~liability~~ -- **ability** ~~, which may make it more difficult for us~~ to ~~consummate~~ **negotiate** ~~an~~ **and complete our** initial business combination **, and results** ~~with a target business. Our warrant agreement designates the courts~~ of **operations. On January 24, 2024,** the **SEC adopted** ~~State of New York or~~ the ~~United States District Court for the~~ **2024 SPAC Rules requiring, among** ~~Southern~~ -- **other matters** ~~District of New York as the sole and exclusive forum for certain types of actions and proceedings that may be initiated by holders of our warrants, which could limit the ability of warrantholders to obtain a favorable judicial forum for disputes with our company. Our warrant agreement provides that, subject to applicable law~~ , (i) **additional disclosures** ~~any action, proceeding or claim against us arising out of or~~ relating ~~in any way~~ to **SPAC business combination transactions;** ~~the warrant agreement, including under the Securities Act, will be brought and enforced in the courts of the State of New York or the United States District Court for the Southern District of New York, and~~ (ii) **additional disclosures relating to dilution and to conflicts of interest involving sponsors and their affiliates in both SPAC initial public offerings and business combination transactions; (iii) additional disclosures regarding projections included in SEC filings in connection with proposed business combination transactions; and (iv) the requirement** that **both** ~~we irrevocably submit to such jurisdiction, which jurisdiction shall be~~ the ~~exclusive forum~~ **SPAC and its target company be co- registrants** for ~~any such action~~ **business combination registration statements In addition** , ~~proceeding or claim. We will waive any objection to such exclusive jurisdiction and that such courts~~

~~represent an inconvenient forum. We note, however, that there~~ -- **the SEC** ~~is uncertainty as to whether a court would enforce this provision and that investors cannot waive compliance with the federal securities laws and the rules and regulations thereunder. Section 22 of the Securities Act creates concurrent jurisdiction for state and federal courts over all suits brought to enforce any duty or liability created by the Securities Act or the rules and regulations thereunder. Notwithstanding the foregoing, these provisions of the warrant agreement will not apply to suits brought to enforce any liability or duty created by the Exchange Act or any other claim for which the federal district courts of the United States of America are the sole and exclusive forum. Section 27 of the Exchange Act creates exclusive federal jurisdiction over all suits brought to enforce any duty or liability created by the Exchange Act or the rules and regulations thereunder. Any person or entity purchasing or otherwise acquiring any interest in any of our warrants shall be deemed to have notice of and to have consented to the forum provisions in our warrant agreement. If any action, the subject matter of which is within the scope of the forum provisions of the warrant agreement, is filed in a court other than a court of the State of New York or the United States District Court for the Southern District of New York (a " foreign action ") in the name of any holder of our warrants, such holder shall be deemed to have consented to: (x) the personal jurisdiction of the state and federal courts located in the State of New York in connection with any action brought in any such court to enforce the forum provisions (an " enforcement action "), and (y) having service of process made upon such warrantholder in any such enforcement action by service upon such warrantholder~~ ' s ~~counsel~~ **adopting release provided guidance describing circumstances** in ~~the foreign action as agent for such warrantholder. This choice- of- forum provision may limit a warrantholder' s ability to bring a claim in a judicial forum that it finds favorable for disputes with our company,~~ which ~~may discourage such lawsuits. Alternatively, if~~ a **SPAC** ~~court were to find this provision of our warrant agreement inapplicable or unenforceable with respect to one or more of the specified types of actions or proceedings, we may incur additional costs associated with resolving such matters in other jurisdictions, which~~ could **become subject** ~~materially and adversely affect our business, financial condition and results of operations and result in a diversion of the time and resources of our management and board of directors. Because we must furnish our shareholders with target business financial statements, we may lose the ability~~ to **regulation** ~~complete an otherwise advantageous initial business combination with some prospective target businesses. The federal proxy rules require that a proxy statement with respect to a vote on a business combination meeting certain financial significance tests include target historical and / or pro forma financial statement disclosure. We will include the same financial statement disclosure in connection with our tender offer documents, whether or not they are required~~ under the **Investment** ~~tender offer rules. These financial statements may be required to be prepared in accordance with, or be reconciled to, U. S. GAAP or IFRS, depending on the circumstances and the historical financial statements may be required to be audited in accordance with the standards of the PCAOB. These financial statement requirements may limit the pool of potential target businesses we may acquire because some targets may be unable to provide such financial statements in time for us to disclose such financial statements in accordance with federal proxy rules and complete our initial business combination within the prescribed time frame. If we pursue a target business with operations or opportunities outside of the United States for our initial business combination, we may face additional burdens in connection with investigating, agreeing to and completing such initial business combination, and if we effect such an initial business combination, we would be subject to a variety of additional risks that may negatively impact our operations. If we pursue a target company~~ **Company Act** ~~with operations or opportunities outside of the United States for our initial business combination, we would be subject to risks associated with cross- border business combinations~~ , including ~~in connection with investigating, agreeing to and completing our initial business combination, conducting due diligence in a foreign jurisdiction, having such transaction approved by any local governments, regulators or agencies and changes in the purchase price based on fluctuations in foreign exchange rates. If we effect our initial business combination with such a company, we would be subject to special considerations or risks associated with companies operating in an international setting, including any of the following: ● higher costs and difficulties inherent in executing cross- border transactions, managing cross- border business operations and complying with different commercial and legal requirements of overseas markets; ● rules and regulations regarding currency redemption; ● laws governing the manner in which future business combinations may be effected; ● exchange listing and / or delisting requirements; ● tariffs and trade barriers; ● regulations related to customs and import / export matters; ● local or regional economic policies and market conditions; ● unexpected changes in regulatory requirements; ● longer payment cycles; ● tax issues, including complex withholding or other tax regimes which may apply in connection with our business combination or to our structure following our business combination, variations in tax laws as compared to the United States, and potential changes in the applicable tax laws in the United States and / or relevant non- U. S. jurisdictions; ● currency fluctuations and exchange controls; ● rates of inflation; ● challenges in collecting accounts receivable; ● cultural and language differences; ● employment regulations; ● underdeveloped or unpredictable legal or regulatory systems; ● corruption; ● protection of intellectual property; ● social unrest, crime, strikes, riots~~ -- **its duration** ~~and civil disturbances; ● regime changes and political upheaval; ● terrorist attacks~~ , ~~natural disasters and wars; ● deterioration of political relations with the United States; and ● government appropriation of assets~~ - **asset composition** ~~. We may not be able to adequately address these additional risks. If we were unable to do so~~ , ~~we may be unable to complete such initial~~ business ~~combination~~ **purpose** , ~~or, if we complete such combination, our operations might suffer, either of which may adversely impact our business, financial condition and results of operations. After our initial business combination, substantially all of our assets may be located in a foreign country and substantially all of our revenue will be derived from our operations in such country. Accordingly, our results of operations and prospects will be subject, to a significant extent, to the economic, political and legal policies, developments and conditions in the country in which we operate. The economic, political and social conditions, as well as government policies, of the country in which our operations are located could affect our business. Economic growth could be uneven, both geographically and among various sectors of the economy and such growth may not be sustained in the future. If in the future such country' s economy experiences a downturn or grows at a slower rate than expected, there may be less demand for spending in certain industries. A decrease in demand for spending in~~

~~certain industries could materially and adversely affect our ability to find an~~ **and** ~~attractive target business with which to consummate our initial business combination and if we effect our initial business combination,~~ the ~~ability~~ **activities** of ~~that target business to become profitable. Exchange rate fluctuations and currency policies may cause a target business' ability to succeed in~~ the **SPAC** ~~international markets to be diminished. In the event we acquire a non- U. S. target, all revenues~~ and ~~income would likely be received in a foreign currency, and the dollar equivalent of our net assets and distributions, if any, could be adversely affected by reductions in the value of the local currency. The value of the currencies in non- U. S. regions fluctuates and is~~ **its** ~~affected by, among other things, changes in political and economic conditions. Any change in the relative value of such currency against our reporting currency may affect the attractiveness of any target business or, following consummation of our initial business combination, our financial condition and results of operations. Additionally, if a currency appreciates in value against the dollar prior to the consummation of our initial business combination, the cost of a target business as measured in dollars will increase, which may make it less likely that we are able to consummate such transaction. If we acquire a non- U. S. target, our results of operations may be negatively impacted because of the costs and difficulties inherent in managing cross- border business operations. We may pursue a target company with operations or opportunities outside of the United States for our initial business combination. Managing a business, operations, personnel or assets in another country is challenging and costly. Any management that we may have (whether based abroad or in the U. S.) may be inexperienced in cross- border business practices and unaware of significant differences in accounting rules, legal regimes and labor practices. Even with a seasoned and experienced~~ management team ~~, the costs and difficulties inherent~~ in **furtherance** ~~managing cross- border business operations, personnel and assets can be significant (and much higher than in a purely domestic business) and may negatively impact our financial and operational performance. If social unrest, acts of terrorism, regime changes, changes in laws and regulations, political upheaval or policy changes or enactments occur in a country in which we may operate after we effect our initial business combination, it may result in a negative impact on our business. In the event we acquire a non- U. S. target, political events in another country may significantly affect our business, assets or operations. Social unrest, acts of terrorism, regime changes, changes in laws and regulations, political upheaval, and policy changes or enactments could negatively impact our business in a particular country. We may reincorporate in another jurisdiction in connection with our initial business combination, and the laws~~ of such **goals** ~~jurisdiction may govern some or all of our future material agreements and we may not be able to enforce our legal rights~~ . **Compliance** ~~In connection~~ with **the 2024 SPAC Rules and** ~~our initial business combination, we may relocate~~ -- **related guidance** ~~the home jurisdiction of our business from the Cayman Islands to another jurisdiction. If we determine to do this, the laws of such jurisdiction~~ may ~~govern some or all of our future material agreements. The system of laws and the enforcement of existing laws in such jurisdiction may not be as certain in implementation and interpretation as in the United States. The inability to enforce or obtain a remedy under any of our future agreements could result in a significant loss of business, business opportunities or capital. Risks Relating to our Securities You will not have any rights or interests in funds from the Trust Account, except under certain limited circumstances. Therefore, to liquidate your investment, you may be forced to sell your public shares or warrants, potentially at a loss. Our public shareholders will be entitled to receive funds from the Trust Account only upon the earliest to occur of:~~ (i) **increase** the ~~redemption~~ **costs** of **and the time needed to negotiate and** ~~any public shares properly submitted in connection with our completion~~ **complete** ~~of~~ an initial business combination **and** ~~(including the release of funds to pay any amounts due to any public shareholders who properly exercise their redemption rights in connection therewith),~~ (ii) **constrain** the **circumstances under which we** ~~redemption of any public shares properly submitted in connection with a shareholder vote to approve an amendment to our amended and restated memorandum and articles of association that would~~ **could affect** ~~modify the substance or~~ **our ability** ~~timing of our obligation to redeem 100 % of our public shares if we have not consummated an initial business combination within 24 months (or 27 months, as applicable) from the closing of our Initial Public Offering, and (iii) the redemption of our public shares if we are unable~~ to complete an initial business combination ~~within 24 months (or 27 months, as applicable) from the closing of our Initial Public Offering, subject to applicable law and as further described herein. In no other circumstances will a public shareholder have any right or interest of any kind in the Trust Account. Holders of warrants will not have any right to the proceeds held in the Trust Account with respect to the warrants. Accordingly, to liquidate your investment, you may be forced to sell your public shares or warrants, potentially at a loss. The NYSE may delist our securities from trading on its exchange, which could limit investors' ability to make transactions in our securities and subject us to additional trading restrictions. We cannot assure you that our securities will continue to be listed on the NYSE in the future or prior to our initial business combination. In order to continue listing our securities on the NYSE prior to our initial business combination, we must maintain certain financial, distribution and share price levels. Generally, we must maintain a minimum number of holders of our securities (generally 300 round lot holders). Additionally, in connection with our initial business combination, we will be required to demonstrate compliance with the NYSE' s initial listing requirements, which are more rigorous than the NYSE' s continued listing requirements, in order to continue to maintain the listing of our securities on the NYSE. For instance, our share price would generally be required to be at least $ 4. 00 per share, our aggregate market value would be required to be at least $ 100 million, and the market value of our publicly- held shares would be required to be at least $ 80 million. We cannot assure you that we will be able to meet those initial listing requirements at that time. If the NYSE delists our securities from trading on its exchange and we are not able to list our securities on another national securities exchange, we expect our securities could be quoted on an over- the- counter market. If this were to occur, we could face significant material adverse consequences, including: ● a limited availability of market quotations for our securities; ● reduced liquidity for our securities; ● a determination that our Class A ordinary shares are a " penny stock " which will require brokers trading in our Class A ordinary shares to adhere to more stringent rules and possibly result in a reduced level of trading activity in the secondary trading market for our securities; ● a limited amount of news and analyst coverage; and ● a decreased ability to issue additional securities or obtain additional financing in the future. The National Securities Markets Improvement Act of 1996, which is a federal statute, prevents or preempts the states from~~

~~regulating the sale of certain securities, which are referred to as “ covered securities. ” Because our Units, Class A ordinary shares and public warrants are listed on the NYSE, our Units, Class A ordinary shares and public warrants qualify as covered securities under the statute. Although the states are preempted from regulating the sale of our securities, the federal statute does allow the states to investigate companies if there is a suspicion of fraud, and, if there is a finding of fraudulent activity, then the states can regulate or bar the sale of covered securities in a particular case. While we are not aware of a state having used these powers to prohibit or restrict the sale of securities issued by blank check companies, other than the state of Idaho, certain state securities regulators view blank check companies unfavorably and might use these powers, or threaten to use these powers, to hinder the sale of securities of blank check companies in their states. Further, if we were no longer listed on the NYSE, our securities would not be covered securities under the statute and we would be subject to regulation in each state in which we offer our securities. You will not be entitled to protections normally afforded to investors of many other blank check companies. Because we have net tangible assets in excess of $ 5, 000, 000 and timely filed a Current Report on Form 8- K, including an audited balance sheet demonstrating this fact, we are exempt from rules promulgated by the SEC to protect investors in blank check companies, such as Rule 419 under the Securities Act (“ Rule 419 ”). Accordingly, investors will not be afforded the benefits or protections of those rules. Among other things, this means we will have a longer period of time to complete our business combination than do companies subject to Rule 419. Moreover, if our Initial Public Offering were subject to Rule 419, that rule would prohibit the release of any interest earned on funds held in the Trust Account to us unless and until the funds in the Trust Account were released to us in connection with our completion of an initial business combination. If third parties bring claims against us, the proceeds held in the Trust Account could be reduced and the per- share redemption amount received by shareholders may be less than $ 10. 00 per share. Our placing of funds in the Trust Account may not protect those funds from third- party claims against us. Although we will seek to have all vendors, service providers (other than our independent registered public accounting firm), prospective target businesses and other entities with which we do business execute agreements with us waiving any right, title, interest or claim of any kind in or to any monies held in the Trust Account for the benefit of our public shareholders, such parties may not execute such agreements, or even if they execute such agreements, they may not be prevented from bringing claims against the Trust Account, including, but not limited to, fraudulent inducement, breach of fiduciary responsibility or other similar claims, as well as claims challenging the enforceability of the waiver, in each case in order to gain an advantage with respect to a claim against our assets, including the funds held in the Trust Account. If any third party refuses to execute an agreement waiving such claims to the monies held in the Trust Account, our management will perform an analysis of the alternatives available to it and will only enter into an agreement with a third party that has not executed a waiver if management believes that such third party’ s engagement would be significantly more beneficial to us than any alternative. Making such a request of potential target businesses may make our acquisition proposal less attractive to them and, to the extent prospective target businesses refuse to execute such a waiver, it may limit the field of potential target businesses that we might pursue. Examples of possible instances where we may engage a third party that refuses to execute a waiver include the engagement of a third- party consultant whose particular expertise or skills are believed by management to be significantly superior to those of other consultants that would agree to execute a waiver or in cases where management is unable to find a service provider willing to execute a waiver. In addition, there is no guarantee that such entities will agree to waive any claims they may have in the future as a result of, or arising out of, any negotiations, contracts or agreements with us and will not seek recourse against the Trust Account for any reason. Upon redemption of our public shares, if we are unable to complete our initial business combination within the prescribed timeframe, or upon the exercise of a redemption right in connection with our business combination, we will be required to provide for payment of claims of creditors that were not waived that may be brought against us within the 10 years following redemption. Accordingly, the per- share redemption amount received by public shareholders could be less than the $ 10. 00 per public share initially held in the Trust Account, due to claims of such creditors. Our Sponsor has agreed that it will be liable to us if and to the extent any claims by a third party (other than our independent public accountants) for services rendered or products sold to us, or a prospective target business with which we have entered into a written letter of intent, confidentiality or other similar agreement or business combination agreement, reduce the amount of funds in the Trust Account to below the lesser of (i) $ 10. 00 per public share and (ii) the actual amount per public share held in the Trust Account, if less than $ 10. 00 per share due to reductions in the value of the trust assets as of the date of the liquidation of the Trust Account, in each case including interest earned on the funds held in the Trust Account and not previously released to us to pay our taxes, provided that such liability will not apply to any claims by a third party or prospective target business who executed a waiver of any and all rights to the monies held in the Trust Account (whether or not such waiver is enforceable) nor will it apply to any claims under our indemnity of the underwriters of our Initial Public Offering against certain liabilities, including liabilities under the Securities Act. However, we have not asked our Sponsor to reserve for such indemnification obligations, nor have we independently verified whether our Sponsor has sufficient funds to satisfy its indemnity obligations and we believe that our Sponsor’ s only assets are securities of our company. Therefore, we cannot assure you that our Sponsor would be able to satisfy those obligations. As a result, if any such claims were successfully made against the Trust Account, the funds available for our initial business combination and redemptions could be reduced to less than $ 10. 00 per public share. In such event, we may not be able to complete our initial business combination, and you would receive such lesser amount per share in connection with any redemption of your public shares. None of our officers or directors will indemnify us for claims by third parties including, without limitation, claims by vendors and prospective target businesses. Our directors may decide not to enforce the indemnification obligations of our Sponsor, resulting in a reduction in the amount of funds in the Trust Account available for distribution to our public shareholders. In the event that the proceeds in the Trust Account are reduced below the lesser of (i) $ 10. 00 per public share and (ii) the actual amount per public share held in the Trust Account as of the date of the liquidation of the Trust Account, if less than $ 10. 00 per share due to reductions in the value of the trust assets, in each case including interest earned on the funds held in the Trust Account and not previously~~

~~released to us to pay our taxes, and our Sponsor asserts that it is unable to satisfy its obligations or that it has no indemnification obligations related to a particular claim, our independent directors would determine whether to take legal action against our Sponsor to enforce its indemnification obligations. While we currently expect that our independent directors would take legal action on our behalf against our Sponsor to enforce its indemnification obligations to us, it is possible that our independent directors in exercising their business judgment, and subject where relevant to their fiduciary duties, may choose not to do so in any particular instance. If our independent directors choose not to enforce these indemnification obligations, the amount of funds in the Trust Account available for distribution to our public shareholders may be reduced below $ 10. 00 per share. We may not have sufficient funds to satisfy indemnification claims of our directors and officers or our Sponsor and its members (present and former), managers and affiliates and their respective present and former officers and directors. We have agreed to indemnify our officers and directors, and our Sponsor and its members (present and former), managers and affiliates and their respective present and future officers and directors, to the fullest extent permitted by law. However, our officers and directors, and our Sponsor and its members (present and former), managers and affiliates and their respective present and future officers and directors, have agreed, and any persons who may become officers or directors prior to the initial business combination will agree, to waive any right, title, interest or claim of any kind in or to any monies in the Trust Account and to not seek recourse against the Trust Account for any reason whatsoever. Accordingly, any indemnification provided will be able to be satisfied by us only if (i) we have sufficient funds outside of the Trust Account or (ii) we consummate an initial business combination. Our indemnification obligations may discourage shareholders from bringing a lawsuit against our officers or directors for breach of their fiduciary duty. These provisions also may have the effect of reducing the likelihood of derivative litigation against our officers and directors, even though such an action, if successful, might otherwise benefit us and our shareholders. Furthermore, a shareholder' s investment may be adversely affected to the extent we pay the costs of settlement and damage awards against our officers and directors pursuant to these indemnification provisions. If, after we distribute the proceeds in the Trust Account to our public shareholders, we file a winding up petition or a winding up petition is filed against us that is not dismissed, a liquidator may seek to recover such proceeds, and the members of our board of directors may be viewed as having breached their fiduciary duties to our creditors, thereby potentially exposing the members of our board of directors and us to claims of punitive damages. If, after we distribute the proceeds in the Trust Account to our public shareholders, we file a winding up petition or a winding up petition is filed against us that is not dismissed, any distributions received by shareholders could be viewed under applicable debtor / creditor and / or insolvency laws as a " voidable preference ". As a result, a liquidator could seek to challenge the transaction and recover some or all amounts received by our shareholders. In addition, our board of directors may be viewed as having breached its fiduciary duty to our creditors and / or having acted in bad faith, thereby exposing itself and us to claims of punitive damages, by paying public shareholders from the Trust Account prior to addressing the claims of creditors. If, before distributing the proceeds in the Trust Account to our public shareholders, we file a winding up petition or a winding up petition is filed against us that is not dismissed, the claims of creditors in such proceeding may have priority over the claims of our shareholders and the per- share amount that would otherwise be received by our shareholders in connection with our liquidation may be reduced. If, before distributing the proceeds in the Trust Account to our public shareholders, we file a winding up petition or a winding up petition is filed against us that is not dismissed, the proceeds held in the Trust Account could be subject to applicable insolvency law, and may be included in our liquidation estate and subject to the claims of third parties with priority over the claims of our shareholders. To the extent any liquidation claims deplete the Trust Account, the per- share amount that would otherwise be received by our shareholders in connection with our liquidation may be reduced~~ . If we are deemed to be an investment company under the Investment Company Act, we may be required to institute burdensome compliance requirements and our activities may be restricted, which may make it difficult for us to complete our **initial** business combination **. The SEC' s adopting release with respect to the 2024 SPAC Rules provided guidance relating to the potential status of SPACs as investment companies subject to regulation under the Investment Company Act and the regulations thereunder. Whether a SPAC is an investment company is dependent on specific facts and circumstances and we can give no assurance that a claim will not be made that we have been operating as an unregistered investment company** . If we are deemed to be an investment company under the Investment Company Act, our activities may be restricted, including ~~: •~~ **(i)** restrictions on the nature of our investments; and ~~•~~ **(ii)** restrictions on the issuance of securities, each of which may make it difficult for us to complete our **initial** business combination. In addition, we may have imposed upon us burdensome requirements, including: ~~•~~ **(i)** registration as an investment company; ~~•~~ **(ii)** adoption of a specific form of corporate structure; and ~~•~~ **(iii)** reporting, record keeping, voting, proxy and disclosure requirements and other rules and regulations. In order not to be regulated as an investment company under the Investment Company Act, unless we can qualify for an exclusion, we must ensure that we are engaged primarily in a business other than investing, reinvesting or trading ~~of~~ **in** securities and that our activities do not include investing, reinvesting, owning, holding or trading " investment securities " constituting more than 40 % of our **total** assets (exclusive of U. S. government securities and cash items) on an unconsolidated basis. ~~Our business will be to identify~~ **We are mindful of the SEC' s investment company definition** and **guidance and intend to** complete ~~a business combination and~~ - **an** ~~thereafter to~~ **initial business combination with an** ~~operate~~ **operating** ~~the post- transaction~~ business **, and** ~~or assets for the long term. We do~~ not ~~plan~~ **with an investment company, or** to ~~buy~~ **acquire minority interests in other** businesses **exceeding** ~~or assets with a view to resale or profit from their~~ -- **the permitted threshold** ~~resale. We do not plan to buy unrelated businesses or assets or to be a passive investor~~ . We do not believe that our **business** ~~anticipated principal~~ activities will subject us to the Investment Company Act. To this end, the proceeds held in the Trust Account ~~may only be invested in United States " government securities " within the meaning of Section 2 (a) (16) of the Investment Company Act having a maturity of 185 days or less or in money market funds meeting certain conditions under Rule 2a- 7 promulgated under the Investment Company Act which invest only in direct U. S. government treasury obligations. Pursuant to the trust agreement, the trustee is not permitted to invest in other securities or assets. By restricting the investment of~~

~~the proceeds to these instruments, and by having a business plan targeted at acquiring and growing businesses for the long term (rather than on buying and selling businesses in the manner of a merchant bank or private equity fund), we intend to avoid being deemed an " investment company " within the meaning of the Investment Company Act. The Trust Account is intended as a holding place for funds pending the earliest to occur of: (i) the completion of our initial business combination; (ii) the redemption of any public shares properly submitted in connection with a shareholder vote to approve an amendment to our amended and restated memorandum and articles of association that would affect the substance or timing of our obligation to redeem 100 % of our public shares if we have not consummated an initial business combination within 24 months (or 27 months, as applicable) from the closing of our Initial Public Offering; and (iii) the redemption of our public shares if we are unable to complete our initial business combination within 24 months (or 27 months, as applicable) from the closing of our Initial Public Offering, subject to applicable law. If we do not invest the proceeds as discussed above, we may be deemed to be subject to the Investment Company Act. If we~~ were ~~deemed to be subject to the Investment Company Act, compliance with these additional regulatory burdens would require additional expenses for which we have not allotted funds and may hinder our ability to complete a business combination, or may result in our liquidation. If we are unable to complete our initial business combination, our public shareholders may only receive their pro rata portion of the funds in the Trust Account that are available for distribution to public shareholders, and our warrants will expire worthless. Our shareholders may be held liable for claims by third parties against us to the extent of distributions received by them upon redemption of their shares. If we are forced to enter into an insolvent liquidation, any distributions received by shareholders could be viewed as an unlawful payment if it was proved that immediately following the date on which the distribution was made, we were unable to pay our debts as they fall due in the ordinary course of business. As a result, a liquidator could seek to recover some or all amounts received by our shareholders. Furthermore, our directors may be viewed as having breached their fiduciary duties to us or our creditors and / or may have acted in bad faith, thereby exposing themselves and our company to claims, by paying public shareholders from the Trust Account prior to addressing the claims of creditors. We cannot assure you that claims will not be brought against us for these reasons. We and our directors and officers who knowingly and willfully authorized or permitted any distribution to be paid out of our share premium account while we were unable to pay our debts as they fall due in the ordinary course of business would be guilty of an offence and may be liable to a fine and to imprisonment in the Cayman Islands or both. We may not hold an annual general meeting until after the consummation of our initial business combination, which could delay the opportunity for our shareholders to appoint directors. We may not hold an annual general meeting until after the consummation of our initial business combination, which could delay the opportunity for our shareholders to appoint directors. In accordance with the NYSE corporate governance requirements, we are not required to hold an annual general meeting until no later than one year after our first fiscal year end following our listing on the NYSE. There is no requirement under the Companies Act for us to hold annual or general meetings to appoint directors. Until we hold an annual general meeting, public shareholders may not be afforded the opportunity to appoint directors and to discuss company affairs with management. Our board of directors is divided into three classes with only one class of directors being elected in each year and each class (except for those directors appointed prior to our first annual general meeting) serving a three- year term. A registration statement covering the Class A ordinary shares issuable upon exercise of the warrants may not be in place and current when an investor desires to exercise warrants, thus precluding such investor from being able to exercise its warrants except on a cashless basis and potentially causing such warrants to expire worthless. Under the terms of the warrant agreement governing the terms of our warrants, we will use our commercially reasonable efforts to maintain the effectiveness of a registration statement registering the Class A ordinary shares issuable upon exercise of the warrants, and a current prospectus relating thereto, until the expiration or redemption of the warrants in accordance with the provisions of the warrant agreement. We cannot assure you that we will be able to do so if, for example, any facts or events arise which represent a fundamental change in the information set forth in the registration statement or prospectus, the financial statements contained or incorporated by reference therein are not current or correct or the SEC issues a stop order. If our Class A ordinary shares are at the time of any exercise of a warrant not listed on a national securities exchange such that it satisfies the definition of a " covered security " under Section 18 (b) (1) of the Securities Act, we may, at our option, require holders of public warrants who exercise their warrants to do so on a " cashless basis " in accordance with Section 3 (a) (9) of the Securities Act and, in the event we so elect, we will not be required to file or maintain in effect a registration statement, but we will be required to use our commercially reasonable efforts to register or qualify the shares under applicable blue sky laws to the extent an exemption is not available. In no event will we be required to net cash settle any warrant, or issue securities or other compensation in exchange for the warrants in the event that we are unable to register or qualify the shares underlying the warrants under the Securities Act or applicable state securities laws, and there is no exemption available. If the issuance of the shares upon exercise of the warrants is not so registered or qualified or exempt from registration or qualification, the holder of such warrant shall not be entitled to exercise such warrant and such warrant may have no value and expire worthless. In such event, holders who acquired their warrants as part of a purchase of Units will have paid the full unit purchase price solely for the Class A ordinary shares included in the Units. If and when the warrants become redeemable by us, we may exercise our redemption right even if we are unable to register or qualify the underlying Class A ordinary shares for sale under all applicable state securities laws. The grant of registration rights to our initial shareholders and the Anchor Investors may make it more difficult to complete our initial business combination, and the future exercise of such rights may adversely affect the market price of our Class A ordinary shares. Pursuant to an agreement entered into in connection with our Initial Public Offering, we have agreed with our initial shareholders, Tortoise and the Anchor Investors to register the Class A ordinary shares into which Founder Shares are convertible, the Private Placement Warrants and the Class A ordinary shares issuable upon the exercise of the Private Placement Warrants, any Class A ordinary shares held upon the completion of our Initial Public Offering or acquired prior to or in connection with our initial business combination and warrants that may be issued upon conversion of working capital loans or the Class A ordinary shares issuable upon the exercise of such warrants. We~~

~~will bear the cost of registering these securities. The registration and availability of such a significant number of securities for trading in the public market may have an adverse effect on the market price of our Class A ordinary shares. In addition, the existence of the registration rights may make our initial business combination more costly or difficult to conclude. This is because the shareholders of the target business may increase the equity stake they seek in the combined entity or ask for more cash consideration to offset the negative impact on the market price of our Class A ordinary shares that is expected when the securities owned by our initial shareholders, Tortoise or their respective permitted transferees are registered. We may be treated as a passive foreign investment company (" PFIC "), which could result in adverse U. S. federal income tax consequences to U. S. investors. If we are treated as a PFIC for any taxable year (or portion thereof) in which a U. S. Holder holds our Class A ordinary shares or warrants (regardless of whether we remain a PFIC for subsequent taxable years), such U. S. Holder may be subject to certain adverse U. S. federal income tax consequences and may be subject to additional reporting requirements. Our PFIC status for our current and subsequent taxable years may depend on, among other things, whether we qualify for the PFIC start- up exception, the timing of our business combination, the amount of our passive income and assets in the year of the business combination, whether we combine with a U. S. or non- U. S. target company, and the amount of passive income and assets of the acquired business. Our actual PFIC status for our current taxable year or any subsequent taxable year will not be determinable until after the end of such taxable year (and, in the case of our start- up year, possibly not until after the close of the second taxable year following our start- up year). We cannot assure you that we will not be a PFIC in our current taxable year or in any future taxable year. If we determine we are a PFIC for any taxable year, upon written request by a U. S. Holder, we will endeavor to provide to such U. S. Holder such information as the Internal Revenue Service (the " IRS ") may require, including a PFIC annual information statement, in order to enable such U. S. Holder to make and maintain a " qualified electing fund " (" QEF ") election with respect to its Class A ordinary shares, but there is no assurance that we will timely provide such required information. Furthermore, a U. S. Holder may not make a QEF election with respect to its warrants to acquire our Class A ordinary shares. The rules dealing with PFICs and with the QEF election are very complex and are affected by various factors in addition to those described in this prospectus. Accordingly, U. S. investors are strongly urged to consult with and rely solely upon their own tax advisors regarding the application of the PFIC rules to them in their particular circumstances. An investment in our Class A ordinary shares, and certain subsequent transactions with respect to our Class A ordinary shares, may result in uncertain or adverse U. S. federal income tax consequences. An investment in our Class A ordinary shares, and certain subsequent transactions with respect to our Class A ordinary shares, may result in uncertain or adverse U. S. federal income tax consequences. For instance, it is unclear whether the redemption rights with respect to our Class A ordinary shares suspend the running of a U. S. Holder' s holding period for purposes of determining whether any gain or loss realized by such holder on the sale or exchange of Class A ordinary shares is long- term capital gain or loss and for determining whether any dividend we pay would be eligible for favorable U. S. federal income tax treatment. Each prospective investor is urged to consult with and rely solely upon its own tax advisors with respect to these and other tax consequences when purchasing, holding or disposing of our Class A ordinary shares. The U. S. federal income tax treatment of the redemption of Class A ordinary shares as a sale of such Class A ordinary shares depends on a shareholder' s specific facts. The U. S. federal income tax treatment of a redemption of Class A ordinary shares will depend on whether the redemption qualifies as a sale of such Class A ordinary shares under Section 302 (a) of the Code, which will depend largely on the total number of ordinary shares treated as held by the shareholder electing to redeem Class A ordinary shares relative to all of the ordinary shares outstanding before and after the redemption. If such redemption is not treated as a sale of Class A ordinary shares for U. S. federal income tax purposes, the redemption will instead be treated as a corporate distribution. We do not have a specified maximum redemption threshold. The absence of such a redemption threshold may make it possible for us to complete a business combination with which a substantial majority of our shareholders do not agree. Our amended and restated memorandum and articles of association does not provide a specified maximum redemption threshold, except that in no event will we redeem our public shares in an amount that would cause our net tangible assets to be less than $ 5, 000, 001 upon consummation of our initial business combination and after payment of underwriters' fees and commission (such that we are not subject to the SEC' s " penny stock " rules). As a result, we may be able to complete our business combination even though a substantial majority of our public shareholders do not agree with the transaction and have redeemed their shares or, if we seek shareholder approval of our initial business combination and do not conduct redemptions in connection with our business combination pursuant to the tender offer rules, have entered into privately negotiated agreements to sell their shares to our Sponsor, officers, directors, advisors or any of their affiliates. In the event the aggregate cash consideration we would be required to pay for all Class A ordinary shares that are validly submitted for redemption plus any amount required to satisfy cash conditions pursuant to the terms of the proposed business combination exceed the aggregate amount of cash available to us, we will not complete the business combination or redeem any shares, all Class A ordinary shares submitted for redemption will be returned to the holders thereof, and we instead may search for an alternate business combination. We may amend the terms of the warrants in a manner that may be adverse to holders of public warrants with the approval by the holders of at least 50 % of the then outstanding public warrants. As a result, the exercise price of your warrants could be increased, the warrant could be converted into cash or shares (at a ratio different than~~ initially ~~provided), the exercise period could be shortened and the number of our Class A ordinary shares purchasable upon exercise of a warrant could be decreased, all without your approval. Our warrants are issued in registered form under a warrant agreement between Continental Stock Transfer & Trust Company, as warrant agent, and us. The warrant agreement provides that the terms of the warrants may be amended without the consent of any holder to cure any ambiguity or correct any defective provision, but requires the approval by the holders of at least 50 % of the then outstanding public warrants to make any change that adversely affects the interests of the registered holders of public warrants. Accordingly, we may amend the terms of the public warrants in a manner adverse to a holder if holders of at least 50 % of the then outstanding public warrants approve of such amendment. Although our ability to amend the terms of the public warrants with the consent of at least 50 % of the then outstanding public~~

~~warrants is unlimited, examples of such amendments could be amendments to, among other things, increase the exercise price of the warrants, convert the warrants into cash or shares (at a ratio different than initially provided), shorten the exercise period or decrease the number of our Class A ordinary shares purchasable upon exercise of a warrant. We may redeem your unexpired warrants prior to their exercise at a time that is disadvantageous to you, thereby making your warrants worthless. We have the ability to redeem outstanding warrants at any time after they become exercisable and prior to their expiration, at a price of $ 0. 01 per warrant, provided that the last reported sales price of our Class A ordinary shares equals or exceeds $ 18. 00 per share (as adjusted for share sub- divisions, share dividends, reorganizations, recapitalizations and the like) for any 20 trading days within a 30 trading- day period ending on the third trading day prior to the date on which we give proper notice of such redemption and provided certain other conditions are met. If and when the warrants become redeemable by us, we may exercise our redemption right even if we are unable to register or qualify the underlying securities for sale under all applicable state securities laws. Redemption of the outstanding warrants could force you (i) to exercise your warrants and pay the exercise price therefor at a time when it may be disadvantageous for you to do so, (ii) to sell your warrants at the then- current market price when you might otherwise wish to hold your warrants or (iii) to accept the nominal redemption price which, at the time the outstanding warrants are called for redemption, is likely to be substantially less than the market value of your warrants. None of the Private Placement Warrants will be redeemable by us for cash so long as they are held by Tortoise or its permitted transferees. In addition, we may redeem your warrants after they become exercisable for a number of Class A ordinary shares determined based on the redemption date and the fair market value of our Class A ordinary shares. Any such redemption may have similar consequences to a cash redemption described above. In addition, such redemption may occur at a time when the warrants are " out- of- the- money, " in which case, you would lose any potential embedded value from a subsequent increase in the value of the Class A ordinary shares had your warrants remained outstanding. Our ability to require holders of our warrants to exercise such warrants on a cashless basis after we call the warrants for redemption or if there is no effective registration statement covering the Class A ordinary shares issuable upon exercise of these warrants will cause holders to receive fewer Class A ordinary shares upon their exercise of the warrants than they would have received had they been able to pay the exercise price of their warrants in cash. If our Class A ordinary shares are at the time of any exercise of a warrant not listed on a national securities exchange such that our Class A ordinary shares satisfy the definition of a " covered security " under Section 18 (b) (1) of the Securities Act, we may, at our option, require holders of public warrants who exercise their warrants to do so on a cashless basis in accordance with Section 3 (a) (9) of the Securities Act and, in the event we so elect, we will not be required to file or maintain in effect a registration statement, but we will be required to use our commercially reasonable efforts to register or qualify the shares under applicable blue sky laws to the extent an exemption is not available. " Cashless exercise " means the warrant holder pays the exercise price by giving up some of the shares for which the warrant is being exercised, with those shares valued at the then current market price. To exercise warrants on a cashless basis, each holder would pay the exercise price by surrendering the warrants in exchange for a number of Class A ordinary shares equal to the quotient obtained by dividing (x) the product of (A) the number of Class A ordinary shares underlying the warrants and (B) the difference between the exercise price of the warrants and the " fair market value " by (y) such fair market value. The " fair market value " shall mean the average reported last sale price of the Class A ordinary shares for the 10 trading days ending on the third trading day prior to the date on which the notice of redemption is sent to the holders of warrants. In addition, if a registration statement covering the Class A ordinary shares issuable upon exercise of the warrants is not effective within a specified period following the consummation of our initial business transaction, warrant holders may, until such time as there is an effective registration statement and during any period when we shall have failed to maintain an effective registration statement, exercise warrants on a cashless basis. For purposes of calculating the number of shares issuable upon such cashless exercise, the " fair market value " of warrants shall be calculated using the volume weighted average sale price of the Class A ordinary shares for the 10 trading days ending on the trading day prior to the date on which notice of exercise is received by the warrant agent. If we choose to require holders to exercise their warrants on a cashless basis, which we may do at our sole discretion, or if holders elect to do so when there is no effective registration statement, the number of Class A ordinary shares received by a holder upon exercise will be fewer than it would have been had such holder exercised his or her warrant for cash. For example, if the holder is exercising 875 public warrants at $ 11. 50 per share through a cashless exercise when the Class A ordinary shares have a fair market value per share of $ 17. 50 per share, then upon the cashless exercise, the holder will receive 300 Class A ordinary shares. The holder would have received 875 Class A ordinary shares if the exercise price was paid in cash. This will have the effect of reducing the potential " upside " of the holder' s investment in our company because the warrant holder will hold a smaller number of Class A ordinary shares upon a cashless exercise of the warrants they hold. Our warrants and Founder Shares may have an adverse effect on the market price of our Class A ordinary shares and make it more difficult to effectuate our business combination. We issued warrants to purchase 8, 625, 000 Class A ordinary shares as part of the Units. We also issued 6, 933, 333 Private Placement Warrants, each exercisable to purchase one Class A ordinary share at $ 11. 50 per share. Our initial shareholders currently own an aggregate of 6, 975, 000 Founder Shares. The Founder Shares are convertible into Class A ordinary shares on a one- for- one basis, subject to adjustment for share sub- divisions, share dividends, reorganizations, recapitalizations and the like and subject to further adjustment as set forth herein. In addition, if our Sponsor makes any working capital loans, it may convert those loans into up to an additional 1, 000, 000 Private Placement Warrants, at the price of $ 1. 50 per warrant. To the extent we issue Class A ordinary shares to effectuate a business combination, the potential for the issuance of a substantial number of additional Class A ordinary shares upon exercise of these warrants and conversion rights could make us a less attractive acquisition vehicle to a target business. Any such issuance will increase the number of issued and outstanding our Class A ordinary shares and reduce the value of the Class A ordinary shares issued to complete the business combination. Therefore, our warrants and Founder Shares may make it more difficult to effectuate a business combination or increase the cost of acquiring the target business. Because each Unit contains one- fourth of one redeemable Warrant and only a whole Warrant~~

~~may be exercised, the Units may be worth less than units of other blank check companies. Each Unit contains one- fourth of one redeemable warrant. Pursuant to the warrant agreement, no fractional warrants will be issued upon separation of the Units, and only whole warrants will trade. This is different from other blank check companies similar to ours whose units include one Class A ordinary share and one warrant to purchase one whole share. We have established the components of the Units in this way in order to reduce the dilutive effect of the warrants upon completion of a business combination since the warrants will be exercisable in the aggregate for one- fourth of the number of shares compared to units that each contain a whole warrant to purchase one share, thus making us, we believe, a more attractive merger partner for target businesses. Nevertheless, this unit structure may cause our Units to be worth less than if they included a warrant to purchase one whole share. The securities in which we invest the funds held in the Trust Account could bear a negative rate of interest, which could reduce the value of the assets held in trust such that the per- share redemption amount received by public shareholders may be less than $ 10. 00 per share. The proceeds held in the Trust Account may be~~ invested only in U. S. government treasury obligations with a maturity of 185 days or less or in money market funds meeting certain conditions under Rule 2a- 7 under the Investment Company Act, which invest only in direct U. S. government treasury obligations **; the holding of these assets in this form is intended to be temporary and for the sole purpose of facilitating the intended business combination** . ~~While short~~ **To mitigate the risk that we might be deemed to be an investment company for purposes of the Investment Company Act, which risk increases the longer that we hold investments in the Trust Account, on June 13, 2023, we instructed Continental, as trustee of the Trust Account, to liquidate the investments held in the Trust Account and instead to hold the funds in the Trust Account in cash or in an interest** - **bearing demand deposit account at a bank. Pursuant to the Trust Agreement, Continental is not permitted to invest in securities or assets other than as described above. By restricting the investment of the proceeds to these instruments, and by having a business plan targeted at acquiring and growing businesses for the long** term ~~U~~ **(rather than on buying and selling businesses in the manner of a merchant bank or private equity fund), we intended to avoid being deemed an " investment company " within the meaning of the Investment Company Act** . ~~S.~~ **Our Initial Public Offering was not intended for persons who were seeking a return on investments in** government ~~treasury~~ **securities or investment securities. The Trust Account is intended solely as a temporary depository for funds pending the earliest to occur of: (a) the completion of our initial business combination; (b) the redemption of any public shares properly submitted in connection with a shareholder vote to amend our Amended and Restated Memorandum to affect the substance or timing of our** ~~obligations~~ - **obligation to redeem 100 %** ~~currently yield a positive rate~~ of ~~interest, they~~ **our public shares if we** have ~~briefly yielded negative interest rates in recent years. Central banks in Europe and Japan pursued interest rates below zero in recent years, and the Open Market Committee of the Federal Reserve has~~ not ~~ruled out~~ **consummated an initial business combination within** the ~~possibility that it may in~~ **Combination Period; or (c)** the **redemption of our public shares if** ~~future adopt similar policies in the United States. In the event that~~ we are unable to complete our initial business combination ~~or make~~ **within the Combination Period. We are aware of litigation claiming that** certain ~~amendments~~ **SPACs should be considered investment companies. Although we believe that these claims are without merit, we cannot guarantee that we will not be deemed** to **be** ~~our amended and~~ - **an** ~~restated memorandum~~ **investment company and thus subject to the Investment Company Act. If we were deemed to be subject to the Investment Company Act, compliance with these additional regulatory burdens would require additional expenses for which we have not allotted funds and may hinder our ability to complete** ~~and~~ - **an initial business combination** ~~articles of association, our~~ - **or may result in our liquidation. If we are unable to complete our initial business combination, our Public Stockholders may receive only approximately $ 10. 61 (as of December 31, 2023) per** public ~~shareholders are entitled to receive their pro- rata~~ share ~~of~~ **upon** the **liquidation of our** ~~proceeds held in the~~ Trust Account **and our Warrants will expire worthless. For** ~~, plus any interest income not released to us, net of taxes payable (less, in~~ the ~~event we are unable to~~ complete **list of risks relating to** our **operations and the** initial business combination, ~~up to $ 100, 000 of interest to pay dissolution expenses). Negative interest rates could reduce the~~ **other** ~~value of the assets held in trust such that the per- share redemption amount received by public shareholders may be less~~ than ~~$ 10. 00 per share. Risks Relating to our Sponsor and Management Team Past performance by our management team, Tortoise Acquisition II, Tortoise Acquisition I, Tortoise, the Tortoise Funds, Lightfoot Capital, and by companies affiliated with celebrities or public figures, and any related investment may not be indicative of future performance of an investment in us. Information regarding performance by, or businesses associated with, our management team, Tortoise Acquisition II, Tortoise Acquisition I, Tortoise, the Tortoise Funds, Lightfoot Capital and any related investment is presented for informational purposes only. Past performance by our management team, Tortoise Acquisition II, Tortoise Acquisition I, Tortoise, the Tortoise Funds, Lightfoot Capital and any related investment is not a guarantee either (i) of success with respect to any business combination we may consummate or (ii) that we will be able to locate a suitable candidate for our initial business combination. Additionally, the involvement of a celebrity or public figure in any business venture does not guarantee success with respect to any business combination we may consummate or that we will be able to locate a suitable candidate for our initial business combination. You should not rely on the historical record of our management team, Tortoise Acquisition II, Tortoise Acquisition I, Tortoise, the Tortoise Funds, Lightfoot Capital and any related investment' s performance~~ as **set forth above** ~~indicative of our future performance or of an investment in us or the returns we will~~ , ~~or are likely to, generate going forward. We may seek~~ - **see** ~~acquisition opportunities outside of our target industries or sectors (which industries or sectors may or may not be outside of our management' s areas of expertise). Although we intend to focus on identifying business combination candidates in~~ the ~~broad energy transition or sustainability arena targeting industries that require innovative solutions to decarbonize in order to meet critical emission reduction~~ -- **section titled "** ~~objectives, we will consider a business combination outside of our target industries or sectors if a business combination candidate is presented to us and we determine that such candidate offers an attractive acquisition opportunity for our company or we are unable to identify a suitable candidate in our target industries or sectors after having expended a reasonable amount of~~

~~time and effort in an attempt to do so. Although our management will endeavor to evaluate the risks inherent in any particular business combination candidate, we cannot assure you that we will adequately ascertain or assess all of the significant risk~~ **Risk** ~~factors~~ **Factors ”** ~~. We also cannot assure you that an investment in our securities will not ultimately prove to be less favorable than a direct investment, if an opportunity were available, in a business combination candidate. In the event we elect to pursue an acquisition outside of our target industries or sectors, our management' s expertise may not be directly applicable to its evaluation or operation, and the information~~ contained in ~~this~~ **our** Annual ~~Report~~ **Reports** on Form 10- K **filed with** ~~regarding our target industries or sectors would not be relevant to an understanding of the business that we elect to acquire. As a result, our management may not be able to adequately ascertain or assess all of the significant risk factors. Accordingly, any shareholders who choose to remain shareholders following our business combination could suffer a reduction in the value of their~~ -- **the SEC** ~~shares. Such shareholders are unlikely to have a remedy for such reduction in value. After our initial business combination, it is possible that a majority of our directors and officers will live outside the United States and all of our assets will be located outside the United States; therefore investors may not be able to enforce federal securities laws or their other legal rights. It is possible that after our initial business combination, a majority of our directors and officers will reside outside of the United States and all of our assets will be located outside of the United States. As a result, it may be difficult, or in some cases not possible, for investors in the United States to enforce their legal rights, to effect service of process upon all of our directors or officers or to enforce judgments of United States courts predicated upon civil liabilities and criminal penalties~~ on **March 24** ~~our directors and officers under United States laws. We are dependent upon our officers and directors~~ , ~~and their loss could adversely affect our ability to operate. Our operations are dependent upon a relatively small group of individuals and, in particular, our officers and directors. We believe that our success depends on the continued service of our officers and directors, at least until we have completed our initial business combination. In addition, our officers and directors are not required to commit any specified amount of time to our affairs and, accordingly, will have conflicts of interest in allocating their time among various business activities, including identifying potential business combinations and monitoring the related due diligence. We do not have an employment agreement with, or key- man insurance on the life of, any of our directors or officers. The unexpected loss of the services of one or more of our directors or officers could have a detrimental effect on us. Our ability to successfully effect our initial business combination and to be successful thereafter will be totally dependent upon the efforts of our key personnel, some of whom may join us following our initial business combination. The loss of key personnel could negatively impact the operations and profitability of our post- combination business. Our ability to successfully effect our business combination is dependent upon the efforts of our key personnel. The role of our key personnel in the target business, however, cannot presently be ascertained. Although some of our key personnel may remain with the target business in senior management or advisory positions following our business combination, it is likely that some or all of the management of the target business will remain in place. While we intend to closely scrutinize any individuals we engage after our initial business combination, we cannot assure you that our assessment of these individuals will prove to be correct. These individuals may be unfamiliar with the requirements of operating a company regulated by the SEC, which could cause us to have to expend time and resources helping them become familiar with such requirements. In addition, the officers and directors of an acquisition candidate may resign upon completion of our initial business combination. The departure of a business combination target' s key personnel could negatively impact the operations and profitability of our post- combination business. The role of an acquisition candidate' s key personnel upon the completion of our initial business combination cannot be ascertained at this time. Although we contemplate that certain members of an acquisition candidate' s management team will remain associated with the acquisition candidate following our initial business combination, it is possible that members of the management of an acquisition candidate will not wish to remain in place. The loss of key personnel could negatively impact the operations and profitability of our post- combination business. Our key personnel may negotiate employment or consulting agreements with a target business in connection with a particular business combination, and a particular business combination may be conditioned on the retention or resignation of such key personnel. These agreements may provide for them to receive compensation following our business combination and as a result, may cause them to have conflicts of interest in determining whether a particular business combination is the most advantageous. Our key personnel may be able to remain with our company after the completion of our business combination only if they are able to negotiate employment or consulting agreements in connection with the business combination. Such negotiations would take place simultaneously with the negotiation of the business combination and could provide for such individuals to receive compensation in the form of cash payments and / or our securities for services they would render to us after the completion of the business combination. Such negotiations also could make such key personnel' s retention or resignation a condition to any such agreement. The personal and financial interests of such individuals may influence their motivation in identifying and selecting a target business. Our current officers may not remain in their positions following our business combination. We may have a limited ability to assess the management of a prospective target business and, as a result, may effect our initial business combination with a target business whose management may not have the skills, qualifications or abilities to manage a public company, which could, in turn, negatively impact the value of our shareholders' investment in us. When evaluating the desirability of effecting our initial business combination with a prospective target business, our ability to assess the target business' s management may be limited due to a lack of time, resources or information. Our assessment of the capabilities of the target business' s management, therefore, may prove to be incorrect and such management may lack the skills, qualifications or abilities we suspected. Should the target business' s management not possess the skills, qualifications or abilities necessary to manage a public company, the operations and profitability of the post- combination business may be negatively impacted. Accordingly, any shareholders who choose to remain shareholders following the business combination could suffer a reduction in the value of their securities. Such shareholders are unlikely to have a remedy for such reduction in value unless they are able to successfully claim that the reduction was due to the breach by our officers or directors of a duty of care or other fiduciary duty owed to them, or if they are able to successfully bring a private~~

~~claim under securities laws that the proxy solicitation or tender offer materials (as applicable) relating to the business combination contained an actionable material misstatement or material omission. The officers and directors of an acquisition candidate may resign upon completion of our initial business combination. The loss of a business combination target’ s key personnel could negatively impact the operations and profitability of our post- combination business. The role of an acquisition candidate’ s key personnel upon the completion of our initial business combination cannot be ascertained at this time. Although we contemplate that certain members of an acquisition candidate’ s management team will remain associated with the acquisition candidate following our initial business combination, it is possible that members of the management of an acquisition candidate will not wish to remain in place. Changes in the market for directors’ and officers’ liability insurance could make it more difficult and more expensive for us to negotiate and complete an initial business combination. In recent months, the market for directors’ and officers’ liability insurance for special purpose acquisition companies has changed in ways adverse to us and our management team. Fewer insurance companies are offering quotes for directors’ and officers’ liability coverage, the premiums charged for such policies have generally increased and the terms of such policies have generally become less favorable. These trends may continue into the future. The increased cost and decreased availability of directors’ and officers’ liability insurance could make it more difficult and more expensive for us to negotiate an initial business combination. In order to obtain directors’ and officers’ liability insurance or modify its coverage as a result of becoming a public company, the post- business combination entity might need to incur greater expense, accept less favorable terms or both. However, any failure to obtain adequate directors’ and officers’ liability insurance could have an adverse impact on the post- business combination’ s ability to attract and retain qualified officers and directors. In addition, even after we were to complete an initial business combination, our directors and officers could still be subject to potential liability from claims arising from conduct alleged to have occurred prior to the initial business combination. As a result, in order to protect our directors and officers, the post- business combination entity may need to purchase additional insurance with respect to any such claims (“ run- off insurance ”). The need for run- off insurance would be an added expense for the post- business combination entity, and could interfere with or frustrate our ability to consummate an initial business combination on terms favorable to our investors. Our officers and directors will allocate their time to other businesses thereby causing conflicts of interest in their determination as to how much time to devote to our affairs. This conflict of interest could have a negative impact on our ability to complete our initial business combination. Our officers and directors are not required to, and will not, commit their full time to our affairs, which may result in a conflict of interest in allocating their time between our operations and our search for a business combination and their other businesses. We do not intend to have any full- time employees prior to the completion of our initial business combination. Each of our officers is engaged in several other business endeavors for which he may be entitled to substantial compensation, and our officers are not obligated to contribute any specific number of hours per week to our affairs. In particular, all of the members of our management team and certain of our directors are employed by Tortoise or affiliates of Tortoise, which is an investment manager to various private investment funds which may make investments in companies that we may target for our initial business combination. Our independent directors may also serve as officers or board members for other entities, and our Chief Executive Officer, Vince Cubbage, has served as the interim Chief Executive Officer of Volta Inc. since June~~ 2022 ~~. If our officers’ and directors’ other business affairs require them to devote substantial amounts of time to such affairs in excess of their current commitment levels, it could limit their ability to devote time to our affairs which may have a negative impact on our ability to complete our initial business combination. Since our Sponsor paid only approximately $ 0. 003 per share for the Founder Shares, our officers and directors could potentially make a substantial profit even if we acquire a target business that subsequently declines in value. In February 2021, our Sponsor purchased an~~ **and** aggregate of 7, 187, 500...... “ TRTL. U. ” At March 22, 2023, ~~there was one holder of record of our Units, one holder of record of our Class A ordinary shares, 32 holders of record of our Class B ordinary shares, one holder of record of our public warrants and one holder of record of our Private Placement Warrants. Dividends We have not paid any cash dividends on our ordinary shares to date and do not intend to pay cash dividends prior to the completion of our initial business combination. The payment of cash dividends in the future will be dependent upon our revenues and earnings, if any, capital requirements and general financial condition subsequent to completion of our initial business combination. The payment of any cash dividends subsequent to our initial business combination will be within the discretion of our board of directors at such time. In February 2021, we effected a share capitalization with respect to our Class B ordinary shares of 1, 437, 500 shares thereof, resulting in our Sponsor holding an aggregate of 8, 625, 000 Founder Shares. Our board of directors is not currently contemplating and does not anticipate declaring any other share dividends in the foreseeable future. Further, if we incur any indebtedness in connection with our initial business combination, our ability to declare dividends may be limited by restrictive covenants we may agree to in connection therewith. Securities Authorized for Issuance Under Equity Compensation Plans None. Recent Sales of Unregistered Securities; Use of Proceeds from Registered Offerings Unregistered Sales In February 2021, our Sponsor purchased 7, 187, 500 Founder Shares for $ 25, 000, or approximately $ 0. 003 per share. The Founder Shares will automatically convert into Class A ordinary shares at the time of the initial business combination. In February 2021, we effected a share capitalization of 1, 437, 500 of our Class B ordinary shares, resulting in our Sponsor holding an aggregate of 8, 625, 000 Founder Shares (up to 1, 125, 000 shares of which were subject to forfeiture to the extent the underwriters of our Initial Public Offering did not exercise their over- allotment option). On July 19, 2021, our Sponsor forfeited a total of 120, 000 Founder Shares and we issued 40, 000 Founder Shares to each of our independent directors. In connection with the Anchor Investors purchasing 32, 400, 000 Units in our Initial Public Offering and the Over- Allotment, our Sponsor sold an aggregate of 1, 650, 000 Founder Shares to the Anchor Investors. On October 28, 2022, one of our independent directors resigned and forfeited their 40, 000 Founder Shares. On October 31, 2022, we issued 40, 000 Founder Shares to a newly appointed independent director. The Founder Shares were issued in connection with our organization pursuant to an exemption from registration contained in Section 4 (a) (2) of the Securities Act. The underwriters exercised their over- allotment option in full and on July 27, 2021, we consummated the Over- Allotment, and as a~~

~~result, 1, 125, 000 Founder Shares were no longer subject to forfeiture. Simultaneously with the consummation of our Initial Public Offering, TortoiseEcofin Borrower purchased from us an aggregate of 6, 333, 333 Private Placement Warrants (for a purchase price of approximately $ 9. 5 million). Concurrently with the consummation of the Over- Allotment, TortoiseEcofin Borrower purchased from us 600, 000 additional Private Placement Warrants (for a purchase price of $ 900, 000). Each Private Placement Warrant entitles the holder thereof to purchase one Class A ordinary share at an exercise price of $ 11. 50 per share. The sale of the Private Placement Warrants was made pursuant to an exemption from registration contained in Section 4 (a) (2) of the Securities Act. Use of Proceeds On the IPO Closing Date, we consummated our Initial Public Offering of 30, 000, 000 Units, and on July 27, 2021, we consummated the Over- Allotment of 4, 500, 000 Units that were issued pursuant to the underwriters' exercise of their over- allotment option in full. The Units were sold at a price of $ 10. 00 per Unit, generating gross proceeds to us of approximately $ 345. 0 million. On the IPO Closing Date, simultaneously with the consummation of our Initial Public Offering, we completed the private sale of 6, 333, 333 Private Placement Warrants at a purchase price of $ 1. 50 per warrant to TortoiseEcofin Borrower, generating gross proceeds to us of approximately $ 9. 5 million. Concurrently with the consummation of the Over- Allotment, TortoiseEcofin Borrower purchased 600, 000 additional Private Placement Warrants, generating gross proceeds of $ 900, 000. Barclays Capital Inc., Goldman Sachs & Co. LLC, Cantor Fitzgerald & Co. and Academy Securities, Inc. served as underwriters for our Initial Public Offering. The securities sold in our Initial Public Offering were registered under the Securities Act pursuant to a registration statement on Form S- 1 (File No. 333- 253586) (the " Registration Statement "). The SEC declared the Registration Statement effective on July 19, 2021. From February 3, 2021 (inception) through the IPO Closing Date, we incurred approximately $ 28. 3 million for costs and expenses related to our Initial Public Offering. In connection with the closing of our Initial Public Offering, we paid a total of approximately $ 6. 9 million in underwriting discounts and commissions. In addition, the underwriters agreed to defer approximately $ 12. 1 million in underwriting discounts and commissions, which amount will be payable upon consummation of the initial business combination. Prior to the closing of our Initial Public Offering, our Sponsor advanced us $ 195, 000 to be used for a portion of the expenses of our Initial Public Offering. On July 22, 2021, a total of $ 195, 000 was repaid to our Sponsor out of the $ 1, 000, 000 of proceeds from our Initial Public Offering that were allocated for the payment of offering expenses other than underwriting discounts and commissions. There has been no material change in the planned use of proceeds from our Initial Public Offering as described in our final prospectus filed with the SEC on July 21, 2021. After deducting the underwriting discounts and commissions (excluding the deferred portion of approximately $ 12. 1 million, which amount will be payable upon consummation of the initial business combination) and offering expenses, the total net proceeds from our Initial Public Offering and the sale of the Private Placement Warrants were approximately $ 346. 0 million, of which approximately $ 345. 0 million (or $ 10. 00 per Unit sold in our Initial Public Offering) was placed in the Trust Account. Item 6. [ Reserved ] Item 7. Management' s Discussion and Analysis of Financial Condition and Results of Operations. Overview We are a blank check company incorporated as a Cayman Islands exempted company on February 3, 2021. We were incorporated for the purpose of effecting a merger, amalgamation, share exchange, asset acquisition, share purchase, reorganization or similar business combination with one or more businesses or entities that we have not yet identified. Our sponsor is TortoiseEcofin Sponsor III LLC, a Cayman Islands limited liability company, which is owned by Tortoise and our management (directly or indirectly, including through family trusts). The registration statement for our Initial Public Offering was declared effective by the SEC on July 19, 2021. On July 22, 2021, we consummated our Initial Public Offering of 30, 000, 000 Units, at $ 10. 00 per Unit, generating gross proceeds of $ 300. 0 million, and incurring offering costs of approximately $ 28. 3 million, of which $ 10. 5 million was for deferred underwriting commissions and $ 11. 1 million was the excess of the fair value of the Founder Shares sold by the Sponsor to the Anchor Investors over the price paid by such Anchor Investors for such Founder Shares. On July 23, 2021, the underwriters exercised their over- allotment option in full and on July 27, 2021, they purchased 4, 500, 000 additional Units, generating gross proceeds of $ 45. 0 million, and incurring offering costs of approximately $ 2. 5 million, of which approximately $ 1. 6 million was for deferred underwriting commissions. Approximately $ 1, 329, 000 of the offering costs were allocated to derivative warrant liabilities. Simultaneously with the closing of our Initial Public Offering, we completed the sale of 6, 333, 333 Private Placement Warrants in a private placement (the " Private Placement "), at a price of $ 1. 50 per Private Placement Warrant, to TortoiseEcofin Borrower, generating proceeds of $ 9. 5 million. Concurrently with the consummation of the Over- Allotment on July 27, 2021, TortoiseEcofin Borrower purchased 600, 000 additional Private Placement Warrants, generating proceeds of $ 900, 000 (the " Second Private Placement "). Upon the closing of the Initial Public Offering and the Private Placement on July 22, 2021, and the closing of the Over- Allotment and the Second Private Placement on July 27, 2021, the net proceeds thereof consisting of $ 345. 0 million ($ 10. 00 per Unit) were placed in the Trust Account, located in the United States with Continental Stock Transfer & Trust Company acting as trustee, and may be invested only in U. S. government securities, within the meaning set forth in Section 2 (a) (16) of the Investment Company Act, with a maturity of 185 days or less or in money market funds meeting the conditions of paragraphs (d) (1), (d) (2), (d) (3) and (d) (4) of Rule 2a- 7 of the Investment Company Act, as determined by us, until the earlier of: (i) the completion of an initial business combination and (ii) the distribution of the Trust Account as described below. Our management has broad discretion with respect to the specific application of the net proceeds of our Initial Public Offering, the Over- Allotment and the sale of Private Placement Warrants, although substantially all of the net proceeds are intended to be applied generally toward consummating an initial business combination. If we have not completed an initial business combination within 24 months from the closing of the Initial Public Offering, or 27 months from the closing of the Initial Public Offering if we have executed a letter of intent, agreement in principle or definitive agreement for an initial business combination within 24 months from the closing of the Initial Public Offering but have not completed an initial business combination within such 24- month period (the " Combination Period "), the Company will (i) cease all operations except for the purpose of winding up, (ii) as promptly as reasonably possible but not more than ten business days thereafter, redeem the public shares, at a per- share price, payable in cash, equal to~~

~~the aggregate amount then on deposit in the Trust Account, including interest earned on the funds held in the Trust Account and not previously released to the Company to pay its taxes (less up to $ 100, 000 of interest to pay dissolution expenses and net of taxes payable), divided by the number of then outstanding public shares, which redemption will completely extinguish our public shareholders' rights as shareholders (including the right to receive further liquidating distributions, if any), subject to applicable law, and (iii) as promptly as reasonably possible following such redemption, subject to the approval of the remaining shareholders and the board of directors, liquidate and dissolve, subject in the case of clauses (ii) and (iii), to our obligations under Cayman Islands law to provide for claims of creditors and the requirements of other applicable law. Liquidity and Capital Resources As of December 31, 2022, we had approximately $ 79, 000 in operating cash and working capital of approximately $ 350, 000. Our liquidity needs prior to the consummation of our Initial Public Offering were satisfied through the payment of $ 25, 000 from the Sponsor to cover certain expenses on behalf of our Company in exchange for the issuance of 8, 625, 000 Founder Shares, and the loan from our Sponsor of approximately $ 195, 000 under an unsecured promissory note (the " Note "). We repaid the Note in full on July 22, 2021 and borrowings thereunder are no longer available. Subsequent to the consummation of the Initial Public Offering, our liquidity has been satisfied through the net proceeds of $ 3. 5 million from the consummation of the Initial Public Offering, the Over- Allotment and the sale of the Private Placement Warrants held outside of the Trust Account. In addition, in order to finance general working capital needs in connection with an initial business combination, our Sponsor or an affiliate of our Sponsor, or certain of our officers and directors may, but are not obligated to, provide us with funds as may be required (" Working Capital Loans "). As of December 31, 2022 and 2021, there were no amounts outstanding under any Working Capital Loans. On February 1, 2023, we issued the 2023 Note to TortoiseEcofin Borrower in the amount of $ 500, 000 to finance our general working capital needs. See Part III, Item 13. Certain Relationships and Related Transactions, and Director Independence " for a more complete description of the 2023 Note. Based on the foregoing, our management believes that we will have sufficient working capital and borrowing capacity to meet our needs through the earlier of the consummation of an initial business combination and one year from this filing. Over this time period, we will be using the funds held outside of the Trust Account for paying existing accounts payable, identifying and evaluating prospective initial business combination candidates, performing due diligence on prospective target businesses, paying for travel expenditures, selecting the target business to merge with or acquire, and structuring, negotiating and consummating our initial business combination. However, in connection with our assessment of going concern considerations in accordance with FASB ASC Topic 205- 40, " Presentation of Financial Statements- Going Concern, " management has determined that mandatory liquidation and subsequent dissolution raise substantial doubt about its ability to continue as a going concern. We intend to complete an initial business combination before the mandatory liquidation date; however, there can be no assurance that we will be able to consummate an initial business combination by July 22, 2023, or 27 months from the closing of the Initial Public Offering, or October 22, 2023, if we execute a letter of intent agreement in principle or definitive agreement for an initial business combination within 24 months from the closing of the Initial Public Offering but has not completed the initial business combination within such 24- month period. No adjustments have been made to the carrying amounts of assets or liabilities should we be required to liquidate after July 22, 2023. The financial statements do not include any adjustment that might be necessary if we are unable to continue as a going concern. Our entire activity from February 3, 2021 (inception) through July 22, 2021 was in preparation for an Initial Public Offering, and since the completion of our Initial Public Offering through December 31, 2022, our activity has been limited to the search for a prospective initial business combination. We will not generate any operating revenues until the closing and completion of our initial business combination. For the year ended December 31, 2022, we had net income of approximately $ 14. 2 million, which consisted of approximately $ 11. 0 million in change in fair value of derivative warrant liabilities and approximately $ 5. 0 million in interest income from investments held in the Trust Account, partly offset by approximately $ 1. 7 million of general and administrative expenses inclusive of $ 120, 000 of administrative expenses with a related party. For the period from February 3, 2021 (inception) through December 31, 2021, we had a net income of approximately $ 8. 7 million, which consisted of $ 12. 3 million in change in fair value of derivative warrant liabilities, partly offset by approximately $ 851, 000 of general and administrative expenses inclusive of $ 54, 000 of administrative expenses with a related party, approximately $ 1. 4 million of loss on the issuance of Private Placement Warrants, and approximately $ 1. 3 million of offering costs associated with derivative warrant liabilities. Contractual Obligations Registration and Shareholder Rights The holders of the Founder Shares, Private Placement Warrants and warrants that may be issued upon conversion of Working Capital Loans (and any Class A ordinary shares issuable upon the exercise of the Private Placement Warrants and warrants that may be issued upon conversion of Working Capital Loans) are entitled to registration rights pursuant to a registration rights agreement. The holders of these securities are entitled to make up to three demands, excluding short form demands, that we register such securities. In addition, the holders have certain " piggy- back " registration rights with respect to registration statements filed subsequent to the completion of the initial business combination. We will bear the expenses incurred in connection with the filing of any such registration statements. Underwriting Agreement The underwriters were paid an underwriting discount of $ 0. 20 per Unit, or approximately $ 6. 0 million in the aggregate, upon the closing of our Initial Public Offering. In addition, $ 0. 35 per Unit, or approximately $ 10. 5 million in the aggregate, will be payable to the underwriters for deferred underwriting commissions from the amounts held in the Trust Account solely in the event that that we complete an initial business combination, subject to the terms of the underwriting agreement. We granted the underwriters a 45- day option from the date of our Initial Public Offering to purchase up to 4, 500, 000 additional Units at the Initial Public Offering price less the underwriting discounts and commissions. The underwriters exercised their over- allotment option in full on July 23, 2021, and on July 27, 2021, the underwriters purchased 4, 500, 000 additional Units, generating gross proceeds of $ 45. 0 million. Upon the consummation of the Over- Allotment on July 27, 2021, the underwriters were paid an additional underwriting commission of $ 900, 000 and approximately $ 1. 6 million in additional deferred underwriting commissions will become payable to the underwriters from the amounts held in the Trust Account solely in the event that we~~

~~complete an initial business combination, subject to the terms of the underwriting agreement. Deferred Legal Fees Associated with Initial Public Offering We entered into an engagement letter to obtain legal advisory services in connection with our Initial Public Offering, pursuant to which our legal counsel agreed to defer half of their fees until the closing of our initial business combination. As of December 31, 2022 and 2021, we recorded an aggregate of approximately $ 174, 000 and $ 150, 000 in connection with such arrangement as deferred legal fees in the accompanying balance sheets. Administrative Support Agreement On July 19, 2021, we entered into an administrative support agreement pursuant to which, commencing on the date that our Company' s securities were first listed on the NYSE through the earlier of consummation of the initial business combination and the date of our liquidation, we agreed to reimburse an affiliate of the Sponsor $ 10, 000 per month for office space, utilities and secretarial and administrative support made available to us. For the year ended December 31, 2022 and for the period from February 3, 2021 (inception) through December 31, 2021, we incurred $ 120, 000 and $ 54, 000 for such expenses, respectively, included as general and administrative expenses- related party on the financial statements of operations contained herein. As of December 31, 2022 and 2021, we had no amounts payable for such services. In addition, our Sponsor, executive officers and directors, or any of their respective affiliates will be reimbursed for any out- of- pocket expenses incurred in connection with activities on our Company' s behalf such as identifying potential target businesses and performing due diligence on suitable business combination targets. Our audit committee will review on a quarterly basis all payments that were made by our Company to the Sponsor, executive officers or directors, or our Company' s or their affiliates. Any such payments prior to an initial business combination will be made using funds held outside the Trust Account. During the year ended December 31, 2022 and the period from February 3, 2021 (inception) through December 31, 2021, we incurred approximately $ 71, 000 and $ 46, 000 of such expenses, respectively. Approximately $ 1, 000 and $ 7, 000 was payable as of December 31, 2022 and 2021, respectively. Critical Accounting Estimates The preparation of financial statements and related disclosures in conformity with U. S. GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amounts of income and expenses during the period reported. Actual results could materially differ from those estimates. We have not identified any critical accounting estimates. Off- Balance Sheet Arrangements As of December 31, 2022, we did not have any off- balance sheet arrangements as defined in Item 303 (a) (4) (ii) of Regulation S- K and did not have any commitments or contractual obligations. The JOBS Act contains provisions that, among other things, relax certain reporting requirements for qualifying public companies. We qualify as an " emerging growth company " and under the JOBS Act are allowed to comply with new or revised accounting pronouncements based on the effective date for private (not publicly traded) companies. We are electing to delay the adoption of new or revised accounting standards, and as a result, we may not comply with new or revised accounting standards on the relevant dates on which adoption of such standards is required for non- emerging growth companies. As a result, our financial statements may not be comparable to companies that comply with new or revised accounting pronouncements as of public company effective dates. Additionally, we are in the process of evaluating the benefits of relying on the other reduced reporting requirements provided by the JOBS Act. Subject to certain conditions set forth in the JOBS Act, if, as an " emerging growth company, " we choose to rely on such exemptions we may not be required to, among other things, (a) provide an auditor' s attestation report on our system of internal controls over financial reporting pursuant to Section 404 of the JOBS Act, (b) provide all of the compensation disclosure that may be required of non- emerging growth public companies under the Dodd- Frank Wall Street Reform and Consumer Protection Act, (c) comply with any requirement that may be adopted by the Public Company Accounting and Oversight Board regarding mandatory audit firm rotation or a supplement to the auditor' s report providing additional information about the audit and the financial statements (auditor discussion and analysis) and (d) disclose certain executive compensation related items such as the correlation between executive compensation and performance and comparisons of our Chief Executive Officer' s compensation to median employee compensation. These exemptions will apply for a period of five years following the completion of our Initial Public Offering or until we are no longer an " emerging growth company, " whichever is earlier. Item 7A. Quantitative and Qualitative Disclosures About Market Risk We are a smaller reporting company as defined in Item 10 of Regulation S- K and are not required to provide the information otherwise required by this item. Item 8. Financial Statements and Supplementary Data. INDEX TO FINANCIAL STATEMENTS Financial Statements: Report of Independent Registered Public Accounting Firm (WithumSmith Brown, PC, New York, NY, Auditor Firm ID: 100) F- 2 Balance Sheets as of December 31, 2022 and 2021 F- 3 Statements of Operations for the year ended December 31, 2022 and for the period from February 3, 2021 (inception) through December 31, 2021 F- 4 Statements of Changes in Shareholders' Deficit for the year ended December 31, 2022 and for the period from February 3, 2021 (inception) through December 31, 2021 F- 5 Statements of Cash Flows for the year ended December 31, 2022 and for the period from February 3, 2021 (inception) through December 31, 2021 F- 6 Notes to Financial Statements F- 7 F- 1 REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM To the Shareholders and the Board of Directors of TortoiseEcofin Acquisition Corp. III Opinion on the Financial Statements We have audited the accompanying balance sheets of TortoiseEcofin Acquisition Corp. III (the " Company ") as of December 31, 2022 and 2021, the related statements of operations, changes in shareholders' deficit and cash flows for the year ended December 31, 2022 and for the period from February 3, 2021 (inception) through December 31, 2021 and the related notes (collectively referred to as the " financial statements "). In our opinion, the financial statements present fairly, in all material respects, the financial position of the Company as of December 31, 2022 and 2021, and the results of its operations and its cash flows for the year ended December 31, 2022 and the period from February 3, 2021 (inception) through December 31, 2021, in conformity with accounting principles generally accepted in the United States of America. Going Concern The accompanying financial statements have been prepared assuming that the Company will continue as a going concern. As discussed in Note 1 to the financial statements, if the Company is unable to raise additional funds to alleviate liquidity needs and complete a business combination by July 22, 2023 then the Company will cease all operations except for the purpose of liquidating. The liquidity condition and date for mandatory liquidation and subsequent~~

~~dissolution raise substantial doubt about the Company' s ability to continue as a going concern. Management' s plans in regard to these matters are also described in Note 1. The financial statements do not include any adjustments that might result from the outcome of this uncertainty. Basis for Opinion These financial statements are the responsibility of the Company' s management. Our responsibility is to express an opinion on the Company' s financial statements based on our audit. We are a public accounting firm registered with the Public Company Accounting Oversight Board (United States) (" PCAOB ") and are required to be independent with respect to the Company in accordance with the U. S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB. We conducted our audit in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement, whether due to error or fraud. The Company is not required to have, nor were we engaged to perform, an audit of its internal control over financial reporting. As part of our audit, we are required to obtain an understanding of internal control over financial reporting but not for the purpose of expressing an opinion on the effectiveness of the Company' s internal control over financial reporting. Accordingly, we express no such opinion. Our audit included performing procedures to assess the risks of material misstatement of the financial statements, whether due to error or fraud, and performing procedures that respond to those risks. Such procedures included examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements. Our audit also included evaluating the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the financial statements. We believe that our audit provides a reasonable basis for our opinion. / s / WithumSmith Brown, PC We have served as the Company' s auditor since 2021. New York, New York March 22, 2023 PCAOB Number 100 TORTOISEECOFIN ACQUISITION CORP. III BALANCE SHEETS December 31, 2022 2021 Assets Current assets: Cash $ 78, 997 $ 1, 174, 867 Prepaid expenses 421, 809 1, 179, 529 Total current assets 500, 806 2, 354, 396 Investments and Cash held in Trust Account 349, 991, 153 345, 000, 000 Total Assets $ 350, 491, 959 $ 347, 354, 396 Liabilities, Class A Ordinary Shares Subject to Possible Redemption and Shareholders' Deficit Current liabilities: Accounts payable $ 30, 076 $ 93, 739 Accrued expenses 120, 960 116, 707 Total current liabilities 151, 036 210, 446 Deferred legal fees 173, 667 150, 000 Deferred underwriting commissions 12, 075, 000 12, 075, 000 Derivative warrant liabilities 3, 111, 667 14, 158, 083 Total Liabilities 15, 511, 370 26, 593, 529 Commitments and Contingencies Class A ordinary shares subject to possible redemption, $ 0. 0001 par value; 34, 500, 000 shares issued and outstanding at $ 10. 14 and $ 10. 00 at December 31, 2022 and 2021, respectively 349, 891, 153 345, 000, 000 Shareholders' Deficit Preference shares, $ 0. 0001 par value ; 1, 000, 000 shares authorized ; none issued or outstanding at December 31, 2022 and 2021-- Class A ordinary shares, $ 0. 0001 par value; 200, 000, 000 shares authorized; no non-redeemable shares issued or outstanding at December 31, 2022 and 2021-- Class B ordinary shares, $ 0. 0001 par value; 20, 000, 000 shares authorized; 8, 625, 000 shares issued and outstanding at December 31, 2022 and 2021 863 863 Accumulated deficit (14, 911, 427) (24, 239, 996) Total shareholders' deficit (14, 910, 564) (24, 239, 133) Total Liabilities, Class A Ordinary Shares Subject to Possible Redemption and Shareholders' Deficit $ 350, 491, 959 $ 347, 354, 396 The accompanying notes are an integral part of these financial statements. STATEMENTS OF OPERATIONS Year Ended December 31, 2022 For The Period From February 3, 2021 (inception) Through December 31, 2021 General and administrative expenses $ 1, 697, 963 $ 797, 031 Administrative expenses- related party 120, 000 54, 000 Loss from operations (1, 817, 963) (851, 031) Other income (expenses): Change in fair value of derivative warrant liabilities 11, 046, 416 12, 291, 083 Loss upon issuance of private placement warrants- (1, 386, 666) Offering costs associated with derivative warrant liabilities- (1, 328, 733) Interest income from investments held in Trust Account 4, 991, 153- Total other income (expenses) 16, 037, 569 9, 575, 684 Net income $ 14, 219, 606 $ 8, 724, 653 Weighted average number of Class A ordinary shares- basic and diluted 34, 500, 000 17, 180, 982 Basic and diluted net income per share, Class A $ 0. 33 $ 0. 35 Weighted average number of Class B ordinary shares- basic 8, 625, 000 8, 045, 245 Weighted average number of Class B ordinary shares- diluted 8, 625, 000 8, 625, 000 Basic net income per share, Class B $ 0. 33 $ 0. 35 Diluted net income per share, Class B $ 0. 33 $ 0. 34 STATEMENTS OF CHANGES IN SHAREHOLDERS' Deficit For the Year Ended December 31, 2022 Ordinary Shares Additional Total Class A Class B Paid- in Accumulated Shareholders' Shares Amount Shares Amount Capital Deficit Deficit Balance- December 31, 2021- $- 8, 625, 000 $ 863 $- $ (24, 239, 996) $ (24, 239, 133) Forfeiture of Class B ordinary shares-- (40, 000) (4) 4-- Issuance of Class B ordinary shares-- 40, 000 4 112- 116 Increase in redemption value of Class A ordinary shares subject to possible redemption---- (116) (4, 891, 037) (4, 891, 153) Net income----- 14, 219, 606 14, 219, 606 Balance- December 31, 2022- $- 8, 625, 000 $ 863 $- $ (14, 911, 427) $ (14, 910, 564) For the Period from February 3, 2021 (Inception) Through December 31, 2021 Ordinary Shares Additional Total Class A Class B Paid- in Accumulated Shareholders' Shares Amount Shares Amount Capital Deficit Deficit Balance- February 3, 2021 (inception)- $-- $- $- $- $- Issuance of Class B ordinary shares to Sponsor-- 8, 625, 000 863 24, 137- 25, 000 Contribution from Sponsor upon sale of Founder Shares to anchor investors---- 11, 104, 500- 11, 104, 500 Accretion of Class A ordinary shares subject to possible redemption---- (11, 128, 637) (32, 964, 649) (44, 093, 286) Net income----- 8, 724, 653 8, 724, 653 Balance- December 31, 2021- $- 8, 625, 000 $ 863 $- $ (24, 239, 996) $ (24, 239, 133) STATEMENTS OF CASH FLOWS Year Ended December 31, 2022 For The Period From February 3, 2021 (inception) Through December 31, 2021 Cash Flows from Operating Activities: Net income $ 14, 219, 606 $ 8, 724, 653 Adjustments to reconcile net income to net cash used in operating activities: General and administrative expenses paid by Sponsor in exchange for issuance of Class B ordinary shares- 25, 000 General and administrative expenses paid by related party under promissory note- 3, 944 Change in fair value of derivative warrant liabilities (11, 046, 416) (12, 291, 083) Loss upon issuance of private placement warrants- 1, 386, 666 Offering costs associated with derivative warrant liabilities- 1, 328, 733 Interest income from investments held in Trust Account (4, 991, 153)- Changes in operating assets and liabilities: Prepaid expenses 757, 720 (1, 179, 529) Accounts payable (63, 663) 93, 739 Accrued expenses 4, 253 31, 707 Deferred legal fees 23, 667- Net cash used in operating activities (1, 095, 986) (1, 876, 170) Cash Flows from Investing Activities: Cash deposited in Trust Account (345, 000, 000) Net cash used in investing activities- (345, 000, 000) Cash Flows from Financing Activities: Issuance of Class B ordinary shares 116- Repayment~~

~~of note payable to related party- (195, 450) Proceeds received from initial public offering, gross- 345, 000, 000 Proceeds received from private placement- 10, 400, 000 Offering costs paid- (7, 153, 513) Net cash provided by financing activities 116 348, 051, 037 Net change in cash (1, 095, 870) 1, 174, 867 Cash- beginning of the period 1, 174, 867- Cash- end of the period $ 78, 997 $ 1, 174, 867 Supplemental disclosure of noncash investing and financing activities: Forfeiture of Class B ordinary shares $ 4 $- Offering costs included in accrued expenses $- $ 85, 000 Offering costs paid by related party under promissory note $- $ 191, 506 Value of Class B ordinary shares transferred to Anchor Investors at Initial Public Offering $- $ 11, 104, 500 Deferred legal fees $- $ 150, 000 Deferred underwriting commissions $- $ 12, 075, 000 NOTE 1. DESCRIPTION OF ORGANIZATION, BUSINESS OPERATIONS AND BASIS OF PRESENTATION TortoiseEcofin Acquisition Corp. III (the " Company ") was incorporated as a Cayman Islands exempted company on February 3, 2021. The Company was formed for the purpose of effecting a merger, amalgamation, share exchange, asset acquisition, share purchase, reorganization or similar business combination with one or more businesses or entities (the " Business Combination "). The Company is an emerging growth company and, as such, the Company is subject to all of the risks associated with emerging growth companies. All activity for the period from February 3, 2021 (inception) through December 31, 2022 relates to the Company' s formation and its initial public offering (the " Initial Public Offering "), which is described below, and, subsequent to the Initial Public Offering, the search for a prospective acquisition for an initial Business Combination. The Company will not generate any operating revenues until after the completion of its initial Business Combination, at the earliest. The Company generates non-operating income in the form of interest income on investments held in trust from the proceeds of its Initial Public Offering. The Company' s fiscal year end is December 31. The Company' s sponsor is TortoiseEcofin Sponsor III LLC, a Cayman Islands limited liability company (the " Sponsor "), which is owned by TortoiseEcofin Investments, LLC, a Delaware limited liability company, and its consolidated subsidiaries (" Tortoise ") and the Company' s management (directly or indirectly, including through family trusts). The registration statement for the Company' s Initial Public Offering was declared effective on July 19, 2021. On July 22, 2021, the Company consummated its Initial Public Offering of 30, 000, 000 units (the " Units " and, with respect to the Class A ordinary shares included in the Units being offered, the " Public Shares "), at $ 10. 00 per Unit, generating gross proceeds of $ 300. 0 million, and incurring offering costs of approximately $ 28. 3 million, of which $ 10. 5 million was for deferred underwriting commissions (see Note 5) and $ 11. 1 million was the excess of fair value over price paid for Founder Shares sold to certain qualified institutional buyers or institutional accredited investors (the " Anchor Investors "). On July 23, 2021, the underwriters exercised their over- allotment option in full and on July 27, 2021, they purchased 4, 500, 000 additional Units, generating gross proceeds of $ 45. 0 million (the " Over- Allotment "), and incurring offering costs of approximately $ 2. 5 million, of which approximately $ 1. 6 million was for deferred underwriting commissions. Approximately $ 1. 3 million of the offering costs were allocated to derivative warrant liabilities. The Anchor Investors purchased 32, 400, 000 Units in the Initial Public Offering and the Over- Allotment. None of the Anchor Investors are affiliated with any member of the Company' s management. Simultaneously with the closing of the Initial Public Offering, the Company completed the sale of 6, 333, 333 warrants (each, a " Private Placement Warrant " and collectively, the " Private Placement Warrants ") in a private placement (the " Private Placement "), at a price of $ 1. 50 per Private Placement Warrant, to TortoiseEcofin Borrower LLC, a Delaware limited liability company (" TortoiseEcofin Borrower ") and an affiliate of the Sponsor, generating proceeds of $ 9. 5 million (see Note 4). Concurrently with the consummation of the Over- Allotment on July 27, 2021, TortoiseEcofin Borrower purchased 600, 000 additional Private Placement Warrants, generating proceeds of $ 900, 000 (the " Second Private Placement "). Upon the closing of the Initial Public Offering and the Private Placement on July 22, 2021, and the Over- Allotment and the Second Private Placement on July 27, 2021, the net proceeds thereof consisting of $ 345. 0 million ($ 10. 00 per Unit) were placed in a trust account (" Trust Account "), located in the United States with Continental Stock Transfer & Trust Company acting as trustee, and may be invested only in U. S. government securities, within the meaning set forth in Section 2 (a) (16) of the Investment Company Act of 1940, as amended (the " Investment Company Act "), with a maturity of 185 days or less or in money market funds meeting the conditions of paragraphs (d) (1), (d) (2), (d) (3) and (d) (4) of Rule 2a- 7 of the Investment Company Act, as determined by the Company, until the earlier of: (i) the completion of a Business Combination and (ii) the distribution of the Trust Account as described below. The Company' s management (" management ") has broad discretion with respect to the specific application of the net proceeds of the Initial Public Offering, the Over- Allotment and the sale of the Private Placement Warrants, although substantially all of the net proceeds are intended to be applied generally toward consummating a Business Combination. There is no assurance that the Company will be able to complete a Business Combination successfully. The Company must complete one or more initial Business Combinations having an aggregate fair market value of at least 80 % of the net assets held in the Trust Account (net of amounts disbursed to management for working capital purposes and excluding the amount of any deferred underwriting discount held in Trust) at the time of the signing of the agreement to enter into the initial Business Combination, and a majority of the independent directors must approve such initial Business Combination. However, the Company will only complete a Business Combination if the post- transaction company owns or acquires 50 % or more of the outstanding voting securities of the target or otherwise acquires a controlling interest in the target sufficient for it not to be required to register as an investment company under the Investment Company Act. The Company will provide the holders (the " Public Shareholders ") of Public Shares with the opportunity to redeem all or a portion of their Public Shares upon the completion of a Business Combination either (i) in connection with a shareholder meeting called to approve the Business Combination or (ii) by means of a tender offer. The decision as to whether the Company will seek shareholder approval of a Business Combination or conduct a tender offer will be made by the Company, solely in its discretion. The Public Shareholders will be entitled to redeem their Public Shares for a pro rata portion of the amount then in the Trust Account (initially at $ 10. 00 per Public Share, plus any pro rata interest earned on the funds held in the Trust Account and not previously released to the Company to pay its taxes). The per- share amount to be distributed to Public Shareholders who redeem their Public Shares will not be reduced by the deferred underwriting commissions the Company will pay to the~~

~~underwriters (as discussed in Note 5). These Public Shares are classified as temporary equity in accordance with the Financial Accounting Standards Board' s (" FASB ") Accounting Standards Codification (" ASC ") Topic 480 " Distinguishing Liabilities from Equity. " In such case, the Company will proceed with a Business Combination if the Company has net tangible assets of at least $ 5, 000, 001 upon such consummation of a Business Combination and only if a majority of the ordinary shares, represented in person or by proxy and entitled to vote thereon, voted at a shareholder meeting are voted in favor of the Business Combination. If a shareholder vote is not required by law and the Company does not decide to hold a shareholder vote for business or other reasons, the Company will, pursuant to the amended and restated memorandum and articles of association which the Company adopted in connection with the Initial Public Offering (the " Amended and Restated Memorandum and Articles of Association "), conduct the redemptions pursuant to the tender offer rules of the U. S. Securities and Exchange Commission (the " SEC ") and file tender offer documents with the SEC prior to completing a Business Combination. If, however, shareholder approval of the transactions is required by law, or the Company decides to obtain shareholder approval for business or other reasons, the Company will offer to redeem shares in conjunction with a proxy solicitation pursuant to the proxy rules and not pursuant to the tender offer rules. Additionally, each Public Shareholder may elect to redeem their Public Shares irrespective of whether they vote for or against the proposed transaction or vote at all. If the Company seeks shareholder approval in connection with a Business Combination, the initial shareholders (as defined below) and Tortoise agreed to vote their Founder Shares (as defined below in Note 4) and any Public Shares purchased during or after the Initial Public Offering, and the Anchor Investors agreed to vote any Founder Shares held by them, in favor of a Business Combination. Subsequent to the consummation of the Initial Public Offering, the Company adopted an insider trading policy which requires insiders to: (i) refrain from purchasing shares during certain blackout periods and when they are in possession of any material non- public information and (ii) clear all trades with the Company' s legal counsel prior to execution. In addition, Tortoise and the initial shareholders agreed that they will not be entitled to redemption rights with respect to their Founder Shares and Public Shares in connection with the completion of a Business Combination. Notwithstanding the foregoing, if the Company seeks shareholder approval of its Business Combination and does not conduct redemptions in connection with its Business Combination pursuant to the tender offer rules, the Amended and Restated Memorandum and Articles of Association provides that a Public Shareholder, together with any affiliate of such shareholder or any other person with whom such shareholder is acting in concert or as a " group " (as defined under Section 13 of the Securities Exchange Act of 1934, as amended (the " Exchange Act ")), will be restricted from redeeming its shares with respect to more than an aggregate of 20 % of the Class A ordinary shares sold in the Initial Public Offering, without the prior consent of the Company. The Company' s Sponsor, officers and directors (the " initial shareholders ") have agreed not to propose an amendment to the Amended and Restated Memorandum and Articles of Association that would modify the substance or timing of the Company' s obligation to provide holders of its Public Shares the right to have their shares redeemed in connection with a Business Combination or to redeem 100 % of the Company' s Public Shares if the Company does not complete its Business Combination within 24 months from the closing of the Initial Public Offering, or July 22, 2023, or 27 months from the closing of the Initial Public Offering, or October 22, 2023, if the Company executed a letter of intent, agreement in principle or definitive agreement for an initial Business Combination within 24 months from the closing of the Initial Public Offering but has not completed the initial Business Combination within such 24- month period (the " Combination Period ") or with respect to any other provision relating to the rights of Public Shareholders, unless the Company will provide the Public Shareholders with the opportunity to redeem their Class A ordinary shares in conjunction with any such amendment. F- 8 The Anchor Investors are not entitled to (i) redemption rights with respect to any Founder Shares held by them in connection with the completion of a Business Combination, (ii) redemption rights with respect to any Founder Shares held by them in connection with a shareholder vote to amend the Amended and Restated Memorandum and Articles of Association in a manner that would affect the substance or timing of the Company' s obligation to redeem 100 % of its Public Shares if the Company has not consummated a Business Combination within the Combination Period or (iii) rights to liquidating distributions from the Trust Account with respect to any Founder Shares held by them if the Company fails to complete a Business Combination within the Combination Period (although they will be entitled to liquidating distributions from the Trust Account with respect to any Public Shares they hold if the Company fails to complete a Business Combination within the Combination Period). If the Company has not completed a Business Combination within the Combination Period, the Company will (i) cease all operations except for the purpose of winding up, (ii) as promptly as reasonably possible but not more than ten business days thereafter, redeem the Public Shares, at a per- share price, payable in cash, equal to the aggregate amount then on deposit in the Trust Account, including interest earned on the funds held in the Trust Account and not previously released to the Company to pay its taxes (less up to $ 100, 000 of interest to pay dissolution expenses and net of taxes payable), divided by the number of then outstanding Public Shares, which redemption will completely extinguish the Public Shareholders' rights as shareholders (including the right to receive further liquidating distributions, if any), subject to applicable law, and (iii) as promptly as reasonably possible following such redemption, subject to the approval of the remaining shareholders and the board of directors, liquidate and dissolve, subject in the case of clauses (ii) and (iii), to the Company' s obligations under Cayman Islands law to provide for claims of creditors and the requirements of other applicable law. Tortoise and the initial shareholders agreed to waive their liquidation rights with respect to the Founder Shares held by them if the Company fails to complete a Business Combination within the Combination Period. However, if the initial shareholders acquire Public Shares in or after the Initial Public Offering, they will be entitled to liquidating distributions from the Trust Account with respect to such Public Shares if the Company fails to complete a Business Combination within the Combination Period. The underwriters agreed to waive their rights to their deferred underwriting commission (see Note 5) held in the Trust Account in the event the Company does not complete a Business Combination within the Combination Period, and, in such event, such amounts will be included with the other funds held in the Trust Account that will be available to fund the redemption of the Public Shares. In the event of such distribution, it is possible that the per share value of the assets remaining available for~~

~~distribution (including Trust Account assets) will be only $ 10. 00 per share initially held in the Trust Account. In order to protect the amounts held in the Trust Account, the Sponsor agreed to be liable to the Company if and to the extent any claims by a third party for services rendered or products sold to the Company, or a prospective target business with which the Company has discussed entering into a transaction agreement, reduce the amount of funds in the Trust Account to below the lesser of (i) $ 10. 00 per Public Share and (ii) the actual amount per Public Share held in the Trust Account as of the date of the liquidation of the Trust Account if less than $ 10. 00 per Public Share due to reductions in the value of the trust assets. This liability will not apply with respect to any claims by a third party who executed a waiver of any right, title, interest or claim of any kind in or to any monies held in the Trust Account or to any claims under the Company' s indemnity of the underwriters of the Initial Public Offering against certain liabilities, including liabilities under the Securities Act of 1933, as amended (the " Securities Act "). Moreover, in the event that an executed waiver is deemed to be unenforceable against a third party, the Sponsor will not be responsible to the extent of any liability for such third- party claims. The Company will seek to reduce the possibility that the Sponsor will have to indemnify the Trust Account due to claims of creditors by endeavoring to have all vendors, service providers (excluding the Company' s independent registered public accounting firm), prospective target businesses or other entities with which the Company does business, execute agreements with the Company waiving any right, title, interest or claim of any kind in or to monies held in the Trust Account. F- 9 Liquidity and Capital Resources As of December 31, 2022, the Company had approximately $ 79, 000 in operating cash and working capital of approximately $ 350, 000. The Company' s liquidity needs prior to the consummation of the Initial Public Offering were satisfied through the payment of $ 25, 000 from the Sponsor to cover certain expenses on behalf of the Company in consideration of Founder Shares (as defined in Note 4), and a loan from the Sponsor of approximately $ 195, 000, under the Note (as defined in Note 4). The Company repaid the Note in full on July 22, 2021 and borrowings under the Note are no longer available. Subsequent to the consummation of the Initial Public Offering, the Company' s liquidity has been satisfied through the net proceeds of $ 3. 5 million from the consummation of the Initial Public Offering, the Over- Allotment, the Private Placement and the Second Private Placement held outside of the Trust Account. In addition, in order to finance general working capital needs in connection with a Business Combination, the Sponsor or an affiliate of the Sponsor, or certain of the Company' s officers and directors may, but are not obligated to, provide the Company Working Capital Loans (as defined in Note 4). As of December 31, 2022 and 2021, there were no amounts outstanding under any Working Capital Loans. On February 1, 2023, the Company issued a nonconvertible, unsecured promissory note (the " 2023 Note ") in the principal amount of $ 500, 000 to TortoiseEcofin Borrower. The 2023 Note does not bear interest and is repayable in full upon consummation of a Business Combination. If the Company does not complete a Business Combination, the 2023 Note will not be repaid and all amounts owed under it will be forgiven. See Note 10. Based on the foregoing, management believes that the Company will have sufficient working capital and borrowing capacity to meet its needs through the earlier of the consummation of a Business Combination or through the liquidation date. Over this time period, the Company will be using the funds held outside of the Trust Account for paying existing accounts payable, identifying and evaluating prospective Business Combination candidates, performing due diligence on prospective target businesses, paying for travel expenditures, selecting the target business to merge with or acquire, and structuring, negotiating and consummating the Business Combination. However, in connection with the Company' s assessment of going concern considerations in accordance with FASB ASC Topic 205- 40, " Presentation of Financial Statements- Going Concern, " management has determined that mandatory liquidation and subsequent dissolution raise substantial doubt about the Company' s ability to continue as a going concern. The Company intends to complete a Business Combination before the mandatory liquidation date; however, there can be no assurance that the Company will be able to consummate a Business Combination by July 22, 2023, or 27 months from the closing of the Initial Public Offering, or October 22, 2023, if the Company executed a letter of intent agreement in principle or definitive agreement for a Business Combination within 24 months from the closing of the Initial Public Offering but has not completed such Business Combination within such 24- month period. No adjustments have been made to the carrying amounts of assets or liabilities should the Company be required to liquidate after July 22, 2023. The financial statements do not include any adjustment that might be necessary if the Company is unable to continue as a going concern. NOTE 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES Basis of Presentation The accompanying financial statements are presented in U. S. dollars in conformity with accounting principles generally accepted in the United States of America (" U. S. GAAP ") and pursuant to the rules and regulations of the SEC. Emerging Growth Company The Company is an " emerging growth company, " as defined in Section 2 (a) of the Securities Act, as modified by the Jumpstart Our Business Startups Act of 2012 (the " JOBS Act "), and it may take advantage of certain exemptions from various reporting requirements that are applicable to other public companies that are not emerging growth companies including, but not limited to, not being required to comply with the auditor attestation requirements of Section 404 of the Sarbanes- Oxley Act of 2002, reduced disclosure obligations regarding executive compensation in its periodic reports and proxy statements, and exemptions from the requirements of holding a nonbinding advisory vote on executive compensation and shareholder approval of any golden parachute payments not previously approved. F- 10 Further, Section 102 (b) (1) of the JOBS Act exempts emerging growth companies from being required to comply with new or revised financial accounting standards until private companies (that is, those that have not had a Securities Act registration statement declared effective or do not have a class of securities registered under the Exchange Act) are required to comply with the new or revised financial accounting standards. The JOBS Act provides that an emerging growth company can elect to opt out of the extended transition period and comply with the requirements that apply to non- emerging growth companies but any such election to opt out is irrevocable. The Company has elected not to opt out of such extended transition period which means that when a standard is issued or revised and it has different application dates for public or private companies, the Company, as an emerging growth company, can adopt the new or revised standard at the time private companies adopt the new or revised standard. This may make comparison of the Company' s financial statements with another public company which is neither an emerging growth company nor an emerging growth company which has opted out of using the~~

~~extended transition period difficult or impossible because of the potential differences in accounting standards used. Use of Estimates The preparation of financial statements in conformity with U. S. GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting periods. Making estimates requires management to exercise significant judgment. It is at least reasonably possible that the estimate of the effect of a condition, situation or set of circumstances that existed at the date of the financial statements, which management considered in formulating its estimate, could change in the near term due to one or more future confirming events. Accordingly, the actual results could differ significantly from those estimates. Concentration of Credit Risk Financial instruments that potentially subject the Company to concentrations of credit risk consist of cash accounts in a financial institution, which, at times, may exceed the Federal Deposit Insurance Corporation coverage limit of $ 250, 000. Any loss incurred or a lack of access to such funds could have a significant adverse impact on the Company' s financial condition, results of operations, and cash flows. Cash and Cash Equivalents The Company considers all short- term investments with an original maturity of three months or less when purchased to be cash equivalents. There were no cash equivalents as of December 31, 2022 and 2021. Investments and Cash Held in Trust Account The Company' s portfolio of investments is comprised of U. S. government securities, within the meaning set forth in Section 2 (a) (16) of the Investment Company Act, with a maturity of 185 days or less, or investments in money market funds that invest in U. S. government securities and generally have a readily determinable fair value, or a combination thereof. When the Company' s investments held in the Trust Account are comprised of U. S. government securities, the investments are classified as trading securities. When the Company' s investments held in the Trust Account are comprised of money market funds, the investments are recognized at fair value. Trading securities and investments in money market funds are presented on the balance sheets at fair value at the end of each reporting period. Gains and losses resulting from the change in fair value of these securities is included in income from investments held in the Trust Account in the accompanying statements of operations. The estimated fair values of investments held in the Trust Account are determined using available market information. As of December 31, 2022, the Company had approximately $ 350. 0 million in cash held in the Trust Account. F- 11 Fair Value of Financial Instruments The carrying value of the Company' s assets and liabilities recognized in the balance sheets, which qualify as financial instruments under the FASB ASC Topic 820, " Fair Value Measurements, " equals or approximates the fair values for such assets and liabilities either because of the short- term nature of the instruments or because the instrument is recognized at fair value. Fair Value Measurements Fair value is defined as the price that would be received for sale of an asset or paid for transfer of a liability, in an orderly transaction between market participants at the measurement date. U. S. GAAP establishes a three- tier fair value hierarchy, which prioritizes the inputs used in measuring fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). These tiers consist of: ● Level 1, defined as observable inputs such as quoted prices (unadjusted) for identical instruments in active markets; ● Level 2, defined as inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly or indirectly; and ● Level 3, defined as unobservable inputs in which little or no market data exists, therefore requiring an entity to develop its own assumptions, such as valuations derived from valuation techniques in which one or more significant inputs or significant value drivers are unobservable. In some circumstances, the inputs used to measure fair value might be categorized within different levels of the fair value hierarchy. In those instances, the fair value measurement is categorized in its entirety in the fair value hierarchy based on the lowest level input that is significant to the fair value measurement. Derivative Warrant Liabilities The Company does not use derivative instruments to hedge exposures to cash flow, market, or foreign currency risks. The Company evaluates all of its financial instruments, including issued warrants to purchase shares, to determine if such instruments are derivatives or contain features that qualify as embedded derivatives, pursuant to ASC 480 and FASB ASC Topic 815, " Derivatives and Hedging " (" ASC 815 "). The classification of derivative instruments, including whether such instruments should be recorded as liabilities or as equity, is re- assessed at the end of each reporting period. The warrants issued in connection with the Initial Public Offering and the Over- Allotment (the " Public Warrants ") and the Private Placement Warrants are recognized as derivative liabilities in accordance with ASC 815. Accordingly, the Company recognizes the warrant instruments as liabilities at fair value and adjust the instruments to fair value at each reporting period. These liabilities are subject to re- measurement at each balance sheet date until exercised, and any change in fair value will be recognized in the Company' s statement of operations. The fair value of the Public Warrants and the Private Placement Warrants were initially measured at fair value using a Black- Scholes Option Pricing Method and Monte Carlo simulation. Subsequent to the Public Warrants being separately listed and traded from the Units, the fair value of the Public Warrants was measured based on their listed market price, and the fair value of the Private Placement Warrants was estimated by reference to the listed market price of the Public Warrants. The determination of the fair value of the warrant liabilities may be subject to change as more current information becomes available and accordingly the actual results could differ significantly. Derivative warrant liabilities are classified as non- current liabilities as their liquidation will not be reasonably expected to require the use of current assets or require the creation of current liabilities. F- 12 Offering Costs Associated with Initial Public Offering Offering costs consists of legal, accounting, underwriting fees and other costs incurred through the Initial Public Offering that were directly related to the Initial Public Offering. Offering costs are allocated to the separable financial instruments issued in the Initial Public Offering based on a relative fair value basis, compared to the total proceeds received. Offering costs associated with derivative warrant liabilities are expensed as incurred, presented as non- operating expenses in the statement of operations. Offering costs associated with the Class A ordinary shares issued were charged against their carrying value upon the completion of the Initial Public Offering. The Company classifies deferred underwriting commissions as non- current liabilities as their liquidation is not reasonably expected to require the use of current assets or require the creation of current liabilities. Class A Ordinary Shares Subject to Possible Redemption As discussed in Note 3, all of the 34, 500, 000 Class A ordinary shares sold as~~

~~part of the Units in the Initial Public Offering and the Over- Allotment contain a redemption feature which allows for the redemption of the Public Shares in connection with the Company' s liquidation, if there is a shareholder vote or tender offer in connection with the Business Combination and in connection with certain amendments to the Company' s Amended and Restated Memorandum and Articles of Association. In accordance with ASC 480, conditionally redeemable Class A ordinary shares (including Class A ordinary shares that feature redemption rights that are either within the control of the holder or subject to redemption upon the occurrence of uncertain events not solely within the Company' s control) are classified as temporary equity. Ordinary liquidation events, which involve the redemption and liquidation of all of the entity' s equity instruments, are excluded from the provisions of ASC 480. Accordingly, as of December 31, 2022 and 2021, all 34, 500, 000 Class A ordinary shares subject to possible redemption at the redemption amount are presented as temporary equity, outside of the shareholders' deficit section of the Company' s balance sheet. Under ASC 480- 10- S99, the Company has elected to recognize changes in the redemption value immediately as they occur and adjust the carrying value of the security to equal the redemption value at the end of the reporting period. This method would view the end of the reporting period as if it were also the redemption date of the security. Effective with the closing of the Initial Public Offering and the Over- Allotment, the Company recognized the accretion from initial book value to redemption amount, which resulted in charges against additional paid- in capital (to the extent available) and accumulated deficit. Subsequently, the Company recognized changes in the redemption value as an increase in the redemption value of the Class A ordinary share subject to possible redemption as reflected on the accompanying statements of changes in shareholders' deficit. Income Taxes FASB ASC Topic 740 prescribes a recognition threshold and a measurement attribute for the financial statement recognition and measurement of tax positions taken or expected to be taken in a tax return. For those benefits to be recognized, a tax position must be more- likely- than- not to be sustained upon examination by taxing authorities. The Company' s management determined that the Cayman Islands is the Company' s only major tax jurisdiction. The Company recognizes accrued interest and penalties related to unrecognized tax benefits as income tax expense. There were no unrecognized tax benefits and no amounts accrued for interest and penalties as of December 31, 2022 and 2021. The Company is currently not aware of any issues under review that could result in significant payments, accruals or material deviation from its position. There is currently no taxation imposed on income by the Government of the Cayman Islands. In accordance with Cayman federal income tax regulations, income taxes are not levied on the Company. Consequently, income taxes are not reflected in the Company' s financial statements. The Company' s management does not expect that the total amount of unrecognized tax benefits will materially change over the next twelve months. Net Income Per Ordinary Share The Company complies with accounting and disclosure requirements of FASB ASC Topic 260, " Earnings Per Share. " The Company has two classes of shares, which are referred to as Class A ordinary shares and Class B ordinary shares. Income and losses are shared pro rata between the two classes of shares. Net income per ordinary share is calculated by dividing the net income by the weighted average of ordinary shares outstanding for the respective period. F- 13 The calculation of diluted net income does not consider the effect of the warrants underlying the Units sold in the Initial Public Offering and the Over- Allotment and the private placement warrants to purchase an aggregate of 15, 558, 333 shares of Class A ordinary shares in the calculation of diluted income per share, because their inclusion would be anti- dilutive under the treasury stock method and their exercise is contingent upon future events. The Company has considered the effect of Class B ordinary shares that were excluded from the weighted average number of basic shares outstanding as they were contingent on the exercise of the over- allotment option by the underwriters. Since the contingency was satisfied, the Company has included these shares in the weighted average number as of the beginning of the period to determine the dilutive impact of these shares. Accretion associated with the redeemable Class A ordinary shares is excluded from earnings per share as the redemption value approximates fair value. The following table presents a reconciliation of the numerator and denominator used to compute basic and diluted net income per share for each class of ordinary shares: For The Period From February 3, 2021 Year Ended (inception) Through December 31, 2022 December 31, 2021 Class A Class B Class A Class B Basic and diluted net income per ordinary share: Numerator: Allocation of net income- basic $ 11, 375, 685 $ 2, 843, 921 $ 5, 942, 153 $ 2, 782, 500 Allocation of net income- diluted $ 11, 375, 685 $ 2, 843, 921 $ 5, 808, 657 $ 2, 915, 996 Denominator: Basic weighted average ordinary shares outstanding 34, 500, 000 8, 625, 000 17, 180, 982 8, 045, 245 Dilutive impact of securities--- 579, 755 Diluted weighted average ordinary shares outstanding 34, 500, 000 8, 625, 000 17, 180, 982 8, 625, 000 Basic net income per ordinary share $ 0. 33 $ 0. 33 $ 0. 35 $ 0. 35 Diluted net income per ordinary share $ 0. 33 $ 0. 33 $ 0. 34 $ 0. 34 Excess Change in Fair Value of Private Placement Warrants The Company records a loss on issuance of Private Placement Warrants recognized as a result of the fair value of the Private Placement Warrants being in excess of the amount paid by the Sponsor, pursuant to FASB ASC Topic 718, " Share- based Compensation " (" ASC 718 "). For the period from February 3, 2021 (inception) through December 31, 2021, the Company recorded $ 1. 4 million. This amount is included in the change in fair value of derivative warrant liabilities on the statement of operations. Recent Accounting Pronouncements Management does not believe that any recently issued, but not yet effective, accounting pronouncements, if currently adopted, would have a material effect on the Company' s financial statements. NOTE 3. INITIAL PUBLIC OFFERING On July 22, 2021, the Company consummated its Initial Public Offering of 30, 000, 000 Units, at $ 10. 00 per Unit, generating gross proceeds of $ 300. 0 million, and incurring offering costs of approximately $ 28. 3 million, of which $ 10. 5 million was for deferred underwriting commissions and $ 11. 1 million was the excess of fair value over price paid of Founder Shares sold to the Anchor Investors. On July 23, 2021, the underwriters exercised their over- allotment option in full and on July 27, 2021, they purchased 4, 500, 000 additional Units, generating gross proceeds of $ 45. 0 million, and incurring offering costs of approximately $ 2. 5 million, of which approximately $ 1. 6 million was for deferred underwriting commissions. Approximately $ 1. 3 million of the offering costs were allocated to derivative warrant liabilities. The Anchor Investors purchased 32, 400, 000 Units in the Initial Public Offering and the Over- Allotment. None of the Anchor Investors is affiliated with any member of the Company' s management. F- 14 Each Unit consists of one Class A ordinary share and one- fourth of one Public Warrant. Each whole Public Warrant entitles the holder to purchase one Class A ordinary share at~~

~~an exercise price of $ 11. 50 per share, subject to adjustment (see Note 8). NOTE 4. RELATED PARTY TRANSACTIONS On February 9, 2021, the Sponsor paid $ 25, 000, or approximately $ 0. 003 per share, to cover certain expenses on behalf of the Company in consideration of 7, 187, 500 Class B ordinary shares, par value $ 0. 0001 per share (the " Founder Shares "). On February 18, 2021, the Company issued 1, 437, 500 Class B ordinary shares in connection with a share capitalization, resulting in an aggregate of 8, 625, 000 Founder Shares outstanding. The Sponsor agreed to forfeit up to 1, 125, 000 Founder Shares to the extent that the over- allotment option was not exercised in full by the underwriters, so that the Founder Shares would represent 20. 0 % of the Company' s issued and outstanding ordinary shares after the Initial Public Offering. On July 27, 2021, the underwriters purchased the Units subject to the over- allotment option in full, and as a result, 1, 125, 000 Founder Shares were no longer subject to possible forfeiture. In exchange for the Anchor Investors' participation in the Initial Public Offering as described in Note 3, the Sponsor sold a total of 1, 650, 000 Founder Shares to the Anchor Investors. The Company determined that the fair value of these Founder Shares was approximately $ 11. 1 million (or $ 6. 73 per share) using a Monte Carlo simulation. The Company recognized the excess fair value of these Founder Shares, over the price paid by the Anchor Investors, as a cost of the Initial Public Offering. The holders of the Founder Shares, including the Anchor Investors, agreed, subject to limited exceptions, not to transfer, assign or sell any of their Founder Shares until one year after the completion of a Business Combination or earlier if, subsequent to the Business Combination, (x) the last sale price of the Class A ordinary shares equals or exceeds $ 12. 00 per share (as adjusted for share sub- divisions, share dividends, reorganizations, recapitalizations and the like) for any 20 trading days within any 30- trading day period commencing at least 120 days after the Business Combination, or (y) the date on which the Company completes a liquidation, merger, share exchange, reorganization or other similar transaction that results in all of the shareholders having the right to exchange their ordinary shares for cash, securities or other property. Simultaneously with the closing of the Initial Public Offering, the Company completed the sale of 6, 333, 333 Private Placement Warrants in a Private Placement, at a price of $ 1. 50 per Private Placement Warrant, to TortoiseEcofin Borrower, generating proceeds of $ 9. 5 million. Concurrently with the consummation of the Over- Allotment on July 27, 2021, TortoiseEcofin Borrower purchased 600, 000 additional Private Placement Warrants, generating proceeds of $ 900, 000. Each whole Private Placement Warrant is exercisable for one whole Class A ordinary share at a price of $ 11. 50 per share. A portion of the proceeds from the sale of the Private Placement Warrants was added to the proceeds from the Initial Public Offering held in the Trust Account. If the Company does not complete a Business Combination within the Combination Period, the proceeds from the sale of the Private Placement Warrants held in the Trust Account will be used to fund the redemption of the Public Shares (subject to the requirements of applicable law) and the Private Placement Warrants will expire worthless. The Private Placement Warrants will be non- redeemable for cash and exercisable on a cashless basis so long as they are held by TortoiseEcofin Borrower or its permitted transferees. Tortoise, the Sponsor and the Company' s officers and directors agreed, subject to limited exceptions, not to transfer, assign or sell any of their Private Placement Warrants until 30 days after the completion of a Business Combination (see Note 8). F- 15 Related Party Loans On February 3, 2021, the Sponsor agreed to loan the Company an aggregate of up to $ 600, 000 to cover expenses related to the Initial Public Offering pursuant to a promissory note (the " Note "). This loan was non- interest bearing and payable upon the consummation of the Initial Public Offering. The Company borrowed approximately $ 195, 000 under the Note, repaid the Note in full on July 22, 2021 and borrowings thereunder are no longer available. In addition, in order to finance general working capital needs in connection with a Business Combination, the Sponsor or an affiliate of the Sponsor, or certain of the Company' s officers and directors may, but are not obligated to, loan the Company funds as may be required (" Working Capital Loans "). If the Company completes a Business Combination, the Company may repay the Working Capital Loans out of the proceeds of the Trust Account released to the Company. Otherwise, the Working Capital Loans may be repaid only out of funds held outside the Trust Account. In the event that a Business Combination is not completed within the Combination Period, the Company may use a portion of the proceeds held outside the Trust Account to repay the Working Capital Loans but no proceeds held in the Trust Account would be used to repay the Working Capital Loans. Except for the foregoing, the terms of such Working Capital Loans, if any, have not been determined and no written agreements exist with respect to such loans as of December 31, 2022. The Working Capital Loans would either be repaid upon consummation of a Business Combination, without interest, or, at the lender' s discretion, up to $ 1. 5 million of such Working Capital Loans may be convertible into warrants of the post Business Combination entity at a price of $ 1. 50 per warrant. The warrants would be identical to the Private Placement Warrants. As of December 31, 2022 and 2021, the Company had no outstanding borrowings under any Working Capital Loans. Administrative Support Agreement On July 19, 2021, the Company entered into an administrative support agreement pursuant to which, commencing on the date that the Company' s securities were first listed on the New York Stock Exchange through the earlier of consummation of the initial Business Combination and the date of the Company' s liquidation, the Company agreed to pay an affiliate of the Sponsor $ 10, 000 per month for office space, utilities and secretarial and administrative support made available to the Company. For the year ended December 31, 2022 and the period from February 3, 2021 (inception) through December 31, 2021, the Company incurred $ 120, 000 and $ 54, 000 for such expenses, respectively, included as general and administrative expenses- related party on the accompanying financial statements of operations. As of December 31, 2022 and 2021, the Company had no amounts payable for such services. In addition, the Sponsor, the Company' s executive officers and directors, or any of their respective affiliates are reimbursed for any out- of- pocket expenses incurred in connection with activities on the Company' s behalf such as identifying potential partner businesses and performing due diligence on suitable Business Combinations. The Company' s audit committee review on a quarterly basis all payments that were made by the Company to the Sponsor, the Company' s executive officers or directors, or the Company' s or their affiliates. Any such payments prior to an initial Business Combination are made using funds held outside the Trust Account. During the year ended December 31, 2022 and for the period from February 3, 2021 (inception) through December 31, 2021, the Company incurred approximately $ 71, 000 and $ 46, 000 of such expenses, respectively. Approximately $ 1, 000 and $ 7, 000 was payable as of December 31, 2022 and 2021, respectively. NOTE 5.~~

~~COMMITMENTS AND CONTINGENCIES Registration Rights The holders of the Founder Shares, Private Placement Warrants and warrants that may be issued upon conversion of Working Capital Loans (and any Class A ordinary shares issuable upon the exercise of the Private Placement Warrants and warrants that may be issued upon conversion of the Working Capital Loans and upon conversion of the Founder Shares), and any Class A ordinary shares held by the Company' s initial shareholders and Tortoise at the completion of the Initial Public Offering or acquired prior to or in connection with the initial Business Combination, are entitled to registration rights pursuant to a registration rights agreement entered into on the effective date of the Initial Public Offering. The holders of these securities are entitled to make up to three demands, excluding short form demands, that the Company registers such securities. In addition, the holders have certain " piggy- back " registration rights with respect to registration statements filed subsequent to the Company' s completion of its Business Combination. However, the registration rights agreement provides that the Company will not permit any registration statement filed under the Securities Act to become effective until termination of the applicable lock- up period, which occurs (i) in the case of the Founder Shares held by the initial shareholders, in accordance with the letter agreement the Company' s initial shareholders entered into, (ii) in the case of the Founder Shares held by the Anchor Investors, in accordance with the investment agreements entered into by and among the Company, the Sponsor and the Anchor Investors and (iii) in the case of the Private Placement Warrants, 30 days after the completion of the Company' s Business Combination. The Company will bear the expenses incurred in connection with the filing of any such registration statements. F- 16 Underwriting Agreement The Company granted the underwriters a 45- day option from the date of the final prospectus relating to the Initial Public Offering to purchase up to 4, 500, 000 additional Units to cover over- allotments, if any, at the Initial Public Offering price less the underwriting discounts and commissions. The underwriters purchased the Units subject to the over- allotment option in full on July 27, 2021. The underwriters were entitled to underwriting commissions of $ 0. 20 per Unit, or $ 6. 0 million in the aggregate, paid upon the closing of the Initial Public Offering. In addition, $ 0. 35 per Unit, or $ 10. 5 million in the aggregate, will be payable to the underwriters for deferred underwriting commissions. The deferred commissions will become payable to the underwriters from the amounts held in the Trust Account solely in the event that the Company completes a Business Combination, subject to the terms of the underwriting agreement. In connection with the consummation of the Over- Allotment on July 27, 2021, the underwriters were paid an additional fee of $ 900, 000, and approximately $ 1. 6 million in additional deferred underwriting commissions will become payable to the underwriters from the amounts held in the Trust Account solely in the event that the Company completes a Business Combination, subject to the terms of the underwriting agreement. Deferred Legal Fees Associated with The Initial Public Offering The Company entered into an engagement letter to obtain legal advisory services, pursuant to which the Company' s legal counsel agreed to defer half of their fees until the closing of the Initial Business Combination. As of December 31, 2022 and 2021, the Company recorded an aggregate of approximately $ 174, 000 and $ 150, 000 in connection with such arrangement as deferred legal fees in the accompanying balance sheets. Risks and Uncertainties Management continues to evaluate the impact of the COVID- 19 pandemic on the industry and has concluded that while it is reasonably possible that the virus could have a negative effect on the Company' s financial position, results of its operations and / or search for a target company, the specific impact is not readily determinable as of the date of these financial statements. These financial statements do not include any adjustments that might result from the outcome of this uncertainty. Various social and political circumstances in the United States and around the world (including wars and other forms of conflict, including rising trade tensions between the United States and China, and other uncertainties regarding actual and potential shifts in the United States and foreign, trade, economic and other policies with other countries, terrorist acts, security operations and catastrophic events such as fires, floods, earthquakes, tornadoes, hurricanes and global health epidemics), may also contribute to increased market volatility and economic uncertainties or deterioration in the United States and worldwide. Specifically, the ongoing conflict between Russia and Ukraine, and resulting market volatility could adversely affect the Company' s ability to complete a Business Combination. In response to the conflict between Russia and Ukraine, the United States and other countries have imposed sanctions or other restrictive actions against Russia. Any of the above factors, including sanctions, export controls, tariffs, trade wars and other governmental actions, could have a material adverse effect on the Company' s ability to complete a Business Combination and the value of the Company' s securities. F- 17 NOTE 6. CLASS A ORDINARY SHARES SUBJECT TO POSSIBLE REDEMPTION The Company' s Class A ordinary shares feature certain redemption rights that are considered to be outside of the Company' s control and subject to the occurrence of future events. The Company is authorized to issue 200, 000, 000 ordinary shares with a par value of $ 0. 0001 per share. Holders of the Company' s Class A ordinary shares are entitled to one vote for each share. As of December 31, 2022 and 2021, there were 34, 500, 000 Class A ordinary shares outstanding, all of which were subject to possible redemption. Class A ordinary shares subject to possible redemption reflected on the balance sheet is reconciled on the following table: Gross proceeds $ 345, 000, 000 Less: Proceeds allocated to public warrants (14, 662, 500) Class A ordinary share issuance costs (29, 430, 786) Plus: Accretion of carrying value to redemption value 44, 093, 286 Class A ordinary share subject to possible redemption, December 31, 2021 345, 000, 000 Accretion of carrying value to redemption value 4, 891, 153 Class A ordinary share subject to possible redemption, December 31, 2022 $ 349, 891, 153 NOTE 7. SHAREHOLDER' S DEFICIT Preference Shares- The Company is authorized to issue 1, 000, 000 preference shares with such designations, voting and other rights and preferences as may be determined from time to time by the Company' s board of directors. As of December 31, 2022 and 2021, there were no preference shares issued or outstanding. Class A Ordinary Shares- The Company is authorized to issue 200, 000, 000 Class A ordinary shares with a par value of $ 0. 0001 per share. As of December 31, 2022 and 2021, there were 34, 500, 000 Class A ordinary shares issued and outstanding, all subject to possible redemption and therefore classified as temporary equity (see Note 6). Class B Ordinary Shares- The Company is authorized to issue 20, 000, 000 Class B ordinary shares with a par value of $ 0. 0001 per share. In February 2021, the Company issued 7, 187, 500 Class B ordinary shares to the Sponsor in exchange for the payment of $ 25, 000, or approximately $ 0. 003 per share. On February 18, 2021, the Company issued 1, 437, 500 Class B ordinary shares to the Sponsor in connection with a share~~

~~capitalization, resulting in the Sponsor holding an aggregate of 8, 625, 000 Founder Shares. All shares and associated amounts have been retroactively adjusted to reflect the share capitalization. Of the 8, 625, 000 Class B ordinary shares, an aggregate of up to 1, 125, 000 shares were subject to forfeiture to the Company by the Sponsor for no consideration to the extent that the underwriters' over- allotment option was not exercised in full or in part, so that holders of the Founder Shares would collectively own 20 % of the Company' s issued and outstanding ordinary shares. The underwriters purchased the units subject to the over-allotment option in full on July 27, 2021; therefore, these 1, 125, 000 Class B ordinary shares were no longer subject to possible forfeiture. As a result, as of December 31, 2022 and 2021, there were 8, 625, 000 Class B ordinary shares outstanding and none subject to forfeiture. Holders of the Class A ordinary shares and holders of the Class B ordinary shares will vote together as a single class on all matters submitted to a vote of the shareholders, except that in respect of any vote or votes to continue the Company in a jurisdiction outside the Cayman Islands (including, but not limited to, the approval of the organizational documents of the Company in such other jurisdiction), holders of Class B ordinary shares will have ten votes per share and holders of Class A ordinary shares will have one vote per share, and except as required by law or stock exchange rule; provided that only holders of the Class B ordinary shares have the right to vote on the election of the Company' s directors (and may also remove a member of the board of directors for any reason) prior to a Business Combination. The Class B ordinary shares will automatically convert into Class A ordinary shares at the time of the initial Business Combination on a one- for- one basis, subject to adjustment for share sub- divisions, share dividends, reorganizations, recapitalizations and the like and subject to further adjustment as provided herein. In the case that additional Class A ordinary shares, or equity- linked securities, are issued or deemed issued in excess of the amounts sold in the Initial Public Offering and related to the closing of a Business Combination, the ratio at which Class B ordinary shares shall convert into Class A ordinary shares will be adjusted (unless the holders of a majority of the outstanding Class B ordinary shares agree to waive such adjustment with respect to any such issuance or deemed issuance) so that the number of Class A ordinary shares issuable upon conversion of all Class B ordinary shares will equal, in the aggregate, on an as- converted basis, 20 % of the sum of the total number of all ordinary shares outstanding upon the completion of the Initial Public Offering plus all Class A ordinary shares and equity- linked securities issued or deemed issued in connection with the Business Combination (excluding any shares or equity- linked securities issued, or to be issued, to any seller in the Business Combination). In no event will the Class B ordinary shares convert into Class A ordinary shares at a rate of less than one- to- one. F- 18 NOTE 8. DERIVATIVE WARRANT LIABILITIES As of December 31, 2022 and 2021, 8, 625, 000 Public Warrants and 6, 933, 333 Private Placement Warrants were outstanding. The Public Warrants may only be exercised for a whole number of shares. No fractional Public Warrants will be issued upon separation of the Units and only whole Public Warrants will trade. The Public Warrants will become exercisable 30 days after the completion of a Business Combination; provided that the Company has an effective registration statement under the Securities Act covering the Class A ordinary shares issuable upon exercise of the Public Warrants and a current prospectus relating to them is available and such shares are registered, qualified or exempt from registration under the securities, or blue sky, laws of the state of residence of the holder (or the Company permit holders to exercise their warrants on a cashless basis under certain circumstances). The Company registered the Class A ordinary shares issuable upon exercise of the warrants and agreed to use commercially reasonable efforts to maintain a current prospectus relating to those Class A ordinary shares until the warrants expire or are redeemed, as specified in the warrant agreement. If the Class A ordinary shares are at the time of any exercise of a warrant not listed on a national securities exchange such that they satisfy the definition of a " covered security " under Section 18 (b) (1) of the Securities Act, the Company may, at its option, require holders of Public Warrants who exercise their warrants to do so on a " cashless basis " and, in the event the Company so elects, the Company will not be required to file or maintain in effect a registration statement, and in the event the Company does not so elect, it will use commercially reasonable efforts to register or qualify the shares under applicable blue sky laws to the extent an exemption is not available. The warrants have an exercise price of $ 11. 50 per share, subject to adjustments, and will expire five years after the completion of a Business Combination or earlier upon redemption or liquidation. In addition, if the Company issues additional Class A ordinary shares or equity- linked securities for capital raising purposes in connection with the closing of a Business Combination at an issue price or effective issue price of less than $ 9. 20 per share of Class A ordinary shares (with such issue price or effective issue price to be determined in good faith by the board and, in the case of any such issuance to the Sponsor or its affiliates, without taking into account any Founder Shares held by the Sponsor or such affiliates, as applicable, prior to such issuance) (the " Newly Issued Price "), the exercise price of the warrants will be adjusted (to the nearest cent) to be equal to 115 % of the Newly Issued Price. The Private Placement Warrants are identical to the Public Warrants underlying the Units sold in the Initial Public Offering, except that the Private Placement Warrants and the Class A ordinary shares issuable upon exercise of the Private Placement Warrants will not be transferable, assignable or salable until 30 days after the completion of a Business Combination, subject to certain limited exceptions. Additionally, the Private Placement Warrants will be non- redeemable so long as they are held by the initial purchasers or such purchasers' permitted transferees. If the Private Placement Warrants are held by someone other than the initial shareholders or their permitted transferees, the Private Placement Warrants will be redeemable by the Company and exercisable by such holders on the same basis as the Public Warrants. Once the warrants become exercisable, the Company may redeem the outstanding warrants for cash (except as described herein with respect to the Private Placement Warrants): ● in whole and not in part; ● at a price of $ 0. 01 per warrant; ● upon a minimum of 30 days' prior written notice of redemption; and ● if, and only if, the last sale price of Class A ordinary shares equals or exceeds $ 18. 00 per share (as adjusted for share sub-divisions, share dividends, reorganizations, recapitalizations and the like) for any 20 trading days within a 30- trading day period ending on the third trading day prior to the date on which the Company sends the notice of redemption to the warrant holders. F-19 The Company will not redeem the warrants for cash unless a registration statement under the Securities Act covering the Class A ordinary shares issuable upon exercise of the warrants is effective and a current prospectus relating to those Class A ordinary shares is available throughout the 30- day redemption period, except if the warrants may be exercised on a cashless~~

~~basis and such cashless exercise is exempt from registration under the Securities Act. Commencing 90 days after the warrants become exercisable, the Company may redeem the outstanding warrants for Class A ordinary shares: ● at a price equal to a number of Class A ordinary shares to be determined by reference to an agreed table based on the redemption date and the " fair market value " of Class A ordinary shares; ● if, and only if, the last sale price of Class A ordinary shares equals or exceeds $ 10. 00 per share (as adjusted per share sub- divisions, share dividends, reorganizations, recapitalizations and the like) on the trading day prior to the date on which the Company sends the notice of redemption to the warrant holders. The " fair market value " of Class A ordinary shares shall mean the average reported last sale price of Class A ordinary shares for the 10 trading days ending on the third trading day prior to the date on which the notice of redemption is sent to the holders of warrants. In no event will the Company be required to net cash settle any warrant. If the Company is unable to complete a Business Combination within the Combination Period and the Company liquidates the funds held in the Trust Account, holders of warrants will not receive any of such funds with respect to their warrants, nor will they receive any distribution from the Company' s assets held outside of the Trust Account with the respect to such warrants. Accordingly, the warrants may expire worthless. NOTE 9. FAIR VALUE MEASUREMENTS The following table presents information about the Company' s assets and liabilities as of December 31, 2022 and 2021, that are measured at fair value on a recurring basis, by level within the fair value hierarchy: Description Quoted Prices in Active Markets (Level 1) Significant Other Observable Inputs (Level 2) Significant Other Unobservable Inputs (Level 3) Assets: Mutual Funds $ 349, 991, 153 $- $- Liabilities: Derivative warrant liabilities- Public Warrants $ 1, 725, 000 $- $- Derivative warrant liabilities- Private Warrants $- $ 1, 386, 667 $- December 31, 2021Description Quoted Prices in Active Markets (Level 1) Significant Other Observable Inputs (Level 2) Significant Other Unobservable Inputs (Level 3) Liabilities: Derivative warrant liabilities- Public Warrants $ 7, 848, 750 $- $- Derivative warrant liabilities- Private Warrants $- $ 6, 309, 333 $- F- 20 There were no assets required to be measured on a recurring basis as of December 31, 2021. Transfers to / from Levels 1, 2 and 3 are recognized at the beginning of the reporting period. The estimated fair value of Public Warrants was transferred from a Level 3 fair value measurement to a Level 1 measurement, and the estimated fair value of the Private Warrants transferred from a Level 3 measurement to a Level 2 measurement as a result of the Public Warrants being separately listed and traded in September 2021. There were no other transfers to / from Levels 3 during the year ended December 31, 2022 and for the period from February 3, 2021 (inception) through December 31, 2021. The Public Warrants issued in connection with the Initial Public Offering and the Over- Allotment and the Private Placement Warrants sold in the Private Placement and the Second Private Placement were initially measured at fair value using a Black- Scholes option pricing model and a Monte Carlo simulation. For periods subsequent to the detachment of the Public Warrants from the Units, the fair value of the Public Warrants is based on the observable listed price for such warrants, and the fair value of the warrants issued in the Private Placement and the Second Private Placement was estimated by reference to the listed market price of the Public Warrants. For the year ended December 31, 2022 and for the period from February 3, 2021 (inception) through December 31, 2021, the Company recognized a gain in the statements of operations resulting from a decrease in fair value of the derivative warrant liabilities of approximately $ 11. 0 million and $ 12. 3 million, respectively, presented as change in fair value of derivative liabilities on the accompanying statements of operations. The estimated fair value of the Public Warrants and Private Placement Warrants, prior to the Public Warrants being traded in an active market, was determined using Level 3 inputs. Inherent in a Black- Scholes option pricing model and a Monte Carlo simulation are assumptions related to expected share-price volatility, expected life, risk- free interest rate and dividend yield. The Company estimated the volatility of its warrants based on implied volatility from the Company' s traded warrants and from historical volatility of select peer companies' ordinary shares that matches the expected remaining life of the warrants. The risk- free interest rate was based on the U. S. Treasury zero- coupon yield curve on the grant date for a maturity similar to the expected remaining life of the warrants. The expected life of the warrants was assumed to be equivalent to their remaining contractual term. The dividend rate was based on the historical rate, which the Company anticipates remaining at zero. The following table provides quantitative information regarding Level 3 fair value measurements inputs as their measurement date: As of February 3, 2021 (Initial Measurement) Exercise price $ 11. 50 Stock price $ 9. 58 Volatility 24. 0 % Term (years) 6 Risk- free rate 0. 86 % Dividend yield 0. 0 % There were no transfers to / from Level 3 measurements in the year ended December 31, 2022. The change in the fair value of the derivative warrant liabilities, measured using Level 3 inputs, for the period from February 3, 2021 (inception) through December 31, 2021, is summarized as follows: Derivative warrant liabilities at February 3, 2021 (inception) $- Issuance of Public and Private Warrants- Level 3 26, 449, 166 Transfer of Public Warrants to Level 1 (14, 662, 500) Transfer of Private Warrants to Level 2 (11, 786, 666) Derivative warrant liabilities at December 31, 2021 $- NOTE 10. SUBSEQUENT EVENTS The Company evaluated subsequent events and transactions that occurred up to the date the financial statements were issued. Based on this review, the Company did not identify any subsequent events that would have required adjustment or disclosure in the financial statements, other than as described below. On February 1, 2023, the Company issued a nonconvertible. unsecured promissory note (the " 2023 Note ") in the principal amount of $ 500, 000 to TortoiseEcofin Borrower. The 2023 Note is not convertible into equity securities, does not bear interest and is repayable in full upon consummation of a Business Combination. If the Company does not complete a Business Combination, the 2023 Note will not be repaid and all amounts owed under it will be forgiven. The Company has borrowed $ 150, 000 under the 2023 Note. F- 21 Item 9. Changes in and Disagreements With Accountants on Accounting and Financial Disclosure. Item 9A. Controls and Procedures. Evaluation of Disclosure Controls and Procedures Under the supervision and with the participation of our management, including our principal executive officer and principal financial officer, we conducted an evaluation of the effectiveness of our disclosure controls and procedures as of the end of the fiscal quarter ended December 31, 2022, as such term is defined in Rules 13a- 15 (e) and 15d- 15 (e) under the Exchange Act. Based on this evaluation, our principal executive officer and principal financial officer have concluded that during the period covered by this report, our disclosure controls and procedures were effective as of December 31, 2022. Disclosure controls and procedures are designed to ensure that information required to be disclosed by us in our Exchange Act~~

~~reports is recorded, processed, summarized, and reported within the time periods specified in the SEC’ s rules and forms, and that such information is accumulated and communicated to our management, including our principal executive officer and principal financial officer or persons performing similar functions, as appropriate to allow timely decisions regarding required disclosure. Management’ s Report on Internal Controls over Financial Reporting As required by SEC rules and regulations implementing Section 404 of the Sarbanes- Oxley Act, our management is responsible for establishing and maintaining adequate internal control over financial reporting. Our internal control over financial reporting is designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of our financial statements for external reporting purposes in accordance with U. S. GAAP. Our internal control over financial reporting includes those policies and procedures that: (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of our company, (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with U. S. GAAP, and that our receipts and expenditures are being made only in accordance with authorizations of our management and directors, and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use or disposition of our assets that could have a material effect on the financial statements. Because of its inherent limitations, internal control over financial reporting may not prevent or detect errors or misstatements in our financial statements. Also, projections of any evaluation of effectiveness to future periods are subject to the risk that controls may become inadequate because of changes in conditions, or that the degree or compliance with the policies or procedures may deteriorate. Management assessed the effectiveness of our internal control over financial reporting as of December 31, 2022. In making these assessments, management used the criteria set forth by the Committee of Sponsoring Organizations of the Treadway Commission in Internal Control- Integrated Framework (2013). Based on our assessments and those criteria, management determined that our internal controls over financial reporting were effective as of December 31, 2022. This Annual Report on Form 10- K does not include an attestation report of internal controls from our independent registered public accounting firm due to our status as an emerging growth company under the JOBS Act. Changes in Internal Control over Financial Reporting There was no change in our internal control over financial reporting that occurred during the fiscal year ended December 31, 2022, covered by this Annual Report on Form 10- K that has materially affected, or is reasonably likely to materially affect, our internal control over financial reporting. Item 9B. Other Information. Item 9C. Disclosure Regarding Foreign Jurisdictions that Prevent Inspections. PART III Item 10. Directors, Executive Officers and Corporate Governance. Our current officers and directors are as follows: Name Age Position Vincent T. Cubbage * Chief Executive Officer and Chairman of the Board of Directors Stephen Pang * President, Chief Financial Officer and Director Juan J. Daboub Independent Director Mary Beth Mandanas Independent Director Greg A. Walker Independent Director Steven C. Schnitzer * Vice President, General Counsel and Secretary Darrell Brock, Jr. * Vice President, Business Development Evan Zimmer * Vice President, Finance * Denotes an executive officer. Vincent T. Cubbage — Chief Executive Officer and Chairman of the Board of Directors. Mr. Cubbage has served as our Chief Executive Officer and as a Director since February 2021 and as Chairman of the Board of Directors since the completion of our Initial Public Offering in July 2021. Mr. Cubbage served as Chief Executive Officer, President and as a director of Tortoise Acquisition II from July 2020 to August 2021 and as Chairman of the Tortoise Acquisition II Board from the completion of its initial public offering in September 2020 to the completion of its initial business combination with Volta Inc. in August 2021. Mr. Cubbage has served on the Board of Directors of Volta Inc. since August 2021 and has served as Interim Chief Executive Officer of Volta Inc. since June 2022. He also served as a member of Volta Inc.’ s Nominating and Governance Committee and Audit Committee from August 2021 to June 2022. Mr. Cubbage served as Chief Executive Officer, President and as a director of Tortoise Acquisition I from November 2018, and as Chairman of the Tortoise Acquisition I Board from the completion of its initial public offering in March 2019, to the completion of its initial business combination with Hyliion on October 1, 2020, and he continues to serve on the board of directors of Hyliion Holdings Corp. and as Chairman of its Compensation Committee and as a member of its Nominating and Corporate Governance Committee. Mr. Cubbage has served as Managing Director — Private Energy of Tortoise Capital Advisors, L. L. C. since January 2019 and of Ecofin Investments, LLC since September 2020. Mr. Cubbage served as the Chief Executive Officer and a member of the Board of Managers of Lightfoot Capital Partners GP LLC, the general partner of Lightfoot Capital Partners, LP, from its formation in 2006 through its wind up in December 2019. He served as Chief Executive Officer, Director and Chairman of the Board of Arc Logistics GP LLC, the general partner of Arc Logistics Partners LP (NYSE: ARCX), formerly a publicly- traded partnership engaged in the midstream business, from October 2013 to the date of its sale in December 2017. From 2007 to 2011, Mr. Cubbage also served on the board of managers of the general partner of International Resources Partners, LP, a private partnership founded by Lightfoot Capital that was engaged in the mining of natural resources. Prior to founding Lightfoot Capital, Mr. Cubbage was a Senior Managing Director and Head of the Midstream sector in the Investment Banking Division of Banc of America Securities from 1998 to 2006. Before joining Banc of America Securities, Mr. Cubbage was a Vice President at Salomon Smith Barney in the Global Energy and Power Group where he worked from 1994 to 1998. Mr. Cubbage received an M. B. A. from the American Graduate School of International Management and a B. A. in Finance from Eastern Washington University. We believe Mr. Cubbage’ s extensive knowledge of the energy industry, as well as his substantial business, leadership and management experience, including serving on the board of directors of publicly traded companies, brings important and valuable skills to our board of directors. Stephen Pang — President, Chief Financial Officer and Director. Mr. Pang has served as our President and Chief Financial Officer and as a Director since February 2021. Mr. Pang has served on the board of directors of Hyliion Holdings Corp. since October 2020 and is a member of its Audit Committee. Mr. Pang served as a director of Tortoise Acquisition II from the completion of its initial public offering in September 2020, and as Chief Financial Officer of Tortoise Acquisition II from July 2020, to the completion of its initial business combination with Volta on August 26, 2021. Mr. Pang served as a director of Tortoise Acquisition I from the completion of its initial public offering in March 2019, and as Chief Financial Officer of Tortoise Acquisition I from January 2020, to the completion of its~~

initial business combination with Hyliion on October 1, 2020. Mr. Pang is a Managing Director and Portfolio Manager at Tortoise, and is responsible for Tortoise' s public and private direct investments across its energy strategies. He has served as a Managing Director of Tortoise Capital Advisors, L. L. C. since January 2019 and of Ecofin Investments, LLC since September 2020. Prior to joining Tortoise in 2014, Mr. Pang was a director in Credit Suisse Securities (USA) LLC' s Equity Capital Markets Group. Before joining Credit Suisse Securities (USA) LLC in 2012, he spent eight years in Citigroup Global Markets Inc.' s Investment Banking Division, where he focused on equity underwriting and corporate finance in the energy sector. Mr. Pang received a B. S. in Business Administration from the University of Richmond and is a CFA charterholder. We believe Mr. Pang' s extensive background in capital markets, finance and investing in the energy industry brings important and valuable skills to our board of directors. Juan J. Daboub — Independent Director. Dr. Daboub has served as a Director since the completion of our Initial Public Offering in July 2021. Dr. Daboub served as a director of Tortoise Acquisition Corp. II and a member of its audit committee from the completion of its initial public offering in September 2020 to the completion of its initial business combination with Volta on August 26, 2021. Dr. Daboub has served on the Board of Directors of Philip Morris International Inc. (NYSE: PM) since May 2021. Dr. Daboub is the founding Chief Executive Officer of the Global Adaptation Institute (ND- GAIN) and has served on its Board of Directors since 2010. Mr. Daboub served as Co- Chair of the World Economic Forum Council on Climate Change from 2012 to 2014 and since 2013, has served as a Panel Member of the Innovation for Change Initiative of the United Nations Secretariat on Climate Change. In 2010, Dr. Daboub became Chairman, President and Chief Executive Officer of the Daboub Partnership, an Areis, LLC advisory firm specialized in the implementation of public policies for countries around the world in sectors such as energy, agriculture, pensions, macroeconomics and fiscal responsibility. Since 1989, he has co- owned several companies in Latin America, including biodegradable packaging materials manufacturing and distribution of internationally recognized brands. He taught at Princeton University in 2010, and is a member of several Boards of Directors of industries in the U. S., Europe, the Middle East and Latin America, including Grupo Financiero Ficohsa in Panamá since 2014; Dorado Partners, LLC in the U. S. since 2014; K & M Advisors, LLC in the U. S. since 2014; and DeNovo Corporate Advisors in Dubai, United Arab Emirates, from 2013 to 2020. He is actively engaged in several social and non- for- profit endeavors that focus on saving lives and improving livelihoods of people in need. Dr. Daboub served as the former Managing Director of the World Bank Group from 2006 to 2010 and former Minister of Finance and Chief of Staff to the President of El Salvador from 1999 to 2004. As Managing Director of the World Bank, he oversaw operations in 110 countries in Africa, the Middle East, East Asia and Latin America. He was also responsible for the oversight of the Human Development and Sustainable Development Networks, the Information Systems Group, the World Bank Institute, the Department of Institutional Integrity and the Arab World Initiative. The Sustainable Development Network partners with countries to develop and invest in energy, water, agriculture and food and became a key player in developing the millennium development goals for the United Nations. As Minister of Finance, Dr. Daboub helped to navigate his native country through several regional economic challenges including securing and sustaining El Salvador' s investment grade rating, " dollarizing " the economy and completing a Free Trade Agreement with the U. S. During this period, he also oversaw the emergency reconstruction of El Salvador after two major earthquakes in 2001. He held high government positions in El Salvador for 12 years from 1992 to 2004, working for three different administrations without belonging to any political party; including joining the Board of CEL, El Salvador' s electric utility, and serving as president of El Salvador' s electric distribution companies. Subsequently, he was named President of ANTEL, the state- owned telecommunications company, which he re- structured and privatized through a competitive and transparent process that also de- monopolized that strategic sector. Dr. Daboub holds a Bachelor' s of Science, Masters of Science and a PhD in Industrial Engineering from North Carolina State University. We believe Dr. Daboub' s significant international experience on market- based solutions to the effects of climate change, sustainability and governance and his experience in finance, as well as his leadership roles, both in the private and public sectors in operations and strategic planning matters, brings important and valuable skills to our board of directors. Mary Beth Mandanas — Independent Director. Ms. Mandanas has served as a Director since the completion of our Initial Public Offering in July 2021. Since January 2022, Ms. Mandanas has served as Chief Executive Officer of Onyx Renewable Partners, LP, a renewable energy development and solutions company established by funds managed by Blackstone Energy Partners, and as a member of its Advisory Board. Since February 2022, Ms. Mandanas has served as a member of the board of directors of Energy Vault Holdings, Inc., an energy storage solutions company. From April 2021 to August 2021, Ms. Mandanas served as Chief Investment Officer of Sol Systems, LLC, a renewable energy infrastructure and impact investment company based in Washington, DC, having worked as a consultant to Sol Systems from August 2020 to April 2021. From the fall of 2015 to May 2020, Ms. Mandanas held the position of Executive Vice President, Chief Strategy Officer, of CleanChoice Energy, Inc., a company engaged in renewable energy retail supply and community solar, where she led strategic planning and was responsible for raising capital, banking / investor relations and establishing protocols for risk management and financial reporting. Prior to joining CleanChoice Energy in 2015, Ms. Mandanas worked in corporate and investment banking for more than 20 years, principally focused in the power and utility sector and executing across multiple facets of corporate finance / strategic advisory transactions, which included capital raising, structured financings, liability / interest rate / commodity risk management, treasury operations, capital allocation strategies, dividend policy and mergers and acquisitions. From 2013 to the fall of 2015, she served as Head of the Power / Utility Group in Corporate Banking at RBC Capital Markets, LLC, where she helped form the renewable tax equity business and grow the renewable loan portfolio. Prior to RBC Capital Markets, Ms. Mandanas served as Managing Director in Citigroup' s North American Power / Utility Corporate and Investment Banking Group from 2007 to 2013. From 1998 to 2007, Ms. Mandanas held various roles at Credit Suisse in the Power and Utility Investment Banking Group and in the Leveraged Finance / Financial Sponsors Group. She has worked across many industries, including companies in the power and utilities, textiles, chemicals, general industrials and education sectors. Additionally, Ms. Mandanas also spearheaded various diversity initiatives at Credit Suisse and was successful in establishing an annual leadership conference for female clients. Prior

~~to joining Credit Suisse, she was a Vice President at NationsBank in New York. Additionally, Ms. Mandanas served on the Board of Trustees for the Business Partnership Foundation for the University of South Carolina for five years. Ms. Mandanas earned her M. B. A. degree from Vanderbilt University and graduated, magna cum laude, with a B. S. from the University of South Carolina. We believe Ms. Mandanas' significant experience and knowledge in finance, risk management and financial reporting, investment banking, business and working with companies involved in clean energy and other areas of the energy industry and commitment to charity, as well as her educational experience, bring important and valuable skills to our board of directors. Greg A. Walker — Independent Director. Mr. Walker has served as a Director since October 31, 2022. From 2011 to 2018, Mr. Walker was a member of the Board of Directors of Armstrong Energy, Inc., which operated mining, processing and loading facilities in the Illinois Basin, where he also served as the Chairman of the Conflicts Committee and a member of the Audit and Compensation Committees. From July 2009 through January 2011, Mr. Walker served as a Senior Vice President of Alpha Natural Resources, Inc., a publicly traded mining company, where he assisted with integration issues after the 2009 merger of Alpha Natural Resources, Inc. and Foundation Coal Holdings, Inc. (" Foundation Holdings "), which was a publicly traded mining company. From 2004 through July 2009, Mr. Walker served as the Senior Vice President, General Counsel and Secretary of Foundation Holdings, which was acquired in 2004 by a consortium of Blackstone Group, L. P., First Reserve Corporation and American Metals & Coal International, Inc. At Foundation Holdings, Mr. Walker oversaw all legal and regulatory matters related to the formation, financing, registration and initial public offering of the company on the NYSE. In his position as General Counsel of Foundation Holdings, he also had management oversight for the legal, environmental, land and government affairs functions at the company and had operational responsibility for the natural gas and coalbed methane business, which was developed into a successful operating asset under his leadership. From 1999 to 2004, Mr. Walker served as the Senior Vice President, General Counsel and Secretary of RAG American Coal Holdings, Inc., which was the predecessor entity to Foundation Holdings. From 1989 through 1999, Mr. Walker served in various capacities in the law department of Cyprus Amax Minerals Company, which was one of the largest integrated mining companies in the United States. From 1986 to 1989, Mr. Walker was a litigation and regulatory attorney for a private law firm. From 1981 through 1986, he held various positions within the law department of Mobil Oil Corporation in New York, New York and Denver, Colorado. Mr. Walker was also a member of the Board of Directors of FutureGen Industrial Alliance, Inc. (" FutureGen ") from 2005 through 2011, and in 2008, he served as the Chairman of the Board of Directors of FutureGen, which was a not- for- profit international alliance of major utilities and mining companies whose members worked with the United States Department of Energy to develop plans to design, build and operate a commercial scale power plant and associated carbon dioxide capture and sequestration project. Mr. Walker received a Bachelor of Arts degree from the University of Pennsylvania, where he graduated cum laude with distinction with a double major in Geology and Environmental Sciences, and a Juris Doctor degree from the University of Florida, College of Law, where he received various awards. Mr. Walker' s extensive knowledge of the energy industry and the regulatory framework relating to the energy industry, as well as his substantial experience in serving on the board of directors and audit committee of a publicly traded company and serving as long- term general counsel and officer of publicly traded and privately held companies, bring important and valuable skills to our board of directors. Steven C. Schnitzer — Vice President, General Counsel and Secretary. Mr. Schnitzer has served as our Vice President, General Counsel and Secretary since February 2021. Mr. Schnitzer served as Vice President, General Counsel and Secretary of Tortoise Acquisition II from the completion of its initial public offering in September 2020 to the completion of its initial business combination on August 26, 2021. Mr. Schnitzer served as Vice President, General Counsel and Secretary of Tortoise Acquisition I from the completion of its initial public offering in March 2019 to the completion of its initial business combination on October 1, 2020, and has served as Director and Private Energy — General Counsel of Tortoise Capital Advisors, L. L. C. since January 2019 and of Ecofin Investments, LLC since September 2020. From June 2022 through August 2022, Mr. Schnitzer also served as Interim General Counsel and, for a portion of that time, Special Counsel of Volta Inc. Mr. Schnitzer served as Senior Vice President, General Counsel and Secretary of Lightfoot Capital Partners GP LLC, the general partner of Lightfoot Capital Partners, LP, from February 2014 through its wind- up in December 2019, and served as Senior Vice President, General Counsel and Secretary of Arc Logistics GP LLC, the general partner of Arc Logistics Partners LP (NYSE: ARCX), formerly a publicly traded partnership, from February 2014 until its sale in December 2017. Prior to joining Lightfoot Capital Partners GP LLC, Mr. Schnitzer practiced law with the firm of Katten Muchin Rosenman LLP, where he served as the Chair of the Corporate Group of the firm' s Washington, DC office from 2001 to January 2014 and specialized in corporate law, including mergers and acquisitions, corporate finance and securities matters. Prior to joining Katten Muchin Rosenman LLP, Mr. Schnitzer was an Associate from 1994 and a Partner from 1997 to 2000 in the Corporate Group of Crowell & Moring LLP in Washington, DC. Prior to joining Crowell & Moring LLP, Mr. Schnitzer was an Associate from 1988 to 1994 in the Corporate Finance Department of Debevoise & Plimpton LLP in New York City. Mr. Schnitzer received a Bachelor of Arts from the University of Maryland and a Juris Doctor degree from Touro College Jacob D. Fuchsberg Law Center, where he graduated cum laude and served as Editor- in- Chief of the law review. Darrell Brock, Jr. — Vice President, Business Development. Mr. Brock has served as our Vice President of Business Development since February 2021. Mr. Brock served as Vice President of Business Development of Tortoise Acquisition II from the completion of its initial public offering in September 2020 to the completion of its initial business combination with Volta on August 26, 2021. Mr. Brock served as Vice President of Business Development of Tortoise Acquisition I from the completion of its initial public offering in March 2019 to the completion of its initial business combination with Hyliion on October 1, 2020, and has served as Director — Private Energy of Tortoise Capital Advisors, L. L. C. since January 2019 and of Ecofin Investments, LLC since September 2020. Mr. Brock served as a Vice President of Lightfoot Capital Partners GP LLC and as Vice President of Business Development of Arc Logistics GP LLC, the general partner of Arc Logistics Partners LP (NYSE: ARCX), formerly a publicly traded partnership engaged in the midstream business, from July 2014 until the sale of Arc Logistics Partners LP in December 2017. From 2010 to June 2014, Mr. Brock served as a consultant to Arc Logistics GP LLC~~

~~and Lightfoot Capital Partners GP LLC. Prior to joining Arc Logistics GP LLC, Mr. Brock was a Managing Partner at The Cumberland Group from 2009 to 2014. From 2007 to 2009, Mr. Brock was President and Chief Executive Officer of the midstream company DTX Oil, LLC. Mr. Brock served as Commissioner of the Kentucky Governor' s Office of Development from 2003 to 2005, where he oversaw state infrastructure and development, and also served as Senior Policy Advisor to the Governor. Mr. Brock received a B. B. A. in Accounting and an M. B. A. from Eastern Kentucky University. Evan Zimmer — Vice President, Finance. Mr. Zimmer has served as our Vice President of Finance since February 2021. Mr. Zimmer served as Vice President of Finance of Tortoise Acquisition II from the completion of its initial public offering in September 2020 to the completion of its initial business combination with Volta on August 26, 2021, and as an Associate of Tortoise Capital Advisors, L. L. C. from January 2019 to September 2020 and supported the business combination activities of Tortoise Acquisition I. Since September 2020, Mr. Zimmer has served as Vice President – Private Energy of Tortoise Capital Advisors, L. L. C. and Ecofin Investments LLC. From April 2015 until February 2018, Mr. Zimmer served as an Associate of Lightfoot Capital Partners GP LLC, the general partner of Lightfoot Capital Partners, LP. Prior to joining Lightfoot Capital Partners GP LLC, Mr. Zimmer served as a Consultant in the Corporate Finance group at FTI Consulting, Inc. Mr. Zimmer received a Bachelor of Science degree in Business Administration from Bucknell University. Number and Terms of Office of Officers and Directors We have five directors. Our board of directors is divided into three classes with only one class of directors being elected in each year and each class (except for those directors appointed prior to our first annual general meeting) serving a three- year term. The term of office of the first class of directors, consisting of Stephen Pang, will expire at our first annual general meeting. The term of office of the second class of directors, consisting of Juan J. Daboub and Greg A. Walker, will expire at the second annual general meeting. The term of office of the third class of directors, consisting of Vincent T. Cubbage and Mary Beth Mandanas, will expire at the third annual general meeting. We may not hold an annual general meeting until after we consummate our initial business combination. Our officers are appointed by the board of directors and serve at the discretion of the board of directors, rather than for specific terms of office. Our board of directors is authorized to appoint persons to the offices set forth in our amended and restated memorandum and articles of association as it deems appropriate. Our amended and restated memorandum and articles of association provide that our officers may consist of a Chairman of the Board, Chief Executive Officer, President, Chief Financial Officer, Vice Presidents, Secretary, Treasurer and such other offices as may be determined by the board of directors. Committees of the Board of Directors Our board of directors has three standing committees: an audit committee, a compensation committee and a nominating and corporate governance committee. Subject to phase- in rules and a limited exception, the rules of the NYSE and Rule 10A of the Exchange Act require that the audit committee of a listed company be comprised solely of independent directors. Subject to phase- in rules and a limited exception, the rules of the NYSE require that the compensation committee and the nominating and corporate governance committee of a listed company be comprised solely of independent directors. The charter of each committee is available on our website. Our board of directors has established an audit committee of the board of directors. Juan J. Daboub, Mary Beth Mandanas and Greg A. Walker serve as members of our audit committee. Under the NYSE listing standards and applicable SEC rules, we are required to have at least three members of the audit committee, all of whom must be independent. Juan J. Daboub, Mary Beth Mandanas and Greg A. Walker are independent. Mary Beth Mandanas serves as chair of the audit committee. Each member of the audit committee is financially literate and our board of directors has determined that Mary Beth Mandanas qualifies as an " audit committee financial expert " as defined in applicable SEC rules. Our board of directors has adopted an audit committee charter, which details the principal functions of the audit committee, including: ● the appointment, compensation, retention, replacement, and oversight of the work of the independent auditors and any other independent registered public accounting firm engaged by us; ● pre- approving all audit and permitted non- audit services to be provided by the independent auditors or any other registered public accounting firm engaged by us, and establishing pre- approval policies and procedures; ● reviewing and discussing with the independent auditors all relationships the auditors have with us in order to evaluate their continued independence; ● setting clear hiring policies for employees or former employees of the independent auditors; ● setting clear policies for audit partner rotation in compliance with applicable laws and regulations; ● obtaining and reviewing a report, at least annually, from the independent auditors describing (i) the independent auditor' s internal quality- control procedures and (ii) any material issues raised by the most recent internal quality- control review, or peer review, of the audit firm, or by any inquiry or investigation by governmental or professional authorities within the preceding five years respecting one or more independent audits carried out by the firm and any steps taken to deal with such issues; ● reviewing and approving any related party transaction required to be disclosed pursuant to Item 404 of Regulation S- K promulgated by the SEC prior to us entering into such transaction; and ● reviewing with management, the independent auditors, and our legal advisors, as appropriate, any legal, regulatory or compliance matters, including any correspondence with regulators or government agencies and any employee complaints or published reports that raise material issues regarding our financial statements or accounting policies and any significant changes in accounting standards or rules promulgated by the FASB, the SEC or other regulatory authorities. Our board of directors has established a compensation committee of the board of directors. Juan J. Daboub, Mary Beth Mandanas and Greg A. Walker serve as members of our compensation committee. Under the NYSE listing standards and applicable SEC rules, we are required to have at least two members of the compensation committee, all of whom must be independent. Juan J. Daboub, Mary Beth Mandanas and Greg A. Walker are independent. Juan J. Daboub serves as chair of the compensation committee. Our board of directors has adopted a compensation committee charter, which details the principal functions of the compensation committee, including: ● reviewing and approving on an annual basis the corporate goals and objectives relevant to our chief executive officer' s compensation, evaluating our chief executive officer' s performance in light of such goals and objectives and determining and approving the remuneration (if any) of our chief executive officer based on such evaluation; ● reviewing and approving on an annual basis the compensation of all of our other officers; ● reviewing on an annual basis our executive compensation policies and plans; ● implementing and administering our incentive compensation equity- based~~

~~remuneration plans; ● assisting management in complying with our proxy statement and annual report disclosure requirements; ● approving all special perquisites, special cash payments and other special compensation and benefit arrangements for our officers and employees; ● if required, producing a report on executive compensation to be included in our annual proxy statement; and ● reviewing, evaluating and recommending changes, if appropriate, to the remuneration for directors. The charter also provides that the compensation committee may, in its sole discretion, retain or obtain the advice of a compensation consultant, legal counsel or other adviser and is directly responsible for the appointment, compensation and oversight of the work of any such adviser. However, before engaging or receiving advice from a compensation consultant, external legal counsel or any other adviser, the compensation committee will consider the independence of each such adviser, including the factors required by the NYSE and the SEC. Nominating and Corporate Governance Committee Our board of directors has established a nominating and corporate governance committee of the board of directors. Juan J. Daboub, Mary Beth Mandanas and Greg A. Walker serve as members of our nominating and corporate governance committee. Greg A. Walker serves as chair of the nominating and corporate governance committee. The primary purposes of our nominating and corporate governance committee are to assist the board in: ● identifying, screening and reviewing individuals qualified to serve as directors and recommending to the board of directors candidates for nomination for election at the annual meeting of shareholders or to fill vacancies on the board of directors; ● developing, recommending to the board of directors and overseeing implementation of our corporate governance guidelines; ● coordinating and overseeing the annual self- evaluation of the board of directors, its committees, individual directors and management in the governance of the company; and ● reviewing on a regular basis our overall corporate governance and recommending improvements as and when necessary. The nominating and corporate governance committee is governed by a charter that complies with the rules of the NYSE. Director Nominations Our nominating and corporate governance committee will recommend to the board of directors candidates for nomination for election at the annual general meeting of the shareholders. The board of directors will also consider director candidates recommended for nomination by our shareholders during such times as they are seeking proposed nominees to stand for election at the next annual general meeting (or, if applicable, an extraordinary general meeting). Our shareholders that wish to nominate a director for appointment to our board of directors should follow the procedures set forth in our amended and restated memorandum and articles of association. We have not formally established any specific, minimum qualifications that must be met or skills that are necessary for directors to possess. In general, in identifying and evaluating nominees for director, our board of directors considers educational background, diversity of professional experience, knowledge of our business, integrity, professional reputation, independence, wisdom, and the ability to represent the best interests of our shareholders. Prior to our initial business combination, holders of our public shares will not have the right to recommend director candidates for nomination to our board of directors. Delinquent Section 16 (a) Reports Section 16 (a) of the Exchange Act requires our officers, directors and persons who beneficially own more than ten percent of any class of equity security which is registered pursuant to Section 12 of the Exchange Act to file reports of ownership and changes in ownership with the SEC. These reporting persons are also required to furnish us with copies of all Section 16 (a) forms they file. Based solely upon a review of the copies of the forms furnished to us, we believe that, during the year ended December 31, 2022, our directors, officers and ten percent holders complied with all filing requirements under Section 16 (a) of the Exchange Act. Code of Ethics and Committee Charters We have adopted a Code of Ethics that applies to all of our directors, officers and employees, including our principal executive, principal financial and principal accounting officers, or persons performing similar functions. Our Code of Ethics is posted on our website located at www. tortoisespac. com. We intend to disclose future amendments to certain provisions of the Code of Ethics, and waivers of the Code of Ethics granted to executive officers and directors, on the website within four business days following the date of the amendment or waiver. Conflicts of Interest Under Cayman Islands law, directors and officers owe the following fiduciary duties: ● duty to act in good faith in what the director or officer believes to be in the best interests of the company as a whole; ● directors should not improperly fetter the exercise of future discretion; ● duty to exercise authority for the purpose for which it is conferred; ● duty not to put themselves in a position in which there is a conflict between their duty to the company and their personal interests; and ● duty to exercise independent judgment. In addition to the above, directors also owe a duty of care which is not fiduciary in nature. This duty has been defined as a requirement to act as a reasonably diligent person having both the general knowledge, skill and experience that may reasonably be expected of a person carrying out the same functions as are carried out by that director in relation to the company and the general knowledge, skill and experience of that director. As set out above, directors have a duty not to put themselves in a position of conflict and this includes a duty not to engage in self-dealing, or to otherwise benefit as a result of their position at the expense of the company. However, in some instances what would otherwise be a breach of this duty can be forgiven and / or authorized in advance by the shareholders provided that there is full disclosure by the directors. This can be done by way of permission granted in the amended and restated memorandum and articles of association or alternatively by shareholder approval at general meetings. Tortoise manages several investment vehicles. Tortoise and its affiliates may compete with us for acquisition opportunities. If these entities or companies decide to pursue any such opportunity, we may be precluded from pursuing such opportunities. In addition, investment ideas generated within Tortoise may be suitable for both us and for current or future Tortoise Funds and may be directed to such affiliates rather than to us. Neither Tortoise nor members of our management team who are also employed by Tortoise have any obligation to present us with any opportunity for a potential business combination of which they become aware. Tortoise and / or our management, in their capacities as partners, officers or employees of Tortoise or in their other endeavors, may be required to present potential business combinations to the related entities described above, current or future affiliates of Tortoise, or third parties, before they present such opportunities to us. Additionally, Tortoise and certain of our officers and directors are, and may in the future become, affiliated with entities that are engaged in a similar business. Notwithstanding the foregoing, we may pursue an Affiliated Joint Acquisition opportunity with any affiliates of Tortoise or the Tortoise Funds. Such entities may co-invest with us in the target business at the time of our initial business combination, or we could raise additional proceeds to~~

~~complete the acquisition by issuing to such entity a class of equity or equity- linked securities. Each of our officers and directors presently has, and any of them in the future may have additional fiduciary or contractual obligations to other entities pursuant to which such officer or director is or will be required to present a business combination opportunity to such entity. Accordingly, if any of our officers or directors becomes aware of a business combination opportunity which is suitable for an entity to which he or she has then- current fiduciary or contractual obligations, he or she will honor his or her fiduciary or contractual obligations to present such opportunity to such other entity. We do not believe, however, that the fiduciary duties or contractual obligations of our officers or directors will materially affect our ability to complete our business combination. In addition, we may pursue an Affiliated Joint Acquisition opportunity with an entity to which an officer or director has a fiduciary or contractual obligation. Any such entity may co- invest with us in the target business at the time of our initial business combination, or we could raise additional proceeds to complete the acquisition by issuing to such entity a class of equity or equity- linked securities. Our amended and restated memorandum and articles of association provides that we renounce our interest in any corporate opportunity offered to any director or officer unless such opportunity is expressly offered to such person solely in his or her capacity as a director or officer of our company and such opportunity is one we are legally and contractually permitted to undertake and would otherwise be reasonable for us to pursue. Our Sponsor, members of our management team or their affiliates may sponsor other special purpose acquisition companies similar to ours during the period in which we are seeking an initial business combination and our officers and directors may become an officer or director of any other special purpose acquisition company with a class of securities registered under the Exchange Act, even before we have entered into a letter of intent, agreement in principle or definitive agreement regarding our initial business combination. Any such companies may present additional conflicts of interest in pursuing an acquisition target, particularly in the event there is an overlap among the management teams. Investors and potential investors should also be aware of the following other potential conflicts of interest: ● None of our officers or directors is required to commit his or her full time to our affairs and, accordingly, may have conflicts of interest in allocating his or her time among various business activities. ● In the course of their other business activities, our officers and directors may become aware of investment and business opportunities which may be appropriate for presentation to us as well as the other entities with which they are affiliated. Our management may have conflicts of interest in determining to which entity a particular business opportunity should be presented. ● Tortoise and our Sponsor, officers and directors are not entitled to redemption rights with respect to any Founder Shares or public shares held by them in connection with the consummation of our initial business combination. Additionally, Tortoise and our Sponsor, officers and directors are not entitled to rights to liquidating distributions with respect to any Founder Shares held by them if we fail to consummate our initial business combination within 24 months (or 27 months, as applicable) after the closing of our Initial Public Offering. If we do not complete our initial business combination within such applicable time period, the proceeds of the sale of the Private Placement Warrants held in the Trust Account will be used to fund the redemption of our public shares, and the Private Placement Warrants will expire worthless. Furthermore, our initial shareholders have agreed not to transfer, assign or sell any Founder Shares held by them until one year after the date of the consummation of our initial business combination or earlier if, subsequent to our initial business combination, (i) the last sale price of our Class A ordinary shares equals or exceeds $ 12. 00 per share (as adjusted for share sub- divisions, share dividends, reorganizations, recapitalizations and the like) for any 20 trading days within any 30- trading day period commencing at least 120 days after our initial business combination or (ii) we consummate a subsequent liquidation, merger, share exchange or other similar transaction which results in all of our shareholders having the right to exchange their ordinary shares for cash, securities or other property. With certain limited exceptions, the Private Placement Warrants and Class A ordinary shares underlying such warrants will not be transferable, assignable or saleable until 30 days after the completion of our initial business combination. Since our Sponsor and officers and directors directly or indirectly own ordinary shares and warrants, our officers and directors may have a conflict of interest in determining whether a particular target business is an appropriate business with which to effectuate our initial business combination. ● Our officers and directors may have a conflict of interest with respect to evaluating a particular business combination if the retention or resignation of any such officers and directors was included by a target business as a condition to any agreement with respect to our initial business combination. ● Our Sponsor, officers or directors may have a conflict of interest with respect to evaluating a business combination and financing arrangements as we may obtain loans from our Sponsor or an affiliate of our Sponsor or any of our officers or directors to finance general working capital needs in connection with an intended initial business combination. Up to $ 1, 500, 000 of such loans may be convertible into warrants at a price of $ 1. 50 per warrant at the option of the lender. Such warrants would be identical to the Private Placement Warrants, including as to exercise price, exercisability and exercise period. The conflicts described above may not be resolved in our favor. We are not prohibited from pursuing an initial business combination with a company that is affiliated with our Sponsor, officers or directors or making the acquisition through a joint venture or other form of shared ownership with our Sponsor, officers or directors. In the event we seek to complete our initial business combination with a business combination target that is affiliated with our Sponsor, officers or directors, we, or a committee of independent directors, would obtain an opinion from an independent investment banking firm which is a member of FINRA or from an independent accounting firm that such initial business combination is fair to our company from a financial point of view. We are not required to obtain such an opinion in any other context. Furthermore, in no event will our Sponsor or any of our existing officers or directors, or any of their respective affiliates, be paid by the company any finder' s fee, consulting fee or other compensation prior to, or for any services they render in order to effectuate, the completion of our initial business combination. Further, we reimburse an amount equal to $ 10, 000 per month to Tortoise Capital Advisors, L. L. C., an affiliate of our Sponsor, for office space, utilities and secretarial and administrative support made available to us. We cannot assure you that any of the above mentioned conflicts will be resolved in our favor. In the event that we submit our initial business combination to our public shareholders for a vote, we will complete our initial business combination only if we obtain the approval of an ordinary resolution under Cayman Islands law, or such~~

~~higher percentage as may be required by Cayman Islands law, and pursuant to our amended and restated memorandum and articles of association. Tortoise and our Sponsor and each member of our management team have agreed to vote any Founder Shares held by them and any public shares held by them in favor of our initial business combination. Limitation on Liability and Indemnification of Officers and Directors Cayman Islands law does not limit the extent to which a company' s memorandum and articles of association may provide for indemnification of officers and directors, except to the extent any such provision may be held by the Cayman Islands courts to be contrary to public policy, such as to provide indemnification against willful default, willful neglect, actual fraud or the consequences of committing a crime. Our amended and restated memorandum and articles of association provides that our officers and directors are indemnified by us to the fullest extent permitted by law, as it now exists or may in the future be amended, including for any liability incurred in their capacities as such, except through their own actual fraud, willful default or willful neglect. Our officers and directors have agreed, and any persons who may become officers or directors prior to the initial business combination will agree, to waive any right, title, interest or claim of any kind in or to any monies in the Trust Account, and to waive any right, title, interest or claim of any kind they may have in the future as a result of, or arising out of, any services provided to us and will not seek recourse against the Trust Account for any reason whatsoever. Accordingly, any indemnification provided will only be able to be satisfied by us if (i) we have sufficient funds outside of the Trust Account or (ii) we consummate an initial business combination. Our indemnification obligations may discourage shareholders from bringing a lawsuit against our officers or directors for breach of their fiduciary duty. These provisions also may have the effect of reducing the likelihood of derivative litigation against our officers and directors, even though such an action, if successful, might otherwise benefit us and our shareholders. Furthermore, a shareholder' s investment may be adversely affected to the extent we pay the costs of settlement and damage awards against our officers and directors pursuant to these indemnification provisions. We believe that these provisions, the insurance and the indemnity agreements are necessary to attract and retain talented and experienced officers and directors. Item 11. Executive Compensation. None of our officers or directors have received any cash compensation for services rendered to us. Commencing on the date that our securities were first listed on the NYSE through the earlier of consummation of our initial business combination and our liquidation, we have agreed to reimburse Tortoise Capital Advisors, L. L. C., an affiliate of our Sponsor, a total of $ 10, 000 per month for office space, utilities and secretarial and administrative support made available to us. In addition, our Sponsor, executive officers and directors, or any of their respective affiliates, will be reimbursed for any out- of- pocket expenses incurred in connection with activities on our behalf such as identifying potential target businesses and performing due diligence on suitable business combinations. Our audit committee will review on a quarterly basis all payments that were made to our Sponsor, officers or directors, or our or their affiliates. Any such payments prior to an initial business combination will be made using funds held outside the Trust Account. Other than quarterly audit committee review of such reimbursements, we do not expect to have any additional controls in place governing our reimbursement payments to our directors and officers for their out- of- pocket expenses incurred in connection with our activities on our behalf in connection with identifying and consummating an initial business combination. Other than these payments and reimbursements, no compensation of any kind, including finder' s and consulting fees, will be paid by the company to our Sponsor, officers and directors, or any of their respective affiliates, prior to completion of our initial business combination. After the completion of our initial business combination, directors or members of our management team who remain with us may be paid consulting or management fees from the combined company. All of these fees will be fully disclosed to shareholders, to the extent then known, in the proxy solicitation or tender offer materials (as applicable) furnished to our shareholders in connection with a proposed business combination. We have not established any limit on the amount of such fees that may be paid by the combined company to our directors or members of management. It is unlikely the amount of such compensation will be known at the time of the proposed business combination, because the directors of the post- combination business will be responsible for determining officer and director compensation. Any compensation to be paid to our officers will be determined, or recommended to the board of directors for determination, either by a compensation committee constituted solely by independent directors or by a majority of the independent directors on our board of directors. We do not intend to take any action to ensure that members of our management team maintain their positions with us after the consummation of our initial business combination, although it is possible that some or all of our officers and directors may negotiate employment or consulting arrangements to remain with us after our initial business combination. The existence or terms of any such employment or consulting arrangements to retain their positions with us may influence our management' s motivation in identifying or selecting a target business but we do not believe that the ability of our management to remain with us after the consummation of our initial business combination will be a determining factor in our decision to proceed with any potential business combination. We are not party to any agreements with our officers and directors that provide for benefits upon termination of employment. Item 12. Security Ownership of Certain Beneficial Owners and Management and Related Stockholder Matters. The following table sets forth information regarding the beneficial ownership of our ordinary shares as of March 22, 2023 by: ● each person known by us to be the beneficial owner of more than 5 % of our outstanding ordinary shares; ● each of our named executive officers and directors that beneficially owns our ordinary shares; and ● all our executive officers and directors as a group. Unless otherwise indicated, we believe that all persons named in the table have sole voting and investment power with respect to all ordinary shares beneficially owned by them. The following table does not reflect record or beneficial ownership of the public warrants or the Private Placement Warrants. Name and Address of Beneficial Owner (1) Number of Shares Beneficially Owned Approximate Percentage of Outstanding Ordinary Shares TortoiseEcofin Sponsor III LLC (our Sponsor) (2) (3) 6, 855, 000 15. 9 % Adage Capital Partners, L. P. (4) 2, 850, 000 6. 6 % Aristeia Capital, L. L. C. (5) 3, 246, 575 7. 5 % Cantor Fitzgerald Securities (6) 2, 504, 271 5. 8 % D. E. Shaw Valence Portfolios, L. L. C. (7) 2, 970, 000 6. 9 % Linden Capital L. P. (8) 2, 970, 000 6. 9 % Sandia Investment Management L. P. (9) 2, 675, 970 6. 2 % Vincent T. Cubbage — * Stephen Pang — * Juan J. Daboub (2) 40, 000 * Mary Beth Mandanas (2) 40, 000 * Greg A. Walker (2) 40, 000 * Steven C. Schnitzer — * Darrell Brock, Jr. — * Evan J. Zimmer — All directors and executive~~

~~officers as a group (8 individuals) 120, 000 * * Less than one percent.. (1) This table is based on 43, 125, 000 ordinary shares outstanding at March 22, 2023, of which 34, 500, 000 were Class A ordinary shares and 8, 625, 000 were Class B ordinary shares. Unless otherwise noted, the business address of each of the following entities or individuals is 6363 College Boulevard, Overland Park, KS 66211. (2) Interests shown consist solely of Founder Shares, classified as Class B ordinary shares. Such shares will automatically convert into Class A ordinary shares at the time of our initial business combination on a one- for- one basis, subject to adjustment. (3) TortoiseEcofin Sponsor III LLC is the record holder of the shares reported herein. TortoiseEcofin Borrower LLC is the managing member of TortoiseEcofin Sponsor III LLC. TortoiseEcofin Parent Holdco LLC is the sole member of TortoiseEcofin Borrower LLC, and TortoiseEcofin Investments, LLC is the sole member of TortoiseEcofin Parent Holdco LLC. TortoiseEcofin Investments, LLC is controlled by a board of directors, which consists of Robert M. Belke, Brad Armstrong, H. Kevin Birzer, Gary P. Henson, Brad Hilsabeck, Ron Cordes and Rehana Nathoo. Accordingly, the members of the board of directors of TortoiseEcofin Investments, LLC may be deemed to have or share beneficial ownership of the ordinary shares held directly by TortoiseEcofin Sponsor III LLC. In addition, Vincent T. Cubbage, Stephen Pang, Steven C. Schnitzer, Darrell Brock, Jr. and Evan Zimmer (or their family trusts, as applicable) are members of TortoiseEcofin Sponsor III LLC. Mr. Cubbage, Mr. Pang, Mr. Schnitzer, Mr. Brock and Mr. Zimmer have no voting or dispositive power over such securities and hereby disclaim beneficial ownership of such securities. (4) According to a Schedule 13G filed with the SEC on August 2, 2021 (as amended on February 10, 2022) on behalf of Adage Capital Partners, L. P., Adage Capital Partners GP, L. L. C., Adage Capital Advisors, L. L. C., Robert Atchinson and Phillip Gross, the shares reported herein are directly owned by Adage Capital Partners, L. P. Adage Capital Partners GP, L. L. C. is the general partner of Adage Capital Partners, L. P., Adage Capital Advisors, L. L. C. is the managing member of Adage Capital Partners GP, L. L. C., and Messrs. Atchinson and Gross are managing members of Adage Capital Advisors, L. L. C. Adage Capital Partners, L. P. has the power to dispose of and the power to vote the Class A ordinary shares beneficially owned by it, which power may be exercised by its general partner, Adage Capital Partners GP, L. L. C. Adage Capital Advisors, L. L. C., as managing member of Adage Capital Partners GP, L. L. C., directs Adage Capital Partners GP, L. L. C.' s operations. Messrs. Atchinson and Gross, as managing members of Adage Capital Advisors, L. L. C., have shared power to vote the Class A ordinary shares beneficially owned by Adage Capital Partners, L. P. The business address of this shareholder is 200 Clarendon Street, 52nd Floor, Boston, MA 02116. (5) According to a Schedule 13G filed with the SEC on February 14, 2023 on behalf of Aristeia Capital, L. L. C., the shares reported herein are directly owned by Aristeia Capital, L. L. C. The business address of Aristeia Capital, L. L. C. is One Greenwich Plaza, 3rd Floor, Greenwich, CT 06830. (6) According to a Schedule 13G filed with the SEC on October 26, 2022 (as amended on February 15, 2023) on behalf of Cantor Fitzgerald Securities, Cantor Fitzgerald, L. P., CF Group Management, Inc. and Howard W. Lutnick, Cantor Fitzgerald Securities is the record holder of the shares reported herein. CF Group Management, Inc. is the managing partner of Cantor Fitzgerald, L. P. and directly or indirectly controls the managing general partner of Cantor Fitzgerald Securities. Mr. Lutnick is Chairman and Chief Executive of CF Group Management, Inc. and trustee of CF Group Management, Inc.' s sole stockholder. Cantor Fitzgerald, L. P., indirectly, holds a majority of the ownership interests of Cantor Fitzgerald Securities. As such, each of Cantor Fitzgerald, L. P., CF Group Management, Inc. and Mr. Lutnick may be deemed to have beneficial ownership of the securities directed held by Cantor Fitzgerald Securities. The business address of this shareholder is 110 East 59th Street, New York, New York 10022. (7) According to a Schedule 13G filed with the SEC on August 2, 2021 on behalf of D. E. Shaw Valence Portfolios, L. L. C., D. E. Shaw & Co., L. L. C., D. E. Shaw & Co., L. P., and David E. Shaw, the shares reported herein are directly owned by D. E. Shaw Valence Portfolios, L. L. C. David E. Shaw does not own any Class A ordinary shares directly. By virtue of David E. Shaw' s position as President and sole shareholder of D. E. Shaw & Co., Inc., which is the general partner of D. E. Shaw & Co., L. P., which in turn is the investment adviser of D. E. Shaw Valence Portfolios, L. L. C., and by virtue of David E. Shaw' s position as President and sole shareholder of D. E. Shaw & Co. II, Inc., which is the managing member of D. E. Shaw & Co., L. L. C., which in turn is the manager of D. E. Shaw Valence Portfolios, L. L. C., David E. Shaw may be deemed to have the shared power to vote or direct the vote of, and the shared power to dispose or direct the disposition of, the Class A ordinary shares, therefore, David E. Shaw may be deemed to be the beneficial owner of such Class A ordinary shares. David E. Shaw disclaims beneficial ownership of such Class A ordinary shares. The business address of this shareholder is 1166 Avenue of the Americas, 9th Floor, New York, NY 10036. (8) According to a Schedule 13G filed with the SEC on July 28, 2021 (as amended on February 3, 2022) on behalf of Linden Capital L. P., Linden GP LLC, Linden Advisors LP and Siu Min Wong, the shares reported herein are directly owned by Linden Capital L. P. Linden GP LLC is the general partner of Linden Capital L. P. and, in such capacity, may be deemed to beneficially own the Class A ordinary shares held by Linden Capital L. P. Linden Advisors LP is the investment manager of Linden Capital L. P. Mr. Wong is the principal owner and controlling person of Linden Advisors LP and Linden GP LLC. In such capacities, Linden Advisors LP and Mr. Wong may each be deemed to beneficially own the Class A ordinary shares held by Linden Capital L. P. The business address of Linden Capital L. P. is Victoria Place, 31 Victoria Street, Hamilton HM10, Bermuda and the business address of Linden Advisors LP, Linden GP LLC and Mr. Wong is 590 Madison Avenue, 15th Floor, New York, New York 10022. (9) According to a Schedule 13G filed with the SEC on February 14, 2022 (as amended on February 14, 2023) on behalf of Sandia Investment Management L. P. and Timothy J. Sichler, the shares reported herein are beneficially owned by Sandia Investment Management L. P. in its capacity as investment manager to a private investment vehicle and separately managed accounts. Mr. Sichler serves as Managing Member of the general partner of Sandia Investment Management L. P., and in such capacity may be deemed to indirectly beneficially own the Class A ordinary shares held by Sandia Investment Management L. P. The business address of this shareholder is 201 Washington Street, Boston, MA 02108. Item 13. Certain Relationships and Related Transactions, and Director Independence. In February 2021, 7, 187, 500 Founder Shares were issued to our Sponsor in exchange for the payment of $ 25, 000 of expenses on our behalf, or approximately $ 0. 003 per share. In February 2021, we effected a share capitalization with respect to our Class B ordinary shares of 1, 437, 500~~

~~shares thereof, resulting in our Sponsor holding an aggregate of 8, 625, 000 Founder Shares (up to 1, 125, 000 shares of which were subject to forfeiture to the extent the underwriters in our Initial Public Offering did not exercise their over- allotment option). The number of Founder Shares issued was determined based on the expectation that such Founder Shares would represent 20 % of the outstanding shares upon completion of our Initial Public Offering. In July 2021, our Sponsor forfeited a total of 120, 000 Founder Shares and we issued 40, 000 Founder Shares to each of our independent directors. In connection with the Anchor Investors purchasing 32, 400, 000 Units in our Initial Public Offering and the Over- allotment, our Sponsor sold an aggregate of 1, 650, 000 Founder Shares to the Anchor Investors. In July 2021, we consummated the Over- Allotment and 1, 125, 000 Founder Shares were no longer subject to forfeiture. On October 28, 2022, one of our independent directors resigned and forfeited their 40, 000 Founder Shares. On October 31, 2022, we issued 40, 000 Founder Shares to a newly appointed independent director. TortoiseEcofin Borrower purchased an aggregate of 6, 333, 333 Private Placement Warrants for a purchase price of $ 1. 50 per warrant in a private placement that occurred simultaneously with the closing of our Initial Public Offering. Concurrently with the consummation of the Over- Allotment, TortoiseEcofin Borrower purchased 600, 000 additional Private Placement Warrants. As such, our Sponsor' s interest in this transaction is valued at approximately $ 10, 400, 000. Each Private Placement Warrant entitles the holder to purchase one of our Class A ordinary shares at $ 11. 50 per share. The Private Placement Warrants (including the Class A ordinary shares issuable upon exercise thereof) may not, subject to certain limited exceptions, be transferred, assigned or sold by the holder until 30 days after the completion of our initial business combination. As more fully discussed in " Part III, Item 10. Directors, Executive Officers and Corporate Governance — Conflicts of Interest, " if any of our officers or directors becomes aware of a business combination opportunity that falls within the line of business of any entity to which he or she has then- current fiduciary or contractual obligations, he or she will honor his or her fiduciary or contractual obligations to present such business combination opportunity to such entity. Our officers and directors currently have certain relevant fiduciary duties or contractual obligations that may take priority over their duties to us. We may pursue an Affiliated Joint Acquisition opportunity with an entity to which an officer or director has a fiduciary or contractual obligation. Any such entity may co- invest with us in the target business at the time of our initial business combination, or we could raise additional proceeds to complete the acquisition by issuing to such entity a class of equity or equity- linked securities. On July 19, 2021, we entered into an administrative support agreement with Tortoise Capital Advisors, L. L. C., an affiliate of our Sponsor, pursuant to which we agreed to reimburse Tortoise Capital Advisors, L. L. C. a total of $ 10, 000 per month for office space, utilities and secretarial and administrative support made available to us. Upon completion of our initial business combination or our liquidation, we will cease paying these monthly fees. Other than these monthly fees, no compensation of any kind, including finder' s and consulting fees, will be paid by the company to our Sponsor, officers and directors, or any of their respective affiliates, for services rendered prior to or in connection with the completion of an initial business combination. However, these individuals will be reimbursed for any out- of- pocket expenses incurred in connection with activities on our behalf such as identifying potential target businesses and performing due diligence on suitable business combinations. Our audit committee will review on a quarterly basis all payments that were made to our Sponsor, officers, directors or our or their affiliates and will determine which expenses and the amount of expenses that will be reimbursed. There is no cap or ceiling on the reimbursement of out- of- pocket expenses incurred by such persons in connection with activities on our behalf. After our initial business combination, members of our management team who remain with us may be paid consulting, management or other fees from the combined company with any and all amounts being fully disclosed to our shareholders, to the extent then known, in the tender offer or proxy solicitation materials (as applicable) furnished to our shareholders. It is unlikely that the amount of such compensation will be known at the time of distribution of such tender offer materials or at the time of a shareholders meeting held to consider our initial business combination, as applicable, as it will be up to the directors of the post- combination business to determine executive and director compensation. Related Party Loans and Advances Until the consummation of our Initial Public Offering, our only source of liquidity was an initial sale of Founder Shares to our Sponsor. Additionally, our Sponsor advanced us funds totaling approximately $ 195, 000 to cover expenses related to our Initial Public Offering and certain operating expenses. On July 22, 2021, we repaid our Sponsor in full and borrowings under the Note are no longer available. In addition, in order to finance general working capital needs in connection with an intended initial business combination, our Sponsor or an affiliate of our Sponsor or certain of our officers and directors may, but are not obligated to, loan us funds as may be required. If we complete an initial business combination, we would repay such loaned amounts. In the event that our initial business combination does not close, we may use a portion of the working capital held outside the Trust Account to repay such loaned amounts but no proceeds from our Trust Account would be used for such repayment. Up to $ 1, 500, 000 of such loans may be convertible into warrants at a price of $ 1. 50 per warrant at the option of the lender. The warrants would be identical to the Private Placement Warrants, including as to exercise price, exercisability and exercise period. Except as set forth above and for the 2023 Note described below, the terms of such loans by our Sponsor or an affiliate of our Sponsor or our officers and directors have not been determined and no written agreements exist with respect to such loans. Prior to the completion of our initial business combination, we do not expect to seek loans from parties other than our Sponsor or an affiliate of our Sponsor as we do not believe third parties will be willing to loan such funds and provide a waiver against any and all rights to seek access to funds in our Trust Account. On February 1, 2023, the Company issued the 2023 Note in the principal amount of $ 500, 000 to TortoiseEcofin Borrower. The 2023 Note is not convertible into equity securities, does not bear interest and is repayable in full upon consummation of a Business Combination. If the Company does not complete a Business Combination, the 2023 Note will not be repaid and all amounts owed under it will be forgiven. The Company has borrowed $ 150, 000 under the 2023 Note. Registration Rights The holders of the Founder Shares, Private Placement Warrants and warrants that may be issued upon conversion of working capital loans (and any Class A ordinary shares issuable upon the exercise of the Private Placement Warrants and warrants that may be issued upon conversion of working capital loans and upon conversion of the Founder Shares) will be entitled to registration rights pursuant to a registration rights agreement, dated July 19, 2021, requiring us to register such~~

~~securities for resale (in the case of the Founder Shares, only after conversion to our Class A ordinary shares). The holders of these securities, having a value of at least $ 25 million in the aggregate, are entitled to make up to three demands, excluding short form demands, that we register such securities. In addition, the holders have certain " piggy- back " registration rights with respect to registration statements filed subsequent to our completion of our initial business combination and rights to require us to register for resale such securities pursuant to Rule 415 under the Securities Act. However, the registration rights agreement provides that we will not permit any registration statement filed under the Securities Act to become effective until termination of the applicable lock- up period, which occurs (a) in the case of the Founder Shares, on the earlier of (A) one year after the completion of our initial business combination and (B) subsequent to our business combination, (i) if the last sale price of our Class A ordinary shares equals or exceeds $ 12. 00 per share (as adjusted for stock splits, stock dividends, reorganizations, recapitalizations and the like) for any 20 trading days within any 30- trading day period commencing at least 120 days after our initial business combination or (ii) the date on which we complete a liquidation, merger, share exchange, reorganization or other similar transaction that results in all of our shareholders having the right to exchange their ordinary shares for cash, securities or other property and (b) in the case of the Private Placement Warrants and the respective Class A ordinary shares underlying such warrants, 30 days after the completion of our initial business combination. We will bear the expenses incurred in connection with the filing of any such registration statements. The NYSE listing standards require that a majority of our board of directors be independent. An " independent director " is defined generally as a person who has no material relationship with the listed company (either directly or as a partner, shareholder or officer of an organization that has a relationship with the company). Our board of directors has determined that Juan J. Daboub, Mary Beth Mandanas and Greg A. Walker are " independent directors " as defined in the NYSE listing standards and applicable SEC rules. Our independent directors have regularly scheduled meetings at which only independent directors are present. Item 14. Principal Accountant Fees and Services. Fees for professional services provided by our independent registered public accounting firm since inception include: Year ended December 31, 2022 For the period from February 3, 2021 (date of inception) through December 31, 2021 Audit Fees (1) $ 74, 990 146, 045 Audit- Related Fees (2) — — Tax Fees (3) 7, 750 — All Other Fees (4) — — Total $ 78, 740 146, 045 (1) Audit Fees. Audit fees consist of fees billed for professional services rendered by our independent registered public accounting firm for the audit of our annual financial statements and review of financial statements included in~~ our Quarterly Reports on Form 10- Q ~~or services that are normally provided by our independent registered public accounting firm in connection with statutory and regulatory filings or engagements. (2) Audit- Related Fees. Audit- related fees consist of fees billed for assurance and related services that are reasonably related to performance of the audit or review of our financial statements and are not reported under " Audit Fees. " These services include attest services that are not required by statute or regulation and consultation concerning financial accounting and reporting standards. (3) Tax Fees. Tax fees consist of fees billed for professional services rendered by our independent registered public accounting firm for tax compliance, tax advice, and tax planning. (4) All Other Fees. All other fees consist of fees billed for all other services. Policy on Board Pre- Approval of Audit and Permissible Non- Audit Services of the Independent Auditors The audit committee is responsible for appointing, setting compensation and overseeing the work of our independent registered public accounting firm. In recognition of this responsibility, the audit committee shall review and, in its sole discretion, pre- approve all audit and permitted non- audit services to be provided by our independent registered public accounting firm as provided under the audit committee charter. PART IV Item 15. Exhibits and Financial Statement Schedules. (a) The following documents are filed as part of this Annual Report on Form 10- K: Financial Statements: See " Index to Financial Statements " at " Item 8. Financial Statements and Supplementary Data " herein. (b) Exhibits: The exhibits listed in the accompanying index to exhibits are filed or incorporated by reference as part of this Annual Report on Form 10- K. Exhibits not incorporated by reference to a prior filing are designated by an asterisk (*); all exhibits not so designated are incorporated by reference to a prior filing as indicated. Exhibit Number Description 3. 1 Amended and Restated Memorandum and Articles of Association of TortoiseEcofin Acquisition Corp. III (incorporated by reference to Exhibit 3. 1 to the Company' s Current Report on Form 8- K (File No. 001- 40633)~~ filed with the SEC on ~~July 22~~ **November 14, 2023, August 11, 2023, May 11, 2023, November 11, 2022, August 11, 2022, May 11, 2022, November 11** , 2021 **(as amended** ) **and August 31, 2021,** ~~. 4. 1 Specimen Class A Ordinary Share Certificate (incorporated by reference to Exhibit 4. 1 to~~ the **Extension Proxy** ~~Company' s Registration~~ Statement ~~on Form S- 1 (File No. 333- 253586)~~ filed with the SEC on February ~~26~~ **29** , ~~2021~~ **2024 and in the** ~~). 4. 2 Specimen Unit Certificate (incorporated by reference to Exhibit 4. 2 to the~~ **other reports we** ~~Company' s Registration Statement on Form S- 1 (File No. 333- 253586) filed~~ - **file** with the SEC ~~on May 4, 2021)~~ . **Furthermore** ~~4. 3 Specimen Warrant Certificate (incorporated by reference to Exhibit 4. 3 to the Company' s Registration Statement on Form S- 1 (File No. 333- 253586) filed with the SEC on May 4~~ , **if** ~~2021). 4. 4 Warrant Agreement, dated July 19, 2021, between TortoiseEcofin Acquisition Corp. III and Continental Stock Transfer & Trust Company, as warrant agent (incorporated by reference to Exhibit 4. 1 to the Company' s Current Report on Form 8- K (File No. 001- 40633) filed with the SEC on July 22 2021). 4. 5 Description of Securities (incorporated by reference to Exhibit 4. 5 to the Company' s Annual Report on Form 10- K (File No. 001- 40633) filed with the SEC on March 24, 2022). 10. 1 Letter Agreement, dated July 19, 2021, among TortoiseEcofin Acquisition Corp. III, its officers and directors, TortoiseEcofin Sponsor III LLC and TortoiseEcofin Borrower LLC (incorporated by reference to Exhibit 10. 1 to the Company' s Current Report on Form 8- K (File No. 001- 40633) filed with the SEC on July 22, 2021). 10. 2 Investment Management Trust Agreement, dated July 19, 2021, between TortoiseEcofin Acquisition Corp. III and Continental Stock Transfer & Trust Company, as trustee (incorporated by reference to Exhibit 10. 2 to the Company' s Current Report on Form 8- K (File No. 001- 40633) filed with the SEC on July 22, 2021). 10. 3 Registration Rights Agreement, dated July 19, 2021, among TortoiseEcofin Acquisition Corp. III, its officers and directors, TortoiseEcofin Sponsor III LLC, TortoiseEcofin Borrower LLC and the other parties named therein (incorporated by reference to Exhibit 10. 3 to the Company' s Current Report on Form 8- K (File No. 001- 40633) filed with the SEC on July 22, 2021). 10. 4 Administrative Support Agreement, dated July 19, 2021, between TortoiseEcofin Acquisition Corp. III and~~

~~Tortoise Capital Advisors, L. L. C. (incorporated by reference to Exhibit 10. 4 to the Company' s Current Report on Form 8- K (File No. 001- 40633) filed with the SEC on July 22, 2021). 10. 5 Private Placement Warrants Purchase Agreement, dated July 19, 2021, between TortoiseEcofin Acquisition Corp. III and TortoiseEcofin Borrower LLC (incorporated by reference to Exhibit 10. 5 to the Company' s Current Report on Form 8- K (File No. 001- 40633) filed with the SEC on July 22, 2021). 10. 6 Form of Indemnification Agreement (incorporated by reference to Exhibit 10. 7 to the Company' s Registration Statement on Form S- 1 (File No. 333- 253586) filed with the SEC on February 26, 2021). 31. 1 * Certification of Principal Executive Officer pursuant to Rules 13a- 14 (a) and 15d- 14 (a) under the Securities Exchange Act of 1934, as adopted pursuant to Section 302 of the Sarbanes- Oxley Act of 2002. 31. 2 * Certification of Principal Financial Officer pursuant to Rules 13a- 14 (a) and 15d- 14 (a) under the Securities Exchange Act of 1934, as adopted pursuant to Section 302 of the Sarbanes- Oxley Act of 2002. 32. 1 * Certification of Principal Executive Officer pursuant to 18 U. S. C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes- Oxley Act of 2002. 32. 2 * Certification of Principal Financial Officer pursuant to 18 U. S. C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes- Oxley Act of 2002. 101. INS * Inline XBRL Instance Document 101. SCH * Inline XBRL Taxonomy Extension Schema Document 101. CAL * Inline XBRL Taxonomy Calculation Linkbase Document 101. DEF * Inline XBRL Taxonomy Definition Linkbase Document 101. LAB * Inline XBRL Taxonomy Extension Label Linkbase Document 101. PRE * Inline XBRL Taxonomy Extension Presentation Linkbase Document 104 * Cover Page Interactive Data File (formatted as Inline XBRL and contained in Exhibit 101). SIGNATURES Pursuant to the requirements of Section 13 or 15 (d) of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized. TORTOISEECOFIN ACQUISITION CORP. III Date: March 22, 2023 By: / s / Vincent T. Cubbage Vincent T. Cubbage Chief Executive Officer (Principal Executive Officer) Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, this Annual Report on Form 10- K has been signed below by the following persons on behalf of the registrant in the capacities and on the dates indicated. Name Title Date / s / Vincent T. Cubbage Chief Executive Officer and March 22, 2023 Vincent T. Cubbage Chairman of the Board of Directors (Principal Executive Officer) / s / Stephen Pang President, Chief Financial Officer and Director March 22, 2023 Stephen Pang (Principal Financial Officer and Principal Accounting Officer) / s / Juan J. Daboub Director March 22, 2023 Juan J. Daboub / s / Mary Beth Mandanas Director March 22, 2023 Mary Beth Mandanas / s / Greg A. Walker Director March 22, 2023 Greg A. Walker~~

~~34500000 0. 33 0. 35false FY2022- 01- 01 2022- 12- 312022- 06- 30us- gaap: CommonClassAMember2023- 03- 22us- gaap: CommonClassBMember2023- 03- 222022- 12- 312021- 12- 31us- gaap: CommonClassAMember2022- 12- 31us- gaap: CommonClassAMember2021- 12- 31us- gaap: CommonClassBMember2022- 12- 31us- gaap: CommonClassBMember2021- 12- 312021- 02- 03 2021- 12- 31us- gaap: CommonClassAMember2022- 01- 01 2022- 12- 31us- gaap: CommonClassAMember2021- 02- 03 2021- 12- 31us- gaap: CommonClassBMember2022- 01- 01 2022- 12- 31us- gaap: CommonClassBMember2021- 02- 03 2021- 12- 31us- gaap: CommonClassAMember us- gaap: CommonStockMember2021- 12- 31us- gaap: CommonClassBMember us- gaap: CommonStockMember2021- 12- 31us- gaap: AdditionalPaidInCapitalMember2021- 12- 31us- gaap: RetainedEarningsMember2021- 12- 31us- gaap: CommonClassAMember us- gaap: CommonStockMember2022- 01- 01 2022- 12- 31us- gaap: CommonClassBMember us- gaap: CommonStockMember2022- 01- 01 2022- 12- 31us- gaap: AdditionalPaidInCapitalMember2022- 01- 01 2022- 12- 31us- gaap: RetainedEarningsMember2022- 01- 01 2022- 12- 31us- gaap: CommonClassAMember us- gaap: CommonStockMember2022- 12- 31us- gaap: CommonClassBMember us- gaap: CommonStockMember2022- 12- 31us- gaap: AdditionalPaidInCapitalMember2022- 12- 31us- gaap: RetainedEarningsMember2022- 12- 31us- gaap: CommonClassAMember us- gaap: CommonStockMember2021- 02- 02us- gaap: CommonClassBMember us- gaap: CommonStockMember2021- 02- 02us- gaap: AdditionalPaidInCapitalMember2021- 02- 02us- gaap: RetainedEarningsMember2021- 02- 022021- 02- 02us- gaap: CommonClassAMember us- gaap: CommonStockMember2021- 02- 03 2021- 12- 31us- gaap: CommonClassBMember us- gaap: CommonStockMember2021- 02- 03 2021- 12- 31us- gaap: AdditionalPaidInCapitalMember2021- 02- 03 2021- 12- 31us- gaap: RetainedEarningsMember2021- 02- 03 2021- 12- 31us- gaap: IPOMember2021- 07- 22us- gaap: IPOMember2021- 07- 01 2021- 07- 222021- 07- 01 2021- 07- 222021- 07- 01 2021- 07- 23us- gaap: IPOMember2021- 07- 01 2021- 07- 232021- 07- 23us- gaap: WarrantMember us- gaap: PrivatePlacementMember2022- 01- 01 2022- 12- 31us- gaap: WarrantMember us- gaap: PrivatePlacementMember2022- 12- 31us- gaap: PrivatePlacementMember2022- 01- 01 2022- 12- 31us- gaap: WarrantMember us- gaap: PrivatePlacementMember2021- 07- 01 2021- 07- 27us- gaap: WarrantMember trtl: SecondPrivatePlacementMember2021- 07- 01 2021- 07- 272021- 07- 01 2021- 07- 272021- 07- 27trtl: BusinessCombinationMember2022- 01- 01 2022- 12- 31us- gaap: SeriesOfIndividuallyImmaterialBusinessAcquisitionsMember2022- 12- 31us- gaap: SeriesOfIndividuallyImmaterialBusinessAcquisitionsMember trtl: TransactionAgreementMember2022- 12- 31us- gaap: IPOMember2022- 12- 31us- gaap: IPOMember2022- 01- 01 2022- 12- 31trtl: FounderSharesMember2021- 02- 01 2021- 02- 09trtl: FounderSharesMember2021- 02- 09us- gaap: CommonClassBMember trtl: FounderSharesMember2021- 02- 01 2021- 02- 09us- gaap: CommonClassBMember2021- 02- 01 2021- 02- 18us- gaap: CommonClassBMember2021- 02- 18us- gaap: OverAllotmentOptionMember2021- 02- 01 2021- 02- 182021- 02- 01 2021- 02- 18trtl: MonteCarloMember2022- 01- 01 2022- 12- 31us- gaap: PrivatePlacementMember2022- 12- 31us- gaap: OverAllotmentOptionMember2021- 07- 01 2021- 07- 27us- gaap: CommonClassAMember us- gaap: PrivatePlacementMember2022- 01- 01 2022- 12- 31us- gaap: IPOMember2021- 01- 26 2021- 02- 042021- 07- 22trtl: BusinessCombinationMember2022- 12- 312021- 07- 02 2021- 07- 19us- gaap: OverAllotmentOptionMember2022- 01- 01 2022- 12- 31us- gaap: OverAllotmentOptionMember2022- 12- 31us- gaap: OverAllotmentOptionMember2021- 07- 27trtl: DeferredLegalFeesAssociatedWithTheInitialPublicOfferingMember2022- 01- 01 2022- 12- 31us- gaap: CommonClassBMember2021- 02- 28us- gaap: CommonClassBMember2021- 02- 01 2021- 02- 28us- gaap: CommonClassAMember2021- 02- 01 2021- 02- 18us- gaap: CommonClassBMember2021- 07- 01 2021- 07- 27trtl: PublicWarrantsMember2022- 12- 31trtl: PrivatePlacementWarrantsMember2021- 12- 31us- gaap: WarrantMember2022- 01- 01~~

~~2022- 12- 31us- gaap: FairValueInputsLevel1Member trtl: MutualFundsMember2022- 12- 31us- gaap: FairValueInputsLevel2Member trtl: MutualFundsMember2022- 12- 31us- gaap: FairValueInputsLevel3Member trtl: MutualFundsMember2022- 12- 31us- gaap: FairValueInputsLevel1Member trtl: PublicWarrantsMember2022- 12- 31us- gaap: FairValueInputsLevel2Member trtl: PublicWarrantsMember2022- 12- 31us- gaap: FairValueInputsLevel3Member trtl: PublicWarrantsMember2022- 12- 31us- gaap: FairValueInputsLevel1Member trtl: PrivateWarrantsMember2022- 12- 31us- gaap: FairValueInputsLevel2Member trtl: PrivateWarrantsMember2022- 12- 31us- gaap: FairValueInputsLevel3Member trtl: PrivateWarrantsMember2022- 12- 31us- gaap: FairValueInputsLevel1Member trtl: PublicWarrantsMember2021- 12- 31us- gaap: FairValueInputsLevel2Member trtl: PublicWarrantsMember2021- 12- 31us- gaap: FairValueInputsLevel3Member trtl: PublicWarrantsMember2021- 12- 31us- gaap: FairValueInputsLevel1Member trtl: MutualFundsMember2021- 12- 31us- gaap: FairValueInputsLevel2Member trtl: MutualFundsMember2021- 12- 31us- gaap: FairValueInputsLevel3Member trtl: MutualFundsMember2021- 12- 31us- gaap: SubsequentEventMember2023- 02- 01 2023- 02- 01iso4217: USD xbrli: sharesiso4217: USDxbrli: sharesxbrli: pureEXHIBIT 31. 1 CERTIFICATION PURSUANT TO RULES 13a- 14 (a) AND 15d- 14 (a) UNDER THE SECURITIES EXCHANGE ACT OF 1934, AS ADOPTED PURSUANT TO SECTION 302 OF THE SARBANES- OXLEY ACT OF 2002 I, Vincent T. Cubbage, certify that: 1. I have reviewed this Annual Report on Form 10- K for the period ended December 31, 2022, of TortoiseEcofin Acquisition Corp. III (the " registrant "); 2. Based on my knowledge, this report does not contain~~ any ~~untrue statement~~ of ~~a material fact~~ **the events occur described in the aforementioned filings,** ~~or~~ **our business** ~~omit to state a material fact necessary to make the statements made~~ , ~~in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report; 3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the~~ financial condition ~~,~~ **and operating** results **may be materially adversely affected** ~~of operations and cash flows of the registrant as of, and for~~ **or we could face liquidation. In that event** , the ~~periods presented in this report; 4~~ **trading price of our securities could decline, and you could lose all or part of your investment** . The **risks** ~~registrant' s other certifying officer (s) and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a- 15 (e) and 15d- 15 (e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a- 15 (f) and 15d- 15 (f)) for the registrant and have: a. Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared; b. Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles; c. Evaluated the effectiveness of the registrant' s disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; andd~~ **and** ~~. Disclosed~~ **uncertainties described** in ~~this report any change in the registrant' s internal control over financial reporting that occurred during the registrant' s most recent fiscal quarter (the registrant' s fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant' s internal control over financial reporting; and5. The registrant' s other~~ -- **the aforementioned** ~~certifying officer (s) and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant' s auditors and the audit committee of the registrant' s board of directors (or persons performing the equivalent functions): a. All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant' s ability to record, process, summarize and report financial information; andb. Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant' s internal control over financial reporting. Date: March 22, 2023 / s / Vincent T. Cubbage Vincent T. Cubbage Chief Executive Officer (Principal Executive Officer) EXHIBIT 31. 2 I, Stephen Pang, certify that: 1. I have reviewed this Annual Report on Form 10- K for the period ended December 31, 2022, of TortoiseEcofin Acquisition Corp. III (the " registrant "); 2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report; 3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report; 4. The registrant' s other certifying officer (s) and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a- 15 (e) and 15d- 15 (e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a- 15 (f) and 15d- 15 (f)) for the registrant and have: a. Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared; b. Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles; c. Evaluated the effectiveness of the registrant' s disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; andd. Disclosed in this report any change in the registrant' s internal control over financial reporting that occurred during the registrant' s most recent fiscal quarter (the registrant' s fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant' s internal control over financial reporting; and5. The registrant' s other certifying officer (s) and I have disclosed, based on our most recent evaluation of internal control over~~

~~financial reporting, to the registrant' s auditors and the audit committee of the registrant' s board of directors (or persons performing the equivalent functions): a. All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant' s ability to record, process, summarize and report financial information; andb. Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant' s internal control over financial reporting. Date: March 22, 2023 / s / Stephen Pang Stephen Pang President and Chief Financial Officer (Principal Financial Officer and Principal Accounting Officer) Exhibit 32. 1 CERTIFICATION PURSUANT TO 18 U. S. C. SECTION 1350, AS ADOPTED PURSUANT TO SECTION 906 OF THE SARBANES- OXLEY ACT OF 2002 In connection with the Annual Report of TortoiseEcofin Acquisition Corp. III (the " Company ") on Form 10- K for the period ended December 31, 2022, as filed with the Securities and Exchange Commission on the date hereof (the " Report "), I, Vincent T. Cubbage, Chief Executive Officer of the Company, certify, pursuant to 18 U. S. C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes- Oxley Act of 2002, that, to my knowledge: (1) the Report fully complies with the requirements of Section 13 (a) or 15 (d) of the Securities Exchange Act of 1934; and (2) the information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company. Date: March 22, 2023 / s / Vincent T. Cubbage Name: Vincent T. Cubbage Title: Chief Executive Officer (Principal Executive Officer) Exhibit 32. 2 In connection with the Annual Report of TortoiseEcofin Acquisition Corp. III (the " Company ") on Form 10- K for the period ended December 31, 2022, as filed with the Securities and Exchange Commission on the date hereof (the " Report "), I, Stephen Pang, President and Chief Financial Officer of the Company, certify, pursuant to 18 U. S. C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes- Oxley Act of 2002, that, to my knowledge: Date: March 22, 2023 / s / Stephen Pang Name: Stephen Pang Title: President and Chief Financial Officer (Principal Financial Officer and Principal Accounting Officer) v3. 23. 1Document And Entity Information- USD ($) $ in Millions 12 Months EndedDec. 31, 2022 Mar. 22, 2023 Jun. 30, 2022Document Information Line Items Entity Registrant Name TortoiseEcofin Acquisition Corp. III Trading Symbol TRTL Document Type 10- K Current Fiscal Year End Date-- 12- 31 Entity Public Float $ 349. 2Amendment Flag false Entity Central Index Key Entity Current Reporting Status Yes Entity Voluntary Filers No Entity Filer Category Non- accelerated Filer Entity Well- known Seasoned Issuer No Document Period End Date Dec. 31, 2022 Document Fiscal Year Focus Document Fiscal Period Focus FY Entity Small Business true Entity Emerging Growth Company true Entity Shell Company true Entity Ex Transition Period false ICFR Auditor Attestation Flag false Document Annual Report true Document Transition Report false Entity File Number 001- 40633 Entity Incorporation, State or Country Code E9 Entity Tax Identification Number 98- 1583266 Entity Address, Address Line One 6363 College Boulevard Entity Address, City or Town Overland Park Entity Address, State or Province KS Entity Address, Postal Zip Code City Area Code (913) Local Phone Number 981- 1020 Title of 12 (b) Security Class A ordinary shares, par value $ 0. 0001 per share Security Exchange Name NYSE Entity Interactive Data Current Yes Auditor Firm ID Auditor Name WithumSmith Brown, PC Auditor Location New York, New York Class A Ordinary Shares Document Information Line Items Entity Common Stock, Shares Outstanding 34, 500, 000 Class B Ordinary Shares Document Information Line Items Entity Common Stock, Shares Outstanding 8, 625, 000 X- DefinitionBoolean flag that is true when the XBRL content amends previously- filed or accepted submission. ReferencesNo definition available. Details Name: dei_AmendmentFlag Namespace Prefix: dei_ Data Type: xbrli: booleanItemType Balance Type: na Period Type: durationX- DefinitionPCAOB issued Audit Firm Identifier ReferencesReference 1: http: / / www. xbrl. org / 2003 / role / presentationRef- Publisher SEC- Name Form 10- K- Number 249- Section 310Reference 2: http: / / www. xbrl. org / 2003 / role / presentationRef- Publisher SEC- Name Form 20- F- Number 249- Section 220- Subsection fReference 3: http: / / www. xbrl. org / 2003 / role / presentationRef- Publisher SEC- Name Form 40- F- Number 249- Section 240- Subsection f Details Name: dei_AuditorFirmId Namespace Prefix: dei_ Data Type: dei: nonemptySequenceNumberItemType Balance Type: na Period Type: durationX- ReferencesReference 1: http: / / www. xbrl. org / 2003 / role / presentationRef- Publisher SEC- Name Form 10- K- Number 249- Section 310Reference 2: http: / / www. xbrl. org / 2003 / role / presentationRef- Publisher SEC- Name Form 20- F- Number 249- Section 220- Subsection fReference 3: http: / / www. xbrl. org / 2003 / role / presentationRef- Publisher SEC- Name Form 40- F- Number 249- Section 240- Subsection f Details Name: dei_AuditorLocation Namespace Prefix: dei_ Data Type: dei: internationalNameItemType Balance Type: na Period Type: durationX- ReferencesReference 1: http: / / www. xbrl. org / 2003 / role / presentationRef- Publisher SEC- Name Form 10- K- Number 249- Section 310Reference 2: http: / / www. xbrl. org / 2003 / role / presentationRef- Publisher SEC- Name Form 20- F- Number 249- Section 220- Subsection fReference 3: http: / / www. xbrl. org / 2003 / role / presentationRef- Publisher SEC- Name Form 40- F- Number 249- Section 240- Subsection f Details Name: dei_AuditorName Namespace Prefix: dei_ Data Type: dei: internationalNameItemType Balance Type: na Period Type: durationX- DefinitionArea code of city ReferencesNo definition available. Details Name: dei_CityAreaCode Namespace Prefix: dei_ Data Type: xbrli: normalizedStringItemType Balance Type: na Period Type: durationX- DefinitionEnd date of current fiscal year in the format-- MM- DD. ReferencesNo definition available. Details Name: dei_CurrentFiscalYearEndDate Namespace Prefix: dei_ Data Type: xbrli: gMonthDayItemType Balance Type: na Period Type: durationX- DefinitionBoolean flag that is true only for a form used as an annual report. ReferencesReference 1: http: / / www. xbrl. org / 2003 / role / presentationRef- Publisher SEC- Name Form 10- K- Number 249- Section 310Reference 2: http: / / www. xbrl. org / 2003 / role / presentationRef- Publisher SEC- Name Form 20- F- Number 249- Section 220- Subsection fReference 3: http: / / www. xbrl. org / 2003 / role / presentationRef- Publisher SEC- Name Form 40- F- Number 249- Section 240- Subsection f Details Name: dei_DocumentAnnualReport Namespace Prefix: dei_ Data Type: xbrli: booleanItemType Balance Type: na Period Type: durationX- DefinitionFiscal period values are FY, Q1, Q2, and Q3. 1st, 2nd and 3rd quarter 10- Q or 10- QT statements have value Q1, Q2, and Q3 respectively, with 10- K, 10- KT or other fiscal year statements having FY. ReferencesNo definition available. Details Name: dei_DocumentFiscalPeriodFocus Namespace Prefix: dei_ Data Type: dei: fiscalPeriodItemType Balance Type: na Period Type: durationX- DefinitionThis is focus fiscal year of the document report in YYYY format. For a 2006 annual report, which may~~

~~also provide financial information from prior periods, fiscal 2006 should be given as the fiscal year focus. Example: 2006. ReferencesNo definition available. Details Name: dei_DocumentFiscalYearFocus Namespace Prefix: dei_ Data Type: xbrli: gYearItemType Balance Type: na Period Type: durationX- DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. ReferencesNo definition available. Details Name: dei_DocumentInformationLineItems Namespace Prefix: dei_ Data Type: xbrli: stringItemType Balance Type: na Period Type: durationX- DefinitionFor the EDGAR submission types of Form 8- K: the date of the report, the date of the earliest event reported; for the EDGAR submission types of Form N- 1A: the filing~~ **filings** ~~date; for all other submission types: the end of the reporting or transition period. The format of the date is YYYY- MM- DD. ReferencesNo definition available. Details Name: dei_DocumentPeriodEndDate Namespace Prefix: dei_ Data Type: xbrli: dateItemType Balance Type: na Period Type: durationX- DefinitionBoolean flag that is true only for a form used as a transition report. ReferencesReference 1: http: / / www. xbrl. org / 2003 / role / presentationRef- Publisher SEC- Name Forms 10- K, 10- Q, 20- F- Number 240- Section 13- Subsection a- 1 Details Name: dei_DocumentTransitionReport Namespace Prefix: dei_ Data Type: xbrli: booleanItemType Balance Type: na Period Type: durationX- DefinitionThe type of document being provided (such as 10- K, 10- Q, 485BPOS, etc). The document type is limited to the same value as the supporting SEC submission type, or the word' Other'. ReferencesNo definition available. Details Name: dei_DocumentType Namespace Prefix: dei_ Data Type: dei: submissionTypeItemType Balance Type: na Period Type: durationX- DefinitionAddress Line 1 such as Attn, Building Name, Street Name ReferencesNo definition available. Details Name: dei_EntityAddressAddressLine1 Namespace Prefix: dei_ Data Type: xbrli: normalizedStringItemType Balance Type: na Period Type: durationX- DefinitionName of the City or Town ReferencesNo definition available. Details Name: dei_EntityAddressCityOrTown Namespace Prefix: dei_ Data Type: xbrli: normalizedStringItemType Balance Type: na Period Type: durationX- DefinitionCode for the postal or zip code ReferencesNo definition available. Details Name: dei_EntityAddressPostalZipCode Namespace Prefix: dei_ Data Type: xbrli: normalizedStringItemType Balance Type: na Period Type: durationX- DefinitionName of the state or province. ReferencesNo definition available. Details Name: dei_EntityAddressStateOrProvince Namespace Prefix: dei_ Data Type: dei: stateOrProvinceItemType Balance Type: na Period Type: durationX- DefinitionA unique 10- digit SEC- issued value to identify entities that have filed disclosures with the SEC. It is commonly abbreviated as CIK. ReferencesReference 1: http: / / www. xbrl. org / 2003 / role / presentationRef- Publisher SEC- Name Exchange Act- Number 240- Section 12- Subsection b- 2 Details Name: dei_EntityCentralIndexKey Namespace Prefix: dei_ Data Type: dei: centralIndexKeyItemType Balance Type: na Period Type: durationX- DefinitionIndicate number of shares or other units outstanding of each of registrant' s classes of capital or common stock or other ownership interests, if and as stated on cover of related periodic report. Where multiple classes or units exist define each class / interest by adding class of stock items such as Common Class A [ Member ], Common Class B [ Member ] or Partnership Interest [ Member ] onto the Instrument [ Domain ] of the Entity Listings, Instrument. ReferencesNo definition available. Details Name: dei_EntityCommonStockSharesOutstanding Namespace Prefix: dei_ Data Type: xbrli: sharesItemType Balance Type: na Period Type: instantX- DefinitionIndicate' Yes' or' No' whether registrants (1) have filed all reports required to be filed by Section 13 or 15 (d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that registrants were required to file such reports), and (2) have been subject to such filing requirements for the past 90 days. This information should be based on the registrant' s current or most recent filing containing the related disclosure. ReferencesNo definition available. Details Name: dei_EntityCurrentReportingStatus Namespace Prefix: dei_ Data Type: dei: yesNoItemType Balance Type: na Period Type: durationX- DefinitionIndicate if registrant meets the emerging growth company criteria. ReferencesReference 1: http: / / www. xbrl. org / 2003 / role / presentationRef- Publisher SEC- Name Exchange Act- Number 240- Section 12- Subsection b- 2 Details Name: dei_EntityEmergingGrowthCompany Namespace Prefix: dei_ Data Type: xbrli: booleanItemType Balance Type: na Period Type: durationX- DefinitionIndicate if an emerging growth company has elected not to use the extended transition period for complying with any new or revised financial accounting standards. ReferencesReference 1: http: / / www. xbrl. org / 2003 / role / presentationRef- Publisher SEC- Name Securities Act- Number 7A- Section B- Subsection 2 Details Name: dei_EntityExTransitionPeriod Namespace Prefix: dei_ Data Type: xbrli: booleanItemType Balance Type: na Period Type: durationX- DefinitionCommission file number. The field allows up to 17 characters. The prefix may contain 1- 3 digits, the sequence number may contain 1- 8 digits, the optional suffix may contain 1- 4 characters, and the fields are separated with a hyphen. ReferencesNo definition available. Details Name: dei_EntityFileNumber Namespace Prefix: dei_ Data Type: dei: fileNumberItemType Balance Type: na Period Type: durationX- DefinitionIndicate whether the registrant is one of the following: Large Accelerated Filer, Accelerated Filer, Non- accelerated Filer. Definitions of these categories are stated in Rule 12b- 2 of the Exchange Act. This information should be based on the registrant' s current or most recent filing containing the related disclosure. ReferencesReference 1: http: / / www. xbrl. org / 2003 / role / presentationRef- Publisher SEC- Name Exchange Act- Number 240- Section 12- Subsection b- 2 Details Name: dei_EntityFilerCategory Namespace Prefix: dei_ Data Type: dei: filerCategoryItemType Balance Type: na Period Type: durationX- DefinitionTwo- character EDGAR code representing the state or country of incorporation. ReferencesNo definition available. Details Name: dei_EntityIncorporationStateCountryCode Namespace Prefix: dei_ Data Type: dei: edgarStateCountryItemType Balance Type: na Period Type: durationX- DefinitionBoolean flag that is true when the registrant has submitted electronically every Interactive Data File required to be submitted pursuant to Rule 405 of Regulation S- T during the preceding 12 months (or for such shorter period that the registrant was required to submit such files). ReferencesReference 1: http: / / www. xbrl. org / 2003 / role / presentationRef- Publisher SEC- Name Regulation S- T- Number 232- Section 405 Details Name: dei_EntityInteractiveDataCurrent Namespace Prefix: dei_ Data Type: dei: yesNoItemType Balance Type: na Period Type: durationX- DefinitionThe aggregate market value of the voting and non- voting common equity held by non- affiliates computed by reference to the price at which the common equity was last sold, or the average bid and asked price of such common equity, as of the last business day of the registrant' s most recently completed second fiscal quarter. ReferencesNo~~

definition available. Details Name: dei_EntityPublicFloat Namespace Prefix: dei_ Data Type: xbrli: monetaryItemType Balance Type: credit Period Type: instantX- DefinitionThe exact name of the entity filing the report as specified in its charter, which is required by forms filed with the SEC. ReferencesReference 1: http: / / www. xbrl. org / 2003 / role / presentationRef- Publisher SEC- Name Exchange Act- Number 240- Section 12- Subsection b- 2 Details Name: dei_EntityRegistrantName Namespace Prefix: dei_ Data Type: xbrli: normalizedStringItemType Balance Type: na Period Type: durationX- DefinitionBoolean flag that is true when the registrant is a shell company as defined in Rule 12b- 2 of the Exchange Act. ReferencesReference 1: http: / / www. xbrl. org / 2003 / role / presentationRef- Publisher SEC- Name Exchange Act- Number 240- Section 12- Subsection b- 2 Details Name: dei_EntityShellCompany Namespace Prefix: dei_ Data Type: xbrli: booleanItemType Balance Type: na Period Type: durationX- DefinitionIndicates that the company is a Smaller Reporting Company (SRC). ReferencesReference 1: http: / / www. xbrl. org / 2003 / role / presentationRef- Publisher SEC- Name Exchange Act- Number 240- Section 12- Subsection b- 2 Details Name: dei_EntitySmallBusiness Namespace Prefix: dei_ Data Type: xbrli: booleanItemType Balance Type: na Period Type: durationX- DefinitionThe Tax Identification Number (TIN), also known as an Employer Identification Number (EIN), is a unique 9- digit value assigned by the IRS. ReferencesReference 1: http: / / www. xbrl. org / 2003 / role / presentationRef- Publisher SEC- Name Exchange Act- Number 240- Section 12- Subsection b- 2 Details Name: dei_EntityTaxIdentificationNumber Namespace Prefix: dei_ Data Type: dei: employerIdItemType Balance Type: na Period Type: durationX- DefinitionIndicate' Yes' or' No' if the registrant is not required to file reports pursuant to Section 13 or Section 15 (d) of the Act. ReferencesNo definition available. Details Name: dei_EntityVoluntaryFilers Namespace Prefix: dei_ Data Type: dei: yesNoItemType Balance Type: na Period Type: durationX- DefinitionIndicate' Yes' or' No' if the registrant is a well- known seasoned issuer, as defined in Rule 405 of the Securities Act. Is used on Form Type: 10- K, 10- Q, 8- K, 20- F, 6- K, 10- K / A, 10- Q / A, 20- F / A, 6- K / A, N- CSR, N- Q, N- 1A. ReferencesReference 1: http: / / www. xbrl. org / 2003 / role / presentationRef- Publisher SEC- Name Securities Act- Number 230- Section 405 Details Name: dei_EntityWellKnownSeasonedIssuer Namespace Prefix: dei_ Data Type: dei: yesNoItemType Balance Type: na Period Type: durationX- ReferencesReference 1: http: / / www. xbrl. org / 2003 / role / presentationRef- Publisher SEC- Name Form 10- K- Number 249- Section 310Reference 2: http: / / www. xbrl. org / 2003 / role / presentationRef- Publisher SEC- Name Form 20- F- Number 249- Section 220- Subsection fReference 3: http: / / www. xbrl. org / 2003 / role / presentationRef- Publisher SEC- Name Form 40- F- Number 249- Section 240- Subsection f Details Name: dei_IcfrAuditorAttestationFlag Namespace Prefix: dei_ Data Type: xbrli: booleanItemType Balance Type: na Period Type: durationX- DefinitionLocal phone number for entity. ReferencesNo definition available. Details Name: dei_LocalPhoneNumber Namespace Prefix: dei_ Data Type: xbrli: normalizedStringItemType Balance Type: na Period Type: durationX- DefinitionTitle of a 12 (b) registered security. ReferencesReference 1: http: / / www. xbrl. org / 2003 / role / presentationRef- Publisher SEC- Name Exchange Act- Number 240- Section 12- Subsection b Details Name: dei_Security12bTitle Namespace Prefix: dei_ Data Type: dei: securityTitleItemType Balance Type: na Period Type: durationX- DefinitionName of the Exchange on which a security is registered. ReferencesReference 1: http: / / www. xbrl. org / 2003 / role / presentationRef- Publisher SEC- Name Exchange Act- Number 240- Section 12- Subsection d1- 1 Details Name: dei_SecurityExchangeName Namespace Prefix: dei_ Data Type: dei: edgarExchangeCodeItemType Balance Type: na Period Type: durationX- DefinitionTrading symbol of an instrument as listed on an exchange. ReferencesNo definition available. Details Name: dei_TradingSymbol Namespace Prefix: dei_ Data Type: dei: tradingSymbolItemType Balance Type: na Period Type: durationX- Details Name: us- gaap_StatementClassOfStockAxis = us- gaap_CommonClassAMember Namespace Prefix: Data Type: na Balance Type: Period Type: X- Details Name: us- gaap_StatementClassOfStockAxis = us- gaap_CommonClassBMember Namespace Prefix: Data Type: na Balance Type: Period Type: Balance Sheets- USD ($) Dec. 31, 2022 Dec. 31, 2021Current assets: Cash $ 78, 997 $ 1, 174, 867Prepaid expenses 421, 809 1, 179, 529Total current assets 500, 806 2, 354, 396Investments and Cash held in Trust Account 349, 991, 153 345, 000, 000Total Assets 350, 491, 959 347, 354, 396Current liabilities: Accounts payable 30, 076 93, 739Accrued expenses 120, 960 116, 707Total current liabilities 151, 036 210, 446Deferred legal fees 173, 667 150, 000Deferred underwriting commissions 12, 075, 000 12, 075, 000Derivative warrant liabilities 3, 111, 667 14, 158, 083Total Liabilities 15, 511, 370 26, 593, 529Commitments and Contingencies Class A ordinary shares subject to possible redemption, $ 0. 0001 par value; 34, 500, 000 shares issued and outstanding at $ 10. 14 and $ 10. 00 at December 31, 2022 and 2021, respectively 349, 891, 153 345, 000, 000Shareholders' Deficit Preference shares, $ 0. 0001 par value ; 1, 000, 000 shares authorized ; none issued or outstanding at December 31, 2022 and 2021 Class A ordinary shares, $ 0. 0001 par value; 200, 000, 000 shares authorized; no non- redeemable shares issued or outstanding at December 31, 2022 and 2021 Class B ordinary shares, $ 0. 0001 par value; 20, 000, 000 shares authorized; 8, 625, 000 shares issued and outstanding at December 31, 2022 and 2021Accumulated deficit (14, 911, 427) (24, 239, 996) Total shareholders' deficit (14, 910, 564) (24, 239, 133) Total Liabilities, Class A Ordinary Shares Subject to Possible Redemption and Shareholders' Deficit $ 350, 491, 959 $ 347, 354, 396X- DefinitionAggregate par or stated value of issued nonredeemable common stock (or common stock redeemable solely at the option of the issuer). This item includes treasury stock repurchased by the entity. Note: elements for number of nonredeemable common shares, par value and other disclosure concepts are in another section within stockholders' equity. ReferencesNo definition available. Details Name: trtl_CommonStockValueOne Namespace Prefix: trtl_ Data Type: xbrli: monetaryItemType Balance Type: credit Period Type: instantX- DefinitionAmount of deferred legal fees. ReferencesNo definition available. Details Name: trtl_DeferredLegalFees Namespace Prefix: trtl_ Data Type: xbrli: monetaryItemType Balance Type: credit Period Type: instantX- DefinitionCarrying value as of the balance sheet date of obligations incurred and payable, pertaining to costs that are statutory in nature, are incurred on contractual obligations, or accumulate over time and for which invoices have not yet been received or will not be rendered. Examples include taxes, interest, rent and utilities. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer). ReferencesReference 1: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 210- SubTopic 10- Section S99- Paragraph 1- Subparagraph

~~(SX 210. 5- 02. 20)- URI https: / / asc. fasb. org / extlink & oid = 120391452 & loc = d3e13212- 122682 Details Name: us- gaap_AccruedLiabilitiesCurrent Namespace Prefix: us- gaap_ Data Type: xbrli: monetaryItemType Balance Type: credit Period Type: instantX- DefinitionSum of the carrying amounts as of the balance sheet date of all assets that are recognized. Assets are probable future economic benefits obtained or controlled by an entity as a result of past transactions or events. ReferencesReference 1: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 942- SubTopic 210- Section S99- Paragraph 1- Subparagraph (SX 210. 9- 03 (11))- URI https: / / asc. fasb. org / extlink & oid = 126897435 & loc = d3e534808- 122878Reference 2: http: / / www. xbrl. org / 2003 / role / exampleRef- Publisher FASB- Name Accounting Standards Codification- Topic 852- SubTopic 10- Section 55- Paragraph 10- URI https: / / asc. fasb. org / extlink & oid = 84165509 & loc = d3e56426- 112766Reference 3: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 470- SubTopic 10- Section S99- Paragraph 1B- Subparagraph (SX 210. 13- 02 (a) (4) (iii) (A))- URI https: / / asc. fasb. org / extlink & oid = 126975872 & loc = SL124442552- 122756Reference 4: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 280- SubTopic 10- Section 50- Paragraph 22- URI https: / / asc. fasb. org / extlink & oid = 126901519 & loc = d3e8736- 108599Reference 5: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 470- SubTopic 10- Section S99- Paragraph 1A- Subparagraph (SX 210. 13- 01 (a) (4) (iv))- URI https: / / asc. fasb. org / extlink & oid = 126975872 & loc = SL124442526- 122756Reference 6: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 944- SubTopic 210- Section S99- Paragraph 1- Subparagraph (SX 210. 7- 03 (a) (12))- URI https: / / asc. fasb. org / extlink & oid = 126734703 & loc = d3e572229- 122910Reference 7: http: / / www. xbrl. org / 2009 / role / commonPracticeRef- Publisher FASB- Name Accounting Standards Codification- Topic 852- SubTopic 10- Section 50- Paragraph 7- Subparagraph (a)- URI https: / / asc. fasb. org / extlink & oid = 124433192 & loc = SL2890621- 112765Reference 8: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 470- SubTopic 10- Section S99- Paragraph 1B- Subparagraph (SX 210. 13- 02 (a) (4) (i))- URI https: / / asc. fasb. org / extlink & oid = 126975872 & loc = SL124442552- 122756Reference 9: http: / / www. xbrl. org / 2009 / role / commonPracticeRef- Publisher FASB- Name Accounting Standards Codification- Topic 470- SubTopic 10- Section S99- Paragraph 1A- Subparagraph (SX 210. 13- 01 (a) (4) (ii))- URI https: / / asc. fasb. org / extlink & oid = 126975872 & loc = SL124442526- 122756Reference 10: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 470- SubTopic 10- Section S99- Paragraph 1A- Subparagraph (SX 210. 13- 01 (a) (5))- URI https: / / asc. fasb. org / extlink & oid = 126975872 & loc = SL124442526- 122756Reference 11: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 470- SubTopic 10- Section S99- Paragraph 1A- Subparagraph (SX 210. 13- 01 (a) (4) (iii) (A))- URI https: / / asc. fasb. org / extlink & oid = 126975872 & loc = SL124442526- 122756Reference 12: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 470- SubTopic 10- Section S99- Paragraph 1A- Subparagraph (SX 210. 13- 01 (a) (4) (i))- URI https: / / asc. fasb. org / extlink & oid = 126975872 & loc = SL124442526- 122756Reference 13: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 235- SubTopic 10- Section S99- Paragraph 1- Subparagraph (SX 210. 4- 08 (g) (1) (ii))- URI https: / / asc. fasb. org / extlink & oid = 120395691 & loc = d3e23780- 122690Reference 14: http: / / www. xbrl. org / 2009 / role / commonPracticeRef- Publisher FASB- Name Accounting Standards Codification- Topic 470- SubTopic 10- Section S99- Paragraph 1A- Subparagraph (SX 210. 13- 01 (a) (4) (iii))- URI https: / / asc. fasb. org / extlink & oid = 126975872 & loc = SL124442526- 122756Reference 15: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 825- SubTopic 10- Section 50- Paragraph 28- Subparagraph (f)- URI https: / / asc. fasb. org / extlink & oid = 123596393 & loc = d3e14064- 108612Reference 16: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 470- SubTopic 10- Section S99- Paragraph 1B- Subparagraph (SX 210. 13- 02 (a) (4) (iii) (B))- URI https: / / asc. fasb. org / extlink & oid = 126975872 & loc = SL124442552- 122756Reference 17: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 810- SubTopic 10- Section 50- Paragraph 3- Subparagraph (bb)- URI https: / / asc. fasb. org / extlink & oid = 123419778 & loc = d3e5710- 111685Reference 18: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 470- SubTopic 10- Section S99- Paragraph 1B- Subparagraph (SX 210. 13- 02 (a) (5))- URI https: / / asc. fasb. org / extlink & oid = 126975872 & loc = SL124442552- 122756Reference 19: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 280- SubTopic 10- Section 50- Paragraph 32- Subparagraph (d)- URI https: / / asc. fasb. org / extlink & oid = 126901519 & loc = d3e8933- 108599Reference 20: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 810- SubTopic 10- Section 45- Paragraph 25- Subparagraph (a)- URI https: / / asc. fasb. org / extlink & oid = 116870748 & loc = SL6758485- 165988Reference 21: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 470- SubTopic 10- Section S99- Paragraph 1B- Subparagraph (SX 210. 13- 02 (a) (4) (iv))- URI https: / / asc. fasb. org / extlink & oid = 126975872 & loc = SL124442552- 122756Reference 22: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 210- SubTopic 10- Section S99- Paragraph 1- Subparagraph (SX 210. 5- 02 (18))- URI https: / / asc. fasb. org / extlink & oid = 120391452 & loc = d3e13212- 122682Reference 23: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 323- SubTopic 10- Section 50- Paragraph 3- Subparagraph (c)- URI https: / / asc. fasb. org / extlink & oid = 114001798 & loc = d3e33918- 111571Reference 24: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 280- SubTopic 10- Section 50- Paragraph 30- Subparagraph (c)- URI https: / / asc. fasb. org / extlink & oid = 126901519 & loc = d3e8906- 108599 Details Name: us- gaap_Assets Namespace Prefix: us- gaap_ Data Type: xbrli: monetaryItemType Balance Type: debit Period Type: instantX- DefinitionSum~~

~~of the carrying amounts as of the balance sheet date of all assets that are expected to be realized in cash, sold, or consumed within one year (or the normal operating cycle, if longer). Assets are probable future economic benefits obtained or controlled by an entity as a result of past transactions or events. ReferencesReference 1: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 210- SubTopic 10- Section 45- Paragraph 1- URI https: / / asc. fasb. org / extlink & oid = 124098289 & loc = d3e6676- 107765Reference 2: http: / / www. xbrl. org / 2003 / role / exampleRef- Publisher FASB- Name Accounting Standards Codification- Topic 852- SubTopic 10- Section 55- Paragraph 10- URI https: / / asc. fasb. org / extlink & oid = 84165509 & loc = d3e56426- 112766Reference 3: http: / / www. xbrl. org / 2009 / role / commonPracticeRef- Publisher FASB- Name Accounting Standards Codification- Topic 852- SubTopic 10- Section 50- Paragraph 7- Subparagraph (a)- URI https: / / asc. fasb. org / extlink & oid = 124433192 & loc = SL2890621- 112765Reference 4: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 470- SubTopic 10- Section S99- Paragraph 1A- Subparagraph (SX 210. 13- 01 (a) (4) (i))- URI https: / / asc. fasb. org / extlink & oid = 126975872 & loc = SL124442526- 122756Reference 5: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 470- SubTopic 10- Section S99- Paragraph 1B- Subparagraph (SX 210. 13- 02 (a) (4) (iii) (A))- URI https: / / asc. fasb. org / extlink & oid = 126975872 & loc = SL124442552- 122756Reference 6: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 470- SubTopic 10- Section S99- Paragraph 1A- Subparagraph (SX 210. 13- 01 (a) (4) (iii) (A))- URI https: / / asc. fasb. org / extlink & oid = 126975872 & loc = SL124442526- 122756Reference 7: http: / / www. xbrl. org / 2009 / role / commonPracticeRef- Publisher FASB- Name Accounting Standards Codification- Topic 470- SubTopic 10- Section S99- Paragraph 1A- Subparagraph (SX 210. 13- 01 (a) (4) (iii))- URI https: / / asc. fasb. org / extlink & oid = 126975872 & loc = SL124442526- 122756Reference 8: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 825- SubTopic 10- Section 50- Paragraph 28- Subparagraph (f)- URI https: / / asc. fasb. org / extlink & oid = 123596393 & loc = d3e14064- 108612Reference 9: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 470- SubTopic 10- Section S99- Paragraph 1A- Subparagraph (SX 210. 13- 01 (a) (5))- URI https: / / asc. fasb. org / extlink & oid = 126975872 & loc = SL124442526- 122756Reference 10: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 470- SubTopic 10- Section S99- Paragraph 1B- Subparagraph (SX 210. 13- 02 (a) (4) (iv))- URI https: / / asc. fasb. org / extlink & oid = 126975872 & loc = SL124442552- 122756Reference 11: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 810- SubTopic 10- Section 45- Paragraph 25- Subparagraph (a)- URI https: / / asc. fasb. org / extlink & oid = 116870748 & loc = SL6758485- 165988Reference 12: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 470- SubTopic 10- Section S99- Paragraph 1B- Subparagraph (SX 210. 13- 02 (a) (4) (iii) (B))- URI https: / / asc. fasb. org / extlink & oid = 126975872 & loc = SL124442552- 122756Reference 13: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 323- SubTopic 10- Section 50- Paragraph 3- Subparagraph (c)- URI https: / / asc. fasb. org / extlink & oid = 114001798 & loc = d3e33918- 111571Reference 14: http: / / www. xbrl. org / 2009 / role / commonPracticeRef- Publisher FASB- Name Accounting Standards Codification- Topic 470- SubTopic 10- Section S99- Paragraph 1A- Subparagraph (SX 210. 13- 01 (a) (4) (ii))- URI https: / / asc. fasb. org / extlink & oid = 126975872 & loc = SL124442526- 122756Reference 15: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 470- SubTopic 10- Section S99- Paragraph 1B- Subparagraph (SX 210. 13- 02 (a) (5))- URI https: / / asc. fasb. org / extlink & oid = 126975872 & loc = SL124442552- 122756Reference 16: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 810- SubTopic 10- Section 50- Paragraph 3- Subparagraph (bb)- URI https: / / asc. fasb. org / extlink & oid = 123419778 & loc = d3e5710- 111685Reference 17: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 470- SubTopic 10- Section S99- Paragraph 1A- Subparagraph (SX 210. 13- 01 (a) (4) (iv))- URI https: / / asc. fasb. org / extlink & oid = 126975872 & loc = SL124442526- 122756Reference 18: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 210- SubTopic 10- Section S99- Paragraph 1- Subparagraph (SX 210. 5- 02 (9))- URI https: / / asc. fasb. org / extlink & oid = 120391452 & loc = d3e13212- 122682Reference 19: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 235- SubTopic 10- Section S99- Paragraph 1- Subparagraph (SX 210. 4- 08 (g) (1) (ii))- URI https: / / asc. fasb. org / extlink & oid = 120395691 & loc = d3e23780- 122690Reference 20: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 470- SubTopic 10- Section S99- Paragraph 1B- Subparagraph (SX 210. 13- 02 (a) (4) (i))- URI https: / / asc. fasb. org / extlink & oid = 126975872 & loc = SL124442552- 122756 Details Name: us- gaap_AssetsCurrent Namespace Prefix: us- gaap_ Data Type: xbrli: monetaryItemType Balance Type: debit Period Type: instantX- ReferencesNo definition available. Details Name: us- gaap_AssetsCurrentAbstract Namespace Prefix: us- gaap_ Data Type: xbrli: stringItemType Balance Type: na Period Type: durationX- DefinitionThe amount of cash, securities, or other assets held by a third- party trustee pursuant to the terms of an agreement which assets are available to be used by beneficiaries to that agreement only within the specific terms thereof and which agreement is expected to terminate more than one year from the balance sheet date (or operating cycle, if longer) at which time the assets held- in- trust will be released or forfeited. ReferencesReference 1: http: / / www. xbrl. org / 2009 / role / commonPracticeRef- Publisher FASB- Name Accounting Standards Codification- Topic 235- SubTopic 10- Section S99- Paragraph 1- Subparagraph (SX 210. 4- 08 (b))- URI https: / / asc. fasb. org / extlink & oid = 120395691 & loc = d3e23780- 122690 Details Name: us- gaap_AssetsHeldInTrustNoncurrent Namespace Prefix: us- gaap_ Data Type: xbrli: monetaryItemType Balance Type: debit Period Type: instantX- DefinitionAmount of cash and cash equivalents, and cash and cash equivalents restricted to withdrawal or usage. Excludes amount for disposal group and discontinued operations. Cash includes, but is not limited to, currency on hand, demand deposits~~

~~with banks or financial institutions, and other accounts with general characteristics of demand deposits. Cash equivalents include, but~~ are not ~~limited to, short- term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they~~ - **the only ones we** ~~present insignificant risk of changes in value because of changes in interest rates. ReferencesReference 1: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 230- SubTopic 10- Section 45- Paragraph 24- URI https: / / asc. fasb. org / extlink & oid = 126954810 & loc = d3e3521- 108585Reference 2: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 230- SubTopic 10- Section 45- Paragraph 4- URI https: / / asc. fasb. org / extlink & oid = 126954810 & loc = d3e3044- 108585Reference 3: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 230- SubTopic 10- Section 50- Paragraph 8- URI https: / / asc. fasb. org / extlink & oid = 126999549 & loc = SL98516268- 108586 Details Name: us- gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalents Namespace Prefix: us- gaap_ Data Type: xbrli: monetaryItemType Balance Type: debit Period Type: instantX- DefinitionRepresents the caption on the~~ face **. Additional risks** ~~of the balance sheet to indicate that the entity has entered into (1) purchase or supply arrangements that will require expending a portion of its resources to meet the terms thereof,~~ and ~~(2) is exposed to potential losses or, less frequently, gains, arising from (a) possible claims against a company' s resources due to future performance under contract terms, and (b) possible losses or likely gains from~~ uncertainties that **we** ~~will ultimately be resolved when one or more future events that~~ are **unaware** ~~deemed likely to occur do occur or fail to occur. ReferencesReference 1: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 210- SubTopic 10- Section S99- Paragraph 1- Subparagraph (SX 210. 5- 02. 25)- URI https: / / asc. fasb. org / extlink & oid = 120391452 & loc = d3e13212- 122682Reference 2: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 944- SubTopic 210- Section S99- Paragraph 1- Subparagraph (SX 210. 7- 03. (a), 19)- URI https: / / asc. fasb. org / extlink & oid = 126734703 & loc = d3e572229- 122910Reference 3: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 942- SubTopic 210- Section S99- Paragraph 1- Subparagraph (SX 210. 9- 03. 17)- URI https: / / asc. fasb. org / extlink & oid = 126897435 & loc = d3e534808- 122878 Details Name: us- gaap_CommitmentsAndContingencies Namespace Prefix: us- gaap_ Data Type: xbrli: monetaryItemType Balance Type: credit Period Type: instantX- DefinitionAggregate par or stated value of issued nonredeemable common stock (or common stock redeemable solely at the option of the issuer). This item includes treasury stock repurchased by the entity. Note: elements for number of nonredeemable common shares, par value and other disclosure concepts are in another section within stockholders' equity. ReferencesReference 1: http: / / www. xbrl. org / 2003 / role / exampleRef- Publisher FASB- Name Accounting Standards Codification- Topic 852- SubTopic 10- Section 55- Paragraph 10- URI https: / / asc. fasb. org / extlink & oid = 84165509 & loc = d3e56426- 112766Reference 2: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 210- SubTopic 10- Section S99- Paragraph 1- Subparagraph (SX 210. 5- 02 (29))- URI https: / / asc. fasb. org / extlink & oid = 120391452 & loc = d3e13212- 122682 Details Name: us- gaap_CommonStockValue Namespace Prefix: us- gaap_ Data Type: xbrli: monetaryItemType Balance Type: credit Period Type: instantX- DefinitionAmount of deferred income excluding obligation to transfer product and service to customer for which consideration has been received or is receivable, classified as noncurrent. ReferencesReference 1: http: / / www. xbrl. org / 2009 / role / commonPracticeRef- Publisher FASB- Name Accounting Standards Codification- Topic 470- SubTopic 10- Section 25- Paragraph 2- URI https: / / asc. fasb. org / extlink & oid = 28183603 & loc = d3e692- 112598 Details Name: us- gaap_DeferredIncomeNoncurrent Namespace Prefix: us- gaap_ Data Type: xbrli: monetaryItemType Balance Type: credit Period Type: instantX- DefinitionFair value, after the effects of master netting arrangements, of a financial liability or contract with one or more underlyings, notional amount or payment provision or both, and the contract can be net settled by means outside the contract or delivery of an asset, expected to be settled after one year or the normal operating cycle, if longer. Includes assets not subject to a master netting arrangement and not elected to be offset. ReferencesReference 1: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 210- SubTopic 20- Section 50- Paragraph 3- Subparagraph (c)- URI https: / / asc. fasb. org / extlink & oid = 51824906 & loc = SL20225862- 175312 Details Name: us- gaap_DerivativeLiabilitiesNoncurrent Namespace Prefix: us- gaap_ Data Type: xbrli: monetaryItemType Balance Type: credit Period Type: instantX- DefinitionSum of the carrying amounts as of the balance sheet date of all liabilities that are recognized. Liabilities are probable future sacrifices of economic benefits arising from present obligations of an entity to transfer assets or provide services to other entities in the future. ReferencesReference 1: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 210- SubTopic 10- Section S99- Paragraph 1- Subparagraph (SX 210. 5- 02. 19-~~ 26 ~~)- URI https: / / asc. fasb. org / extlink & oid = 120391452 & loc = d3e13212- 122682Reference 2: http: / / www. xbrl. org / 2009 / role / commonPracticeRef- Publisher FASB- Name Accounting Standards Codification- Topic 852- SubTopic 10- Section 50- Paragraph 7- Subparagraph (a)- URI https: / / asc. fasb. org / extlink & oid = 124433192 & loc = SL2890621- 112765Reference 3: http: / / www. xbrl. org / 2003 / role / exampleRef- Publisher FASB- Name Accounting Standards Codification- Topic 280- SubTopic 10- Section 50- Paragraph 30- Subparagraph (d)- URI https: / / asc. fasb. org / extlink & oid = 126901519 & loc = d3e8906- 108599Reference 4: http: / / www. xbrl. org / 2009 / role / commonPracticeRef- Publisher FASB- Name Accounting Standards Codification- Topic 852- SubTopic 10- Section 50- Paragraph 7- Subparagraph (b)- URI https: / / asc. fasb. org / extlink & oid = 124433192 & loc = SL2890621- 112765Reference 5: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 810- SubTopic 10- Section 45- Paragraph 25- Subparagraph (b)- URI https: / / asc. fasb. org / extlink & oid = 116870748 & loc = SL6758485- 165988Reference 6: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 470- SubTopic 10- Section S99- Paragraph 1B- Subparagraph (SX 210. 13- 02 (a) (5))- URI https: / / asc. fasb. org / extlink & oid = 126975872 & loc = SL124442552- 122756Reference 7: http: / / www. xbrl. org / 2003 /~~

~~role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 825- SubTopic 10- Section 50- Paragraph 28- Subparagraph (f)- URI https: / / asc. fasb. org / extlink & oid = 123596393 & loc = d3e14064- 108612Reference 8: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 470- SubTopic 10- Section S99- Paragraph 1B- Subparagraph (SX 210. 13- 02 (a) (4) (iv))- URI https: / / asc. fasb. org / extlink & oid = 126975872 & loc = SL124442552- 122756Reference 9: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 810- SubTopic 10- Section 50- Paragraph 3- Subparagraph (bb)- URI https: / / asc. fasb. org / extlink & oid = 123419778 & loc = d3e5710- 111685Reference 10: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 470- SubTopic 10- Section S99- Paragraph 1B- Subparagraph (SX 210. 13- 02 (a) (4) (iii) (B))- URI https: / / asc. fasb. org / extlink & oid = 126975872 & loc = SL124442552- 122756Reference 11: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 470- SubTopic 10- Section S99- Paragraph 1A- Subparagraph (SX 210. 13- 01 (a) (4) (iv))- URI https: / / asc. fasb. org / extlink & oid = 126975872 & loc = SL124442526- 122756Reference 12: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 810- SubTopic 10- Section 50- Paragraph 3- Subparagraph (c)- URI https: / / asc. fasb. org / extlink & oid = 123419778 & loc = d3e5710- 111685Reference 13: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 323- SubTopic 10- Section 50- Paragraph 3- Subparagraph (c)- URI https: / / asc. fasb. org / extlink & oid = 114001798 & loc = d3e33918- 111571Reference 14: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 470- SubTopic 10- Section S99- Paragraph 1A- Subparagraph (SX 210. 13- 01 (a) (5))- URI https: / / asc. fasb. org / extlink & oid = 126975872 & loc = SL124442526- 122756Reference 15: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 470- SubTopic 10- Section S99- Paragraph 1A- Subparagraph (SX 210. 13- 01 (a) (4) (iii) (A))- URI https: / / asc. fasb. org / extlink & oid = 126975872 & loc = SL124442526- 122756Reference 16: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 470- SubTopic 10- Section S99- Paragraph 1B- Subparagraph (SX 210. 13- 02 (a) (4) (i))- URI https: / / asc. fasb. org / extlink & oid = 126975872 & loc = SL124442552- 122756Reference 17: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 470- SubTopic 10- Section S99- Paragraph 1A- Subparagraph (SX 210. 13- 01 (a) (4) (i))- URI https: / / asc. fasb. org / extlink & oid = 126975872 & loc = SL124442526- 122756Reference 18: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 235- SubTopic 10- Section S99- Paragraph 1- Subparagraph (SX 210. 4- 08 (g) (1) (ii))- URI https: / / asc. fasb. org / extlink & oid = 120395691 & loc = d3e23780- 122690Reference 19: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 470- SubTopic 10- Section S99- Paragraph 1B- Subparagraph (SX 210. 13- 02 (a) (4) (iii) (A))- URI https: / / asc. fasb. org / extlink & oid = 126975872 & loc = SL124442552- 122756Reference 20: http: / / www. xbrl. org / 2009 / role / commonPracticeRef- Publisher FASB- Name Accounting Standards Codification- Topic 470- SubTopic 10- Section S99- Paragraph 1A- Subparagraph (SX 210. 13- 01 (a) (4) (ii))- URI https: / / asc. fasb. org / extlink & oid = 126975872 & loc = SL124442526- 122756 Details Name: us- gaap_Liabilities Namespace Prefix: us- gaap_ Data Type: xbrli: monetaryItemType Balance Type: credit Period Type: instantX- DefinitionAmount of liabilities and equity items, including the portion of equity attributable to noncontrolling interests, if any. ReferencesReference 1: http: / / www. xbrl. org / 2009 / role / commonPracticeRef- Publisher FASB- Name Accounting Standards Codification- Topic 323- SubTopic 10- Section 50- Paragraph 3- Subparagraph (c)- URI https: / / asc. fasb. org / extlink & oid = 114001798 & loc = d3e33918- 111571Reference 2: http: / / www. xbrl. org / 2003 / role / exampleRef- Publisher FASB- Name Accounting Standards Codification- Topic 852- SubTopic 10- Section 55- Paragraph 10- URI https: / / asc. fasb. org / extlink & oid = 84165509 & loc = d3e56426- 112766Reference 3: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 942- SubTopic 210- Section S99- Paragraph 1- Subparagraph (SX 210. 9- 03 (23))- URI https: / / asc. fasb. org / extlink & oid = 126897435 & loc = d3e534808- 122878Reference 4: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 944- SubTopic 210- Section S99- Paragraph 1- Subparagraph (SX 210. 7- 03 (a) (25))- URI https: / / asc. fasb. org / extlink & oid = 126734703 & loc = d3e572229- 122910Reference 5: http: / / www. xbrl. org / 2009 / role / commonPracticeRef- Publisher FASB- Name Accounting Standards Codification- Topic 235- SubTopic 10- Section S99- Paragraph 1- Subparagraph (SX 210. 4- 08 (g) (1) (ii))- URI https: / / asc. fasb. org / extlink & oid = 120395691 & loc = d3e23780- 122690Reference 6: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 210- SubTopic 10- Section S99- Paragraph 1- Subparagraph (SX 210. 5- 02 (32))- URI https: / / asc. fasb. org / extlink & oid = 120391452 & loc = d3e13212- 122682Reference 7: http: / / www. xbrl. org / 2009 / role / commonPracticeRef- Publisher FASB- Name Accounting Standards Codification- Topic 825- SubTopic 10- Section 50- Paragraph 28- Subparagraph (f)- URI https: / / asc. fasb. org / extlink & oid = 123596393 & loc = d3e14064- 108612 Details Name: us- gaap_LiabilitiesAndStockholdersEquity Namespace Prefix: us- gaap_ Data Type: xbrli: monetaryItemType Balance Type: credit Period Type: instantX- DefinitionTotal obligations incurred as part of normal operations that are expected to be paid during the following twelve months or within one business cycle, if longer. ReferencesReference 1: http: / / www. xbrl. org / 2003 / role / exampleRef- Publisher FASB- Name Accounting Standards Codification- Topic 852- SubTopic 10- Section 55- Paragraph 10- URI https: / / asc. fasb. org / extlink & oid = 84165509 & loc = d3e56426- 112766Reference 2: http: / / www. xbrl. org / 2009 / role / commonPracticeRef- Publisher FASB- Name Accounting Standards Codification- Topic 852- SubTopic 10- Section 50- Paragraph 7- Subparagraph (a)- URI https: / / asc. fasb. org / extlink & oid = 124433192 & loc = SL2890621- 112765Reference 3: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 470- SubTopic 10- Section S99- Paragraph 1B- Subparagraph (SX 210. 13- 02 (a) (4) (iii) (A))- URI https: / / asc. fasb. org / extlink & oid = 126975872 & loc = SL124442552- 122756Reference 4: http: / / www. xbrl. org / 2009 / role / commonPracticeRef- Publisher FASB- Name~~

~~Accounting Standards Codification- Topic 852- SubTopic 10- Section 50- Paragraph 7- Subparagraph (b)- URI https: / / asc. fasb. org / extlink & oid = 124433192 & loc = SL2890621- 112765Reference 5: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 810- SubTopic 10- Section 45- Paragraph 25- Subparagraph (b)- URI https: / / asc. fasb. org / extlink & oid = 116870748 & loc = SL6758485- 165988Reference 6: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 235- SubTopic 10- Section S99- Paragraph 1- Subparagraph (SX 210. 4- 08 (g) (1) (ii))- URI https: / / asc. fasb. org / extlink & oid = 120395691 & loc = d3e23780- 122690Reference 7: http: / / www. xbrl. org / 2009 / role / commonPracticeRef- Publisher FASB- Name Accounting Standards Codification- Topic 470- SubTopic 10- Section S99- Paragraph 1A- Subparagraph (SX 210. 13- 01 (a) (4) (ii))- URI https: / / asc. fasb. org / extlink & oid = 126975872 & loc = SL124442526- 122756Reference 8: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 470- SubTopic 10- Section S99- Paragraph 1B- Subparagraph (SX 210. 13- 02 (a) (4) (iv))- URI https: / / asc. fasb. org / extlink & oid = 126975872 & loc = SL124442552- 122756Reference 9: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 470- SubTopic 10- Section S99- Paragraph 1B- Subparagraph (SX 210. 13- 02 (a) (4) (i))- URI https: / / asc. fasb. org / extlink & oid = 126975872 & loc = SL124442552- 122756Reference 10: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 810- SubTopic 10- Section 50- Paragraph 3- Subparagraph (c)- URI https: / / asc. fasb. org / extlink & oid = 123419778 & loc = d3e5710- 111685Reference 11: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 323- SubTopic 10- Section 50- Paragraph 3- Subparagraph (c)- URI https: / / asc. fasb. org / extlink & oid = 114001798 & loc = d3e33918- 111571Reference 12: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 470- SubTopic 10- Section S99- Paragraph 1B- Subparagraph (SX 210. 13- 02 (a) (4) (iii) (B))- URI https: / / asc. fasb. org / extlink & oid = 126975872 & loc = SL124442552- 122756Reference 13: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 470- SubTopic 10- Section S99- Paragraph 1A- Subparagraph (SX 210. 13- 01 (a) (5))- URI https: / / asc. fasb. org / extlink & oid = 126975872 & loc = SL124442526- 122756Reference 14: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 810- SubTopic 10- Section 50- Paragraph 3- Subparagraph (bb)- URI https: / / asc. fasb. org / extlink & oid = 123419778 & loc = d3e5710- 111685Reference 15: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 470- SubTopic 10- Section S99- Paragraph 1B- Subparagraph (SX 210. 13- 02 (a) (5))- URI https: / / asc. fasb. org / extlink & oid = 126975872 & loc = SL124442552- 122756Reference 16: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 470- SubTopic 10- Section S99- Paragraph 1A- Subparagraph (SX 210. 13- 01 (a) (4) (iii) (A))- URI https: / / asc. fasb. org / extlink & oid = 126975872 & loc = SL124442526- 122756Reference 17: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 470- SubTopic 10- Section S99- Paragraph 1A- Subparagraph (SX 210. 13- 01 (a) (4) (i))- URI https: / / asc. fasb. org / extlink & oid = 126975872 & loc = SL124442526- 122756Reference 18: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 470- SubTopic 10- Section S99- Paragraph 1A- Subparagraph (SX 210. 13- 01 (a) (4) (iv))- URI https: / / asc. fasb. org / extlink & oid = 126975872 & loc = SL124442526- 122756Reference 19: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 825- SubTopic 10- Section 50- Paragraph 28- Subparagraph (f)- URI https: / / asc. fasb. org / extlink & oid = 123596393 & loc = d3e14064- 108612Reference 20: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 210- SubTopic 10- Section 45- Paragraph 5- URI https: / / asc. fasb. org / extlink & oid = 124098289 & loc = d3e6904- 107765Reference 21: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 210- SubTopic 10- Section S99- Paragraph 1- Subparagraph (SX 210. 5- 02. 21)- URI https: / / asc. fasb. org / extlink & oid = 120391452 & loc = d3e13212- 122682 Details Name: us- gaap_LiabilitiesCurrent Namespace Prefix: us- gaap_ Data Type: xbrli: monetaryItemType Balance Type: credit Period Type: instantX- ReferencesNo definition available. Details Name: us- gaap_LiabilitiesCurrentAbstract Namespace Prefix: us- gaap_ Data Type: xbrli: stringItemType Balance Type: na Period Type: durationX- DefinitionThe amount for notes payable (written promise to pay), due to related parties. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer). ReferencesReference 1: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 850- SubTopic 10- Section 50- Paragraph 1- URI https: / / asc. fasb. org / extlink & oid = 6457730 & loc = d3e39549- 107864Reference 2: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 210- SubTopic 10- Section S99- Paragraph 1- Subparagraph (SX 210. 5- 02. 19 (a) (5))- URI https: / / asc. fasb. org / extlink & oid = 120391452 & loc = d3e13212- 122682Reference 3: http: / / www. xbrl. org / 2009 / role / commonPracticeRef- Publisher FASB- Name Accounting Standards Codification- Topic 235- SubTopic 10- Section S99- Paragraph 1- Subparagraph (SX 210. 4- 08 (k) (1))- URI https: / / asc. fasb. org / extlink & oid = 120395691 & loc = d3e23780- 122690 Details Name: us- gaap_NotesPayableRelatedPartiesClassifiedCurrent Namespace Prefix: us- gaap_ Data Type: xbrli: monetaryItemType Balance Type: credit Period Type: instantX- DefinitionAggregate par or stated value of issued nonredeemable preferred stock (or preferred stock redeemable solely at the option of the issuer). This item includes treasury stock repurchased by the entity. Note: elements for number of nonredeemable preferred shares, par value and other disclosure concepts are in another section within stockholders' equity. ReferencesReference 1: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 210- SubTopic 10- Section S99- Paragraph 1- Subparagraph (SX 210. 5- 02 (28))- URI https: / / asc. fasb. org / extlink & oid = 120391452 & loc = d3e13212- 122682Reference 2: http: / / www. xbrl. org / 2003 / role / exampleRef- Publisher FASB- Name Accounting Standards Codification- Topic 852- SubTopic 10- Section 55- Paragraph 10- URI https: / / asc. fasb. org / extlink & oid = 84165509 & loc = d3e56426- 112766 Details Name: us-~~

~~gaap_PreferredStockValue Namespace Prefix: us- gaap_ Data Type: xbrli: monetaryItemType Balance Type: credit Period Type: instantX- DefinitionAmount of asset related to consideration paid in advance for costs that provide economic benefits within a future period of one year or the normal operating cycle, if longer. ReferencesReference 1: http: / / www. xbrl. org / 2003 / role / exampleRef- Publisher FASB- Name Accounting Standards Codification- Topic 210- SubTopic 10- Section 45- Paragraph 1- Subparagraph (g)- URI https: / / asc. fasb. org / extlink & oid = 124098289 & loc = d3e6676- 107765Reference 2: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 340- SubTopic 10- Section 45- Paragraph 1- URI https: / / asc. fasb. org / extlink & oid = 6387103 & loc = d3e6435- 108320Reference 3: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 340- SubTopic 10- Section 05- Paragraph 5- URI https: / / asc. fasb. org / extlink & oid = 126905020 & loc = d3e5879- 108316Reference 4: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 210- SubTopic 10- Section S99- Paragraph 1- Subparagraph (SX 210. 5- 02 (7))- URI https: / / asc. fasb. org / extlink & oid = 120391452 & loc = d3e13212- 122682 Details Name: us- gaap_PrepaidExpenseCurrent Namespace Prefix: us- gaap_ Data Type: xbrli: monetaryItemType Balance Type: debit Period Type: instantX- DefinitionThe cumulative amount of the reporting entity' s undistributed earnings or deficit. ReferencesReference 1: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 210- SubTopic 10- Section S99- Paragraph 1- Subparagraph (SX 210. 5- 02 (30) (a) (3))- URI https: / / asc. fasb. org / extlink & oid = 120391452 & loc = d3e13212- 122682Reference 2: http: / / www. xbrl. org / 2003 / role / exampleRef- Publisher FASB- Name Accounting Standards Codification- Topic 852- SubTopic 10- Section 55- Paragraph 10- URI https: / / asc. fasb. org / extlink & oid = 84165509 & loc = d3e56426- 112766Reference 3: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 944- SubTopic 210- Section S99- Paragraph 1- Subparagraph (SX 210. 7- 03 (a) (23) (a) (4))- URI https: / / asc. fasb. org / extlink & oid = 126734703 & loc = d3e572229- 122910Reference 4: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 944- SubTopic 40- Section 65- Paragraph 2- Subparagraph (h) (2)- URI https: / / asc. fasb. org / extlink & oid = 124501264 & loc = SL117420844- 207641Reference 5: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 505- SubTopic 10- Section S99- Paragraph 1- Subparagraph (SX 210. 3- 04)- URI https: / / asc. fasb. org / extlink & oid = 120397183 & loc = d3e187085- 122770Reference 6: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 944- SubTopic 40- Section 65- Paragraph 2- Subparagraph (g) (2) (i)- URI https: / / asc. fasb. org / extlink & oid = 124501264 & loc = SL117420844- 207641 Details Name: us- gaap_RetainedEarningsAccumulatedDeficit Namespace Prefix: us- gaap_ Data Type: xbrli: monetaryItemType Balance Type: credit Period Type: instantX- DefinitionTotal of all stockholders' equity (deficit) items, net of receivables from officers, directors, owners, and affiliates of the entity which are attributable to the parent. The amount of the economic entity' s stockholders' equity attributable to the parent excludes the amount of stockholders' equity which is allocable to that ownership interest in subsidiary equity which is not attributable to the parent (noncontrolling interest, minority interest). This excludes temporary equity and is sometimes called permanent equity. ReferencesReference 1: http: / / www. xbrl. org / 2009 / role / commonPracticeRef- Publisher FASB- Name Accounting Standards Codification- Topic 235- SubTopic 10- Section S99- Paragraph 1- Subparagraph (SX 210. 4- 08 (g) (1) (ii))- URI https: / / asc. fasb. org / extlink & oid = 120395691 & loc = d3e23780- 122690Reference 2: http: / / www. xbrl. org / 2003 / role / exampleRef- Publisher FASB- Name Accounting Standards Codification- Topic 852- SubTopic 10- Section 55- Paragraph 10- URI https: / / asc. fasb. org / extlink & oid = 84165509 & loc = d3e56426- 112766Reference 3: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 310- SubTopic 10- Section S99- Paragraph 2- Subparagraph (SAB Topic 4. E)- URI https: / / asc. fasb. org / extlink & oid = 122038336 & loc = d3e74512- 122707Reference 4: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 210- SubTopic 10- Section S99- Paragraph 1- Subparagraph (SX 210. 5- 02 (31))- URI https: / / asc. fasb. org / extlink & oid = 120391452 & loc = d3e13212- 122682Reference 5: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 210- SubTopic 10- Section S99- Paragraph 1- Subparagraph (SX 210. 5- 02 (29))- URI https: / / asc. fasb. org / extlink & oid = 120391452 & loc = d3e13212- 122682Reference 6: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 210- SubTopic 10- Section S99- Paragraph 1- Subparagraph (SX 210. 5- 02 (30))- URI https: / / asc. fasb. org / extlink & oid = 120391452 & loc = d3e13212- 122682Reference 7: http: / / www. xbrl. org / 2009 / role / commonPracticeRef- Publisher FASB- Name Accounting Standards Codification- Topic 825- SubTopic 10- Section 50- Paragraph 28- Subparagraph (f)- URI https: / / asc. fasb. org / extlink & oid = 123596393 & loc = d3e14064- 108612Reference 8: http: / / www. xbrl. org / 2009 / role / commonPracticeRef- Publisher FASB- Name Accounting Standards Codification- Topic 323- SubTopic 10- Section 50- Paragraph 3- Subparagraph (c)- URI https: / / asc. fasb. org / extlink & oid = 114001798 & loc = d3e33918- 111571 Details Name: us- gaap_StockholdersEquity Namespace Prefix: us- gaap_ Data Type: xbrli: monetaryItemType Balance Type: credit Period Type: instantX- ReferencesNo definition available. Details Name: us- gaap_StockholdersEquityAbstract Namespace Prefix: us- gaap_ Data Type: xbrli: stringItemType Balance Type: na Period Type: durationX- DefinitionCarrying amount, attributable to parent, of an entity' s issued and outstanding stock which is not included within permanent equity. Temporary equity is a security with redemption features that are outside the control of the issuer, is not classified as an asset or liability in conformity with GAAP, and is not mandatorily redeemable. Includes any type of security that is redeemable at a fixed or determinable price or on a fixed or determinable date or dates, is redeemable at the option of the holder, or has conditions for redemption which are not solely within the control of the issuer. Includes stock with a put option held by an ESOP and stock redeemable by a holder only in the event of a change in control of the issuer. ReferencesReference 1: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 470- SubTopic 10- Section S99- Paragraph 1A- Subparagraph (SX 210. 13- 01 (a) (4) (i))- URI~~

~~https: / / asc. fasb. org / extlink & oid = 126975872 & loc = SL124442526- 122756Reference 2: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 470- SubTopic 10- Section S99- Paragraph 1A- Subparagraph (SX 210. 13- 01 (a) (5))- URI https: / / asc. fasb. org / extlink & oid = 126975872 & loc = SL124442526- 122756Reference 3: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 470- SubTopic 10- Section S99- Paragraph 1A- Subparagraph (SX 210. 13- 01 (a) (4) (iv))- URI https: / / asc. fasb. org / extlink & oid = 126975872 & loc = SL124442526- 122756Reference 4: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 470- SubTopic 10- Section S99- Paragraph 1B- Subparagraph (SX 210. 13- 02 (a) (5))- URI https: / / asc. fasb. org / extlink & oid = 126975872 & loc = SL124442552- 122756Reference 5: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 470- SubTopic 10- Section S99- Paragraph 1B- Subparagraph (SX 210. 13- 02 (a) (4) (i))- URI https: / / asc. fasb. org / extlink & oid = 126975872 & loc = SL124442552- 122756Reference 6: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 470- SubTopic 10- Section S99- Paragraph 1B- Subparagraph (SX 210. 13- 02 (a) (4) (iv))- URI https: / / asc. fasb. org / extlink & oid = 126975872 & loc = SL124442552- 122756 Details Name: us- gaap_TemporaryEquityCarryingAmountAttributableToParent Namespace Prefix: us- gaap_ Data Type: xbrli: monetaryItemType Balance Type: credit Period Type: instantBalance Sheets (Parentheticals)- $ / shares Dec. 31, 2022 Dec. 31, 2021Preferred stock shares, par value (in Dollars per share) $ 0. 0001 $ 0. 0001Preferred stock, shares authorized 1, 000, 000 1, 000, 000Preferred stock, shares issued Preferred stock, shares outstanding Class A Ordinary Shares Ordinary shares subject to possible redemption, par value (in Dollars per share) $ 0. 0001 $ 0. 0001Ordinary shares subject to possible redemption, shares issued 34, 500, 000 34, 500, 000Ordinary shares subject to possible redemption, shares outstanding 34, 500, 000 34, 500, 000Ordinary shares subject to possible redemption value (in Dollars per share) $ 10. 14 $ 10Ordinary shares, par value (in Dollars per share) $ 0. 0001 $ 0. 0001Ordinary shares, shares authorized 200, 000, 000 200, 000, 000Ordinary shares, shares issued Ordinary shares, shares outstanding Class B Ordinary Shares Ordinary shares, par value (in Dollars per share) $ 0. 0001 $ 0. 0001Ordinary shares, shares authorized 20, 000, 000 20, 000, 000Ordinary shares, shares issued 8, 625, 000 8, 625, 000Ordinary shares, shares outstanding 8, 625, 000 8, 625, 000X- DefinitionFace amount or stated value per share of common stock. ReferencesReference 1: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 210- SubTopic 10- Section S99- Paragraph 1- Subparagraph (SX 210. 5- 02 (29))- URI https: / / asc. fasb. org / extlink & oid = 120391452 & loc = d3e13212- 122682 Details Name: us- gaap_CommonStockParOrStatedValuePerShare Namespace Prefix: us- gaap_ Data Type: dtr- types: perShareItemType Balance Type: na Period Type: instantX- DefinitionThe maximum number of common shares permitted to be issued by an entity' s charter and bylaws. ReferencesReference 1: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 210- SubTopic 10- Section S99- Paragraph 1- Subparagraph (SX 210. 5- 02 (29))- URI https: / / asc. fasb. org / extlink & oid = 120391452 & loc = d3e13212- 122682 Details Name: us- gaap_CommonStockSharesAuthorized Namespace Prefix: us- gaap_ Data Type: xbrli: sharesItemType Balance Type: na Period Type: instantX- DefinitionTotal number of common shares of an entity that have been sold or granted to shareholders (includes common shares that were issued, repurchased and remain in the treasury). These shares represent capital invested by the firm' s shareholders and owners, and may be all or only a portion of the number of shares authorized. Shares issued include shares outstanding and shares held in the treasury. ReferencesReference 1: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 210- SubTopic 10- Section S99- Paragraph 1- Subparagraph (SX 210. 5- 02 (29))- URI https: / / asc. fasb. org / extlink & oid = 120391452 & loc = d3e13212- 122682 Details Name: us- gaap_CommonStockSharesIssued Namespace Prefix: us- gaap_ Data Type: xbrli: sharesItemType Balance Type: na Period Type: instantX- DefinitionNumber of shares of common stock outstanding. Common stock represent the ownership interest in a corporation. ReferencesReference 1: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 505- SubTopic 10- Section 50- Paragraph 2- URI https: / / asc. fasb. org / extlink & oid = 126973232 & loc = d3e21463- 112644Reference 2: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 210- SubTopic 10- Section S99- Paragraph 1- Subparagraph (SX 210. 5- 02 (29))- URI https: / / asc. fasb. org / extlink & oid = 120391452 & loc = d3e13212- 122682 Details Name: us- gaap_CommonStockSharesOutstanding Namespace Prefix: us- gaap_ Data Type: xbrli: sharesItemType Balance Type: na Period Type: instantX- DefinitionFace amount or stated value per share of preferred stock nonredeemable or redeemable solely at the option of the issuer. ReferencesReference 1: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 210- SubTopic 10- Section S99- Paragraph 1- Subparagraph (SX 210. 5- 02 (28))- URI https: / / asc. fasb. org / extlink & oid = 120391452 & loc = d3e13212- 122682Reference 2: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 505- SubTopic 10- Section 50- Paragraph 13- Subparagraph (a)- URI https: / / asc. fasb. org / extlink & oid = 126973232 & loc = SL123496158- 112644 Details Name: us- gaap_PreferredStockParOrStatedValuePerShare Namespace Prefix: us- gaap_ Data Type: dtr- types: perShareItemType Balance Type: na Period Type: instantX- DefinitionThe maximum number of nonredeemable preferred shares (or preferred stock redeemable solely at the option of the issuer) permitted to be issued by an entity' s charter and bylaws. ReferencesReference 1: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 210- SubTopic 10- Section S99- Paragraph 1- Subparagraph (SX 210. 5- 02 (28))- URI https: / / asc. fasb. org / extlink & oid = 120391452 & loc = d3e13212- 122682 Details Name: us- gaap_PreferredStockSharesAuthorized Namespace Prefix: us- gaap_ Data Type: xbrli: sharesItemType Balance Type: na Period Type: instantX- DefinitionTotal number of nonredeemable preferred shares (or preferred stock redeemable solely at the option of the issuer) issued to shareholders (includes related preferred shares that were issued, repurchased, and remain in the treasury). May be all or portion of the number of preferred shares authorized. Excludes preferred shares that are classified as debt. ReferencesReference 1: http:~~

~~/ / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 210- SubTopic 10- Section S99- Paragraph 1- Subparagraph (SX 210. 5- 02 (28))- URI https: / / asc. fasb. org / extlink & oid = 120391452 & loc = d3e13212- 122682Reference 2: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 505- SubTopic 10- Section 50- Paragraph 13- Subparagraph (a)- URI https: / / asc. fasb. org / extlink & oid = 126973232 & loc = SL123496158- 112644 Details Name: us- gaap_PreferredStockSharesIssued Namespace Prefix: us- gaap_ Data Type: xbrli: sharesItemType Balance Type: na Period Type: instantX- DefinitionAggregate share number for all nonredeemable preferred stock (or preferred stock redeemable solely at the option of the issuer) held by stockholders. Does not include preferred shares that have been repurchased. ReferencesReference 1: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 210- SubTopic 10- Section S99- Paragraph 1- Subparagraph (SX 210. 5- 02 (28))- URI https: / / asc. fasb. org / extlink & oid = 120391452 & loc = d3e13212- 122682 Details Name: us- gaap_PreferredStockSharesOutstanding Namespace Prefix: us- gaap_ Data Type: xbrli: sharesItemType Balance Type: na Period Type: instantX- DefinitionPer share amount of par value or stated value of stock classified as temporary equity. Temporary equity is a security with redemption features that are outside the control of the issuer, is not classified as an asset or liability in conformity with GAAP, and is not mandatorily redeemable. ReferencesReference 1: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 480- SubTopic 10- Section S99- Paragraph 1- URI https: / / asc. fasb. org / extlink & oid = 122040564 & loc = d3e177068- 122764Reference 2: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 210- SubTopic 10- Section S99- Paragraph 1- Subparagraph (27)- URI https: / / asc. fasb. org / extlink & oid = 120391452 & loc = d3e13212- 122682 Details Name: us- gaap_TemporaryEquityParOrStatedValuePerShare Namespace Prefix: us- gaap_ Data Type: dtr- types: perShareItemType Balance Type: na Period Type: instantX- DefinitionAmount to be paid per share that is classified as temporary equity by entity upon redemption. Temporary equity is a security with redemption features that are outside the control of the issuer, is not classified as an asset or liability in conformity with GAAP, and is not mandatorily redeemable. Includes any type of security that is redeemable at a fixed or determinable price or on a fixed or determinable date or dates, is redeemable at the option of the holder, or has conditions for redemption which are not solely within the control of the issuer. If convertible, the issuer does not control the actions or events necessary to issue the maximum number of shares that could be required to be delivered under the conversion option if the holder exercises the option to convert the stock to another class of equity. If the security is a warrant or a rights issue, the warrant or rights issue is considered to be temporary equity if the issuer cannot demonstrate that it would be able to deliver upon the exercise of the option by the holder in all cases. Includes stock with put option held by ESOP and stock redeemable by holder only in the event of a change in control of the issuer. ReferencesReference 1: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 480- SubTopic 10- Section S99- Paragraph 1- URI https: / / asc. fasb. org / extlink & oid = 122040564 & loc = d3e177068- 122764Reference 2: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 210- SubTopic 10- Section S99- Paragraph 1- Subparagraph (27)- URI https: / / asc. fasb. org / extlink & oid = 120391452 & loc = d3e13212- 122682 Details Name: us- gaap_TemporaryEquityRedemptionPricePerShare Namespace Prefix: us- gaap_ Data Type: dtr- types: perShareItemType Balance Type: na Period Type: instantX- DefinitionThe number of securities classified as temporary equity that have been sold (or granted) to the entity' s shareholders. Securities issued include securities outstanding and securities held in treasury. Temporary equity is a security with redemption features that are outside the control of the issuer, is not classified as an asset or liability in conformity with GAAP, and is not mandatorily redeemable. Includes any type of security that is redeemable at a fixed or determinable price or on a fixed or determinable date or dates, is redeemable at the option of the holder, or has conditions for redemption which are not solely within the control of the issuer. If convertible, the issuer does not control the actions or events necessary to issue the maximum number of shares that could be required to be delivered under the conversion option if the holder exercises the option to convert the stock to another class of equity. If the security is a warrant or a rights issue, the warrant or rights issue is considered to be temporary equity if the issuer cannot demonstrate that it would be able to deliver upon the exercise of the option by the holder in all cases. Includes stock with put option held by ESOP and stock redeemable by holder only in the event of a change in control of the issuer. ReferencesReference 1: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 210- SubTopic 10- Section S99- Paragraph 1- Subparagraph (SX 210. 5- 02 (27) (b))- URI https: / / asc. fasb. org / extlink & oid = 120391452 & loc = d3e13212- 122682 Details Name: us- gaap_TemporaryEquitySharesIssued Namespace Prefix: us- gaap_ Data Type: xbrli: sharesItemType Balance Type: na Period Type: instantX- DefinitionThe number of securities classified as temporary equity that have been issued and are held by the entity' s shareholders. Securities outstanding equals securities issued minus securities held in treasury. Temporary equity is a security with redemption features that are outside the control of the issuer, is not classified as an asset or liability in conformity with GAAP, and is not mandatorily redeemable. Includes any type of security that is redeemable at a fixed or determinable price or on a fixed or determinable date or dates, is redeemable at the option of the holder, or has conditions for redemption which are not solely within the control of the issuer. If convertible, the issuer does not control the actions or events necessary to issue the maximum number of shares that could be required to be delivered under the conversion option if the holder exercises the option to convert the stock to another class of equity. If the security is a warrant or a rights issue, the warrant or rights issue is considered to be temporary equity if the issuer cannot demonstrate that it would be able to deliver upon the exercise of the option by the holder in all cases. Includes stock with put option held by ESOP and stock redeemable by holder only in the event of a change in control of the issuer. ReferencesReference 1: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 210- SubTopic 10- Section S99- Paragraph 1- Subparagraph (SX 210. 5- 02 (27) (b))- URI https: / / asc. fasb. org / extlink & oid = 120391452 & loc = d3e13212- 122682 Details Name: us- gaap_TemporaryEquitySharesOutstanding Namespace Prefix: us- gaap_ Data Type: xbrli: sharesItemType Balance Type: na Period Type: instantX- Details Name: us-~~

~~gaap_StatementClassOfStockAxis = us- gaap_CommonClassAMember Namespace Prefix: Data Type: na Balance Type: Period Type: X- Details Name: us- gaap_StatementClassOfStockAxis = us- gaap_CommonClassBMember Namespace Prefix: Data Type: na Balance Type: Period Type: Statements of Operations- USD ($) 11 Months Ended 12 Months EndedDec. 31, 2021 Dec. 31, 2022General and administrative expenses $ 797, 031 $ 1, 697, 963Administrative expenses- related party 54, 000 120, 000Loss from operations (851, 031) (1, 817, 963) Other income (expenses): Change in fair value of derivative warrant liabilities 12, 291, 083 11, 046, 416Loss upon issuance of private placement warrants (1, 386, 666) Offering costs associated with derivative warrant liabilities (1, 328, 733) Interest income from investments held in Trust Account 4, 991, 153Total other income (expenses) 9, 575, 684 16, 037, 569Net income $ 8, 724, 653 $ 14, 219, 606Class A Ordinary Shares Other income (expenses): Weighted average number of ordinary shares- basic (in Shares) 17, 180, 982 34, 500, 000Basic net income per share (in Dollars per share) $ 0. 35 $ 0. 33Class B Ordinary Shares Other income (expenses): Weighted average number of ordinary shares- basic (in Shares) 8, 045, 245 8, 625, 000Weighted average number of ordinary shares- diluted (in Shares) 8, 625, 000 8, 625, 000Basic net income per share (in Dollars per share) $ 0. 35 $ 0. 33Diluted net income per share (in Dollars per share) $ 0. 34 $ 0. 33X- DefinitionAmount of expense for administrative services provided to the limited liability company (LLC) or limited partnership (LP) by the managing member or general partner, affiliate of managing member or general partner, or affiliate of LLC or LP, for example, but not limited to, salaries, rent, or overhead costs. ReferencesReference 1: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 850- SubTopic 10- Section 50- Paragraph 1- URI https: / / asc. fasb. org / extlink & oid = 6457730 & loc = d3e39549- 107864 Details Name: us-gaap_AdministrativeFeesExpense Namespace Prefix: us- gaap_ Data Type: xbrli: monetaryItemType Balance Type: debit Period Type: durationX- DefinitionAmount of increase (decrease) in the fair value of derivatives recognized in the income statement. ReferencesReference 1: http: / / www. xbrl. org / 2009 / role / commonPracticeRef- Publisher FASB- Name Accounting Standards Codification- Topic 815- SubTopic 10- Section 50- Paragraph 4A- Subparagraph (b) (1)- URI https: / / asc. fasb. org / extlink & oid = 125515794 & loc = SL5618551- 113959 Details Name: us-gaap_DerivativeGainLossOnDerivativeNet Namespace Prefix: us- gaap_ Data Type: xbrli: monetaryItemType Balance Type: credit Period Type: durationX- DefinitionThe amount of net income (loss) for the period per each share of common stock or unit outstanding during the reporting period. ReferencesReference 1: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 815- SubTopic 40- Section 65- Paragraph 1- Subparagraph (c) (4)- URI https: / / asc. fasb. org / extlink & oid = 126732423 & loc = SL123482106- 238011Reference 2: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 250- SubTopic 10- Section 50- Paragraph 3- URI https: / / asc. fasb. org / extlink & oid = 124431687 & loc = d3e22583- 107794Reference 3: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 250- SubTopic 10- Section 50- Paragraph 11- Subparagraph (b)- URI https: / / asc. fasb. org / extlink & oid = 124431687 & loc = d3e22694- 107794Reference 4: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 260- SubTopic 10- Section 45- Paragraph 10- URI https: / / asc. fasb. org / extlink & oid = 126958026 & loc = d3e1448- 109256Reference 5: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 250- SubTopic 10- Section 50- Paragraph 4- URI https: / / asc. fasb. org / extlink & oid = 124431687 & loc = d3e22595- 107794Reference 6: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 250- SubTopic 10- Section 50- Paragraph 11- Subparagraph (a)- URI https: / / asc. fasb. org / extlink & oid = 124431687 & loc = d3e22694- 107794Reference 7: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 260- SubTopic 10- Section 45- Paragraph 7- URI https: / / asc. fasb. org / extlink & oid = 126958026 & loc = d3e1337- 109256Reference 8: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 815- SubTopic 40- Section 65- Paragraph 1- Subparagraph (f)- URI https: / / asc. fasb. org / extlink & oid = 126732423 & loc = SL123482106- 238011Reference 9: http: / / www. xbrl. org / 2003 / role / exampleRef- Publisher FASB- Name Accounting Standards Codification- Topic 260- SubTopic 10- Section 55- Paragraph 52- URI https: / / asc. fasb. org / extlink & oid = 128363288 & loc = d3e4984- 109258Reference 10: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 944- SubTopic 220- Section S99- Paragraph 1- Subparagraph (SX 210. 7- 04 (23))- URI https: / / asc. fasb. org / extlink & oid = 120400993 & loc = SL114874131- 224263Reference 11: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 260- SubTopic 10- Section 55- Paragraph 15- URI https: / / asc. fasb. org / extlink & oid = 128363288 & loc = d3e3842- 109258Reference 12: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 250- SubTopic 10- Section 50- Paragraph 7- Subparagraph (a)- URI https: / / asc. fasb. org / extlink & oid = 124431687 & loc = d3e22644- 107794Reference 13: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 260- SubTopic 10- Section 50- Paragraph 1- Subparagraph (a)- URI https: / / asc. fasb. org / extlink & oid = 124432515 & loc = d3e3550- 109257Reference 14: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 220- SubTopic 10- Section S99- Paragraph 2- Subparagraph (SX 210. 5- 03 (25))- URI https: / / asc. fasb. org / extlink & oid = 126953954 & loc = SL114868664- 224227Reference 15: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 260- SubTopic 10- Section 45- Paragraph 2- URI https: / / asc. fasb. org / extlink & oid = 126958026 & loc = d3e1252- 109256Reference 16: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 260- SubTopic 10- Section 45- Paragraph 60B- Subparagraph (d)- URI https: / / asc. fasb. org / extlink & oid = 126958026 & loc = SL5780133- 109256Reference 17: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 942- SubTopic 220- Section S99- Paragraph 1- Subparagraph (SX 210. 9- 04 (27))- URI https: / / asc. fasb. org / extlink & oid = 120399700 & loc = SL114874048- 224260 Details Name: us- gaap_EarningsPerShareBasic Namespace~~

~~Prefix: us- gaap_ Data Type: dtr- types: perShareItemType Balance Type: na Period Type: durationX- DefinitionThe amount of net income (loss) for the period available to each share of common stock or common unit outstanding during the reporting period and to each share or unit that would have been outstanding assuming the issuance of common shares or units for all dilutive potential common shares or units outstanding during the reporting period. ReferencesReference 1: http: / / www. xbrl. org / 2003 / role / exampleRef- Publisher FASB- Name Accounting Standards Codification- Topic 260- SubTopic 10- Section 55- Paragraph 52- URI https: / / asc. fasb. org / extlink & oid = 128363288 & loc = d3e4984- 109258Reference 2: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 250- SubTopic 10- Section 50- Paragraph 7- Subparagraph (a)- URI https: / / asc. fasb. org / extlink & oid = 124431687 & loc = d3e22644- 107794Reference 3: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 260- SubTopic 10- Section 55- Paragraph 15- URI https: / / asc. fasb. org / extlink & oid = 128363288 & loc = d3e3842- 109258Reference 4: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 260- SubTopic 10- Section 45- Paragraph 2- URI https: / / asc. fasb. org / extlink & oid = 126958026 & loc = d3e1252- 109256Reference 5: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 250- SubTopic 10- Section 50- Paragraph 11- Subparagraph (b)- URI https: / / asc. fasb. org / extlink & oid = 124431687 & loc = d3e22694- 107794Reference 6: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 250- SubTopic 10- Section 50- Paragraph 4- URI https: / / asc. fasb. org / extlink & oid = 124431687 & loc = d3e22595- 107794Reference 7: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 250- SubTopic 10- Section 50- Paragraph 3- URI https: / / asc. fasb. org / extlink & oid = 124431687 & loc = d3e22583- 107794Reference 8: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 260- SubTopic 10- Section 45- Paragraph 60B- Subparagraph (d)- URI https: / / asc. fasb. org / extlink & oid = 126958026 & loc = SL5780133- 109256Reference 9: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 815- SubTopic 40- Section 65- Paragraph 1- Subparagraph (f)- URI https: / / asc. fasb. org / extlink & oid = 126732423 & loc = SL123482106- 238011Reference 10: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 942- SubTopic 220- Section S99- Paragraph 1- Subparagraph (SX 210. 9- 04 (27))- URI https: / / asc. fasb. org / extlink & oid = 120399700 & loc = SL114874048- 224260Reference 11: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 260- SubTopic 10- Section 50- Paragraph 1- Subparagraph (a)- URI https: / / asc. fasb. org / extlink & oid = 124432515 & loc = d3e3550- 109257Reference 12: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 944- SubTopic 220- Section S99- Paragraph 1- Subparagraph (SX 210. 7- 04 (23))- URI https: / / asc. fasb. org / extlink & oid = 120400993 & loc = SL114874131- 224263Reference 13: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 250- SubTopic 10- Section 50- Paragraph 11- Subparagraph (a)- URI https: / / asc. fasb. org / extlink & oid = 124431687 & loc = d3e22694- 107794Reference 14: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 260- SubTopic 10- Section 45- Paragraph 7- URI https: / / asc. fasb. org / extlink & oid = 126958026 & loc = d3e1337- 109256Reference 15: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 815- SubTopic 40- Section 65- Paragraph 1- Subparagraph (c) (4)- URI https: / / asc. fasb. org / extlink & oid = 126732423 & loc = SL123482106- 238011Reference 16: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 220- SubTopic 10- Section S99- Paragraph 2- Subparagraph (SX 210. 5- 03 (25))- URI https: / / asc. fasb. org / extlink & oid = 126953954 & loc = SL114868664- 224227 Details Name: us- gaap_EarningsPerShareDiluted Namespace Prefix: us- gaap_ Data Type: dtr- types: perShareItemType Balance Type: na Period Type: durationX- DefinitionAmount of expense (income) related to adjustment to fair value of warrant liability. ReferencesReference 1: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 230- SubTopic 10- Section 45- Paragraph 28- Subparagraph (b)- URI https: / / asc. fasb. org / extlink & oid = 126954810 & loc = d3e3602- 108585Reference 2: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 480- SubTopic 10- Section 25- Paragraph 13- URI https: / / asc. fasb. org / extlink & oid = 109262497 & loc = d3e20148- 110875 Details Name: us- gaap_FairValueAdjustmentOfWarrants Namespace Prefix: us- gaap_ Data Type: xbrli: monetaryItemType Balance Type: debit Period Type: durationX- DefinitionAmount of realized and unrealized gain (loss) on investment. ReferencesReference 1: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 320- SubTopic 10- Section 50- Paragraph 10- Subparagraph (c)- URI https: / / asc. fasb. org / extlink & oid = 126970911 & loc = d3e27405- 111563Reference 2: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 220- SubTopic 10- Section S99- Paragraph 2- Subparagraph (SX 210. 5- 03. 7 (c), 9 (a))- URI https: / / asc. fasb. org / extlink & oid = 126953954 & loc = SL114868664- 224227Reference 3: http: / / www. xbrl. org / 2003 / role / recommendedDisclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 230- SubTopic 10- Section 45- Paragraph 28- Subparagraph (b)- URI https: / / asc. fasb. org / extlink & oid = 126954810 & loc = d3e3602- 108585 Details Name: us- gaap_GainLossOnInvestments Namespace Prefix: us- gaap_ Data Type: xbrli: monetaryItemType Balance Type: credit Period Type: durationX- DefinitionThe difference between the book value and the sale price of options, swaps, futures, forward contracts, and other derivative instruments. This element refers to the gain (loss) included in earnings. ReferencesReference 1: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 230- SubTopic 10- Section 45- Paragraph 28- Subparagraph (b)- URI https: / / asc. fasb. org / extlink & oid = 126954810 & loc = d3e3602- 108585Reference 2: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 942- SubTopic 220- Section S99- Paragraph 1- Subparagraph (SX 210. 9- 04. 13 (h))- URI https: / / asc. fasb. org / extlink & oid = 120399700 & loc = SL114874048- 224260 Details Name:~~

~~us- gaap_GainLossOnSaleOfDerivatives Namespace Prefix: us- gaap_ Data Type: xbrli: monetaryItemType Balance Type: credit Period Type: durationX- DefinitionThe aggregate total of expenses of managing and administering the affairs of an entity, including affiliates of the reporting entity, which are not directly or indirectly associated with the manufacture, sale or creation of a product or product line. ReferencesReference 1: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 220- SubTopic 10- Section S99- Paragraph 2- Subparagraph (SX 210. 5- 03. 4)- URI https: / / asc. fasb. org / extlink & oid = 126953954 & loc = SL114868664- 224227 Details Name: us- gaap_GeneralAndAdministrativeExpense Namespace Prefix: us- gaap_ Data Type: xbrli: monetaryItemType Balance Type: debit Period Type: durationX- DefinitionThe portion of profit or loss for the period, net of income taxes, which is attributable to the parent. ReferencesReference 1: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 942- SubTopic 220- Section S99- Paragraph 1- Subparagraph (SX 210. 9- 04 (22))- URI https: / / asc. fasb. org / extlink & oid = 120399700 & loc = SL114874048- 224260Reference 2: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 280- SubTopic 10- Section 50- Paragraph 32- Subparagraph (f)- URI https: / / asc. fasb. org / extlink & oid = 126901519 & loc = d3e8933- 108599Reference 3: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 250- SubTopic 10- Section 50- Paragraph 4- URI https: / / asc. fasb. org / extlink & oid = 124431687 & loc = d3e22595- 107794Reference 4: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 944- SubTopic 220- Section S99- Paragraph 1- Subparagraph (SX 210. 7- 04 (18))- URI https: / / asc. fasb. org / extlink & oid = 120400993 & loc = SL114874131- 224263Reference 5: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 815- SubTopic 40- Section 65- Paragraph 1- Subparagraph (f)- URI https: / / asc. fasb. org / extlink & oid = 126732423 & loc = SL123482106- 238011Reference 6: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 220- SubTopic 10- Section 50- Paragraph 6- URI https: / / asc. fasb. org / extlink & oid = 124431353 & loc = SL124452729- 227067Reference 7: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 470- SubTopic 10- Section S99- Paragraph 1B- Subparagraph (SX 210. 13- 02 (a) (5))- URI https: / / asc. fasb. org / extlink & oid = 126975872 & loc = SL124442552- 122756Reference 8: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 220- SubTopic 10- Section S99- Paragraph 2- Subparagraph (SX 210. 5- 03 (20))- URI https: / / asc. fasb. org / extlink & oid = 126953954 & loc = SL114868664- 224227Reference 9: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 230- SubTopic 10- Section 45- Paragraph 28- URI https: / / asc. fasb. org / extlink & oid = 126954810 & loc = d3e3602- 108585Reference 10: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 250- SubTopic 10- Section 50- Paragraph 1- Subparagraph (b) (2)- URI https: / / asc. fasb. org / extlink & oid = 124431687 & loc = d3e22499- 107794Reference 11: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 470- SubTopic 10- Section S99- Paragraph 1A- Subparagraph (SX 210. 13- 01 (a) (4) (iv))- URI https: / / asc. fasb. org / extlink & oid = 126975872 & loc = SL124442526- 122756Reference 12: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 470- SubTopic 10- Section S99- Paragraph 1A- Subparagraph (SX 210. 13- 01 (a) (4) (iii) (A))- URI https: / / asc. fasb. org / extlink & oid = 126975872 & loc = SL124442526- 122756Reference 13: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 470- SubTopic 10- Section S99- Paragraph 1B- Subparagraph (SX 210. 13- 02 (a) (4) (i))- URI https: / / asc. fasb. org / extlink & oid = 126975872 & loc = SL124442552- 122756Reference 14: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 470- SubTopic 10- Section S99- Paragraph 1A- Subparagraph (SX 210. 13- 01 (a) (4) (i))- URI https: / / asc. fasb. org / extlink & oid = 126975872 & loc = SL124442526- 122756Reference 15: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 250- SubTopic 10- Section 50- Paragraph 9- URI https: / / asc. fasb. org / extlink & oid = 124431687 & loc = d3e22663- 107794Reference 16: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 470- SubTopic 10- Section S99- Paragraph 1B- Subparagraph (SX 210. 13- 02 (a) (4) (iv))- URI https: / / asc. fasb. org / extlink & oid = 126975872 & loc = SL124442552- 122756Reference 17: http: / / www. xbrl. org / 2009 / role / commonPracticeRef- Publisher FASB- Name Accounting Standards Codification- Topic 470- SubTopic 10- Section S99- Paragraph 1A- Subparagraph (SX 210. 13- 01 (a) (4) (ii))- URI https: / / asc. fasb. org / extlink & oid = 126975872 & loc = SL124442526- 122756Reference 18: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 825- SubTopic 10- Section 50- Paragraph 28- Subparagraph (f)- URI https: / / asc. fasb. org / extlink & oid = 123596393 & loc = d3e14064- 108612Reference 19: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 250- SubTopic 10- Section 50- Paragraph 3- URI https: / / asc. fasb. org / extlink & oid = 124431687 & loc = d3e22583- 107794Reference 20: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 235- SubTopic 10- Section S99- Paragraph 1- Subparagraph (SX 210. 4- 08 (g) (1) (ii))- URI https: / / asc. fasb. org / extlink & oid = 120395691 & loc = d3e23780- 122690Reference 21: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 260- SubTopic 10- Section 45- Paragraph 60B- Subparagraph (a)- URI https: / / asc. fasb. org / extlink & oid = 126958026 & loc = SL5780133- 109256Reference 22: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 323- SubTopic 10- Section 50- Paragraph 3- Subparagraph (c)- URI https: / / asc. fasb. org / extlink & oid = 114001798 & loc = d3e33918- 111571Reference 23: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 250- SubTopic 10- Section 50- Paragraph 8- URI https: / / asc. fasb. org / extlink & oid = 124431687 & loc = d3e22658- 107794Reference 24: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 220- SubTopic 10-~~

~~Section 45- Paragraph 1A- Subparagraph (a)- URI https: / / asc. fasb. org / extlink & oid = 126968391 & loc = SL7669619- 108580Reference 25: http: / / www. xbrl. org / 2003 / role / exampleRef- Publisher FASB- Name Accounting Standards Codification- Topic 280- SubTopic 10- Section 50- Paragraph 31- URI https: / / asc. fasb. org / extlink & oid = 126901519 & loc = d3e8924- 108599Reference 26: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 250- SubTopic 10- Section 50- Paragraph 11- Subparagraph (b)- URI https: / / asc. fasb. org / extlink & oid = 124431687 & loc = d3e22694- 107794Reference 27: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 250- SubTopic 10- Section 50- Paragraph 11- Subparagraph (a)- URI https: / / asc. fasb. org / extlink & oid = 124431687 & loc = d3e22694- 107794Reference 28: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 205- SubTopic 20- Section 50- Paragraph 7- URI https: / / asc. fasb. org / extlink & oid = 109222650 & loc = SL51721683- 107760Reference 29: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 220- SubTopic 10- Section 45- Paragraph 1B- Subparagraph (a)- URI https: / / asc. fasb. org / extlink & oid = 126968391 & loc = SL7669625- 108580Reference 30: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 280- SubTopic 10- Section 50- Paragraph 22- URI https: / / asc. fasb. org / extlink & oid = 126901519 & loc = d3e8736- 108599Reference 31: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 470- SubTopic 10- Section S99- Paragraph 1A- Subparagraph (SX 210. 13- 01 (a) (5))- URI https: / / asc. fasb. org / extlink & oid = 126975872 & loc = SL124442526- 122756Reference 32: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 470- SubTopic 10- Section S99- Paragraph 1B- Subparagraph (SX 210. 13- 02 (a) (4) (iii) (B))- URI https: / / asc. fasb. org / extlink & oid = 126975872 & loc = SL124442552- 122756Reference 33: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 470- SubTopic 10- Section S99- Paragraph 1B- Subparagraph (SX 210. 13- 02 (a) (4) (iii) (A))- URI https: / / asc. fasb. org / extlink & oid = 126975872 & loc = SL124442552- 122756Reference 34: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 280- SubTopic 10- Section 50- Paragraph 30- Subparagraph (b)- URI https: / / asc. fasb. org / extlink & oid = 126901519 & loc = d3e8906- 108599Reference 35: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 280- SubTopic 10- Section 50- Paragraph 32- Subparagraph (c)- URI https: / / asc. fasb. org / extlink & oid = 126901519 & loc = d3e8933- 108599 Details Name: us- gaap_NetIncomeLoss Namespace Prefix: us- gaap_ Data Type: xbrli: monetaryItemType Balance Type: credit Period Type: durationX- DefinitionThe aggregate amount of income or expense from ancillary business-related activities (that is to say, excluding major activities considered part of the normal operations of the business). ReferencesReference 1: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 220- SubTopic 10- Section S99- Paragraph 2- Subparagraph (SX 210. 5- 03. 7)- URI https: / / asc. fasb. org / extlink & oid = 126953954 & loc = SL114868664- 224227 Details Name: us- gaap_NonoperatingIncomeExpense Namespace Prefix: us- gaap_ Data Type: xbrli: monetaryItemType Balance Type: credit Period Type: durationX- DefinitionThe net result for the period of deducting operating expenses from operating revenues. ReferencesReference 1: http: / / www. xbrl. org / 2003 / role / exampleRef- Publisher FASB- Name Accounting Standards Codification- Topic 280- SubTopic 10- Section 50- Paragraph 31- URI https: / / asc. fasb. org / extlink & oid = 126901519 & loc = d3e8924- 108599Reference 2: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 280- SubTopic 10- Section 50- Paragraph 30- Subparagraph (b)- URI https: / / asc. fasb. org / extlink & oid = 126901519 & loc = d3e8906- 108599Reference 3: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 280- SubTopic 10- Section 50- Paragraph 32- Subparagraph (c)- URI https: / / asc. fasb. org / extlink & oid = 126901519 & loc = d3e8933- 108599Reference 4: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 280- SubTopic 10- Section 50- Paragraph 32- Subparagraph (f)- URI https: / / asc. fasb. org / extlink & oid = 126901519 & loc = d3e8933- 108599Reference 5: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 280- SubTopic 10- Section 50- Paragraph 22- URI https: / / asc. fasb. org / extlink & oid = 126901519 & loc = d3e8736- 108599 Details Name: us- gaap_OperatingIncomeLoss Namespace Prefix: us- gaap_ Data Type: xbrli: monetaryItemType Balance Type: credit Period Type: durationX- ReferencesNo definition available. Details Name: us- gaap_OtherIncomeAndExpensesAbstract Namespace Prefix: us- gaap_ Data Type: xbrli: stringItemType Balance Type: na Period Type: durationX- DefinitionThe average number of shares or units issued and outstanding that are used in calculating diluted EPS or earnings per unit (EPU), determined based on the timing of issuance of shares or units in the period. ReferencesReference 1: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 260- SubTopic 10- Section 50- Paragraph 1- Subparagraph (a)- URI https: / / asc. fasb. org / extlink & oid = 124432515 & loc = d3e3550- 109257Reference 2: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 260- SubTopic 10- Section 45- Paragraph 16- URI https: / / asc. fasb. org / extlink & oid = 126958026 & loc = d3e1505- 109256 Details Name: us- gaap_WeightedAverageNumberOfDilutedSharesOutstanding Namespace Prefix: us- gaap_ Data Type: xbrli: sharesItemType Balance Type: na Period Type: durationX- DefinitionNumber of [ basic ] shares or units, after adjustment for contingently issuable shares or units and other shares or units not deemed outstanding, determined by relating the portion of time within a reporting period that common shares or units have been outstanding to the total time in that period. ReferencesReference 1: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 260- SubTopic 10- Section 50- Paragraph 1- Subparagraph (a)- URI https: / / asc. fasb. org / extlink & oid = 124432515 & loc = d3e3550- 109257Reference 2: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 260- SubTopic 10- Section 45- Paragraph 10- URI https: / / asc. fasb. org / extlink & oid = 126958026 & loc = d3e1448- 109256 Details Name: us- gaap_WeightedAverageNumberOfSharesOutstandingBasic Namespace~~

Prefix: us- gaap_ Data Type: xbrli: sharesItemType Balance Type: na Period Type: durationX- Details Name: us- gaap_StatementClassOfStockAxis = us- gaap_CommonClassAMember Namespace Prefix: Data Type: na Balance Type: Period Type: X- Details Name: us- gaap_StatementClassOfStockAxis = us- gaap_CommonClassBMember Namespace Prefix: Data Type: na Balance Type: Period Type: Statements of Operations (Parentheticals)- Class A Ordinary Shares- $ / shares 11 Months Ended 12 Months EndedDec. 31, 2021 Dec. 31, 2022Weighted average number of ordinary shares- diluted 17, 180, 982 34, 500, 000Diluted net income per share $ 0. 35 $ 0. 33X- DefinitionPro forma diluted earnings per share, which is commonly presented in initial public offerings. ReferencesReference 1: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 205- SubTopic 10- Section S99- Paragraph 7- Subparagraph (SAB Topic 1. B. 2)- URI https: / / asc. fasb. org / extlink & oid = 126898705 & loc = d3e5934- 122674Reference 2: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 855- SubTopic 10- Section S99- Paragraph 1- Subparagraph (SAB Topic 1. B. 3)- URI https: / / asc. fasb. org / extlink & oid = 122134661 & loc = d3e463720- 122850 Details Name: us- gaap_DilutedEarningsPerShareProForma Namespace Prefix: us- gaap_ Data Type: dtr- types: perShareItemType Balance Type: na Period Type: durationX- DefinitionThe sum of dilutive potential common shares or units used in the calculation of the diluted per- share or per- unit computation. ReferencesReference 1: http: / / www. xbrl. org / 2009 / role / commonPracticeRef- Publisher FASB- Name Accounting Standards Codification- Topic 260- SubTopic 10- Section 50- Paragraph 1- Subparagraph (a)- URI https: / / asc. fasb. org / extlink & oid = 124432515 & loc = d3e3550- 109257 Details Name: us- gaap_WeightedAverageNumberDilutedSharesOutstandingAdjustment Namespace Prefix: us- gaap_ Data Type: xbrli: sharesItemType Balance Type: na Period Type: durationX- Details Name: us- gaap_StatementClassOfStockAxis = us- gaap_CommonClassAMember Namespace Prefix: Data Type: na Balance Type: Period Type: Statements of Changes in Shareholders' Deficit- USD ($) Class A Ordinary Shares Class A Class B Ordinary Shares Additional Paid- in Capital Accumulated Deficit TotalBalance at Feb. 02, 2021 Balance (in Shares) at Feb. 02, 2021 Issuance of Class B ordinary shares to Sponsor $ 863 24, 137 25, 000Issuance of Class B ordinary shares to Sponsor (in Shares) 8, 625, 000 Contribution from Sponsor upon sale of Founder Shares to anchor investors 11, 104, 500 11, 104, 500Accretion of Class A ordinary shares subject to possible redemption (11, 128, 637) (32, 964, 649) (44, 093, 286) Net income 8, 724, 653 8, 724, 653Balance at Dec. 31, 2021 $ 863 (24, 239, 996) (24, 239, 133) Balance (in Shares) at Dec. 31, 2021 34, 500, 000 8, 625, 000 Forfeiture of Class B ordinary shares $ (4) Forfeiture of Class B ordinary shares (in Shares) (40, 000) Issuance of Class B ordinary shares to Sponsor $ 4 Issuance of Class B ordinary shares to Sponsor (in Shares) 40, 000 Increase in redemption value of Class A ordinary shares subject to possible redemption (116) (4, 891, 037) (4, 891, 153) Net income 14, 219, 606 14, 219, 606Balance at Dec. 31, 2022 $ 863 $ (14, 911, 427) $ (14, 910, 564) Balance (in Shares) at Dec. 31, 2022 34, 500, 000 8, 625, 000 X- DefinitionThe portion of profit or loss for the period, net of income taxes, which is attributable to the parent. ReferencesReference 1: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 942- SubTopic 220- Section S99- Paragraph 1- Subparagraph (SX 210. 9- 04 (22))- URI https: / / asc. fasb. org / extlink & oid = 120399700 & loc = SL114874048- 224260Reference 2: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 280- SubTopic 10- Section 50- Paragraph 32- Subparagraph (f)- URI https: / / asc. fasb. org / extlink & oid = 126901519 & loc = d3e8933- 108599Reference 3: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 250- SubTopic 10- Section 50- Paragraph 4- URI https: / / asc. fasb. org / extlink & oid = 124431687 & loc = d3e22595- 107794Reference 4: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 944- SubTopic 220- Section S99- Paragraph 1- Subparagraph (SX 210. 7- 04 (18))- URI https: / / asc. fasb. org / extlink & oid = 120400993 & loc = SL114874131- 224263Reference 5: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 815- SubTopic 40- Section 65- Paragraph 1- Subparagraph (f)- URI https: / / asc. fasb. org / extlink & oid = 126732423 & loc = SL123482106- 238011Reference 6: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 220- SubTopic 10- Section 50- Paragraph 6- URI https: / / asc. fasb. org / extlink & oid = 124431353 & loc = SL124452729- 227067Reference 7: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 470- SubTopic 10- Section S99- Paragraph 1B- Subparagraph (SX 210. 13- 02 (a) (5))- URI https: / / asc. fasb. org / extlink & oid = 126975872 & loc = SL124442552- 122756Reference 8: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 220- SubTopic 10- Section S99- Paragraph 2- Subparagraph (SX 210. 5- 03 (20))- URI https: / / asc. fasb. org / extlink & oid = 126953954 & loc = SL114868664- 224227Reference 9: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 230- SubTopic 10- Section 45- Paragraph 28- URI https: / / asc. fasb. org / extlink & oid = 126954810 & loc = d3e3602- 108585Reference 10: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 250- SubTopic 10- Section 50- Paragraph 1- Subparagraph (b) (2)- URI https: / / asc. fasb. org / extlink & oid = 124431687 & loc = d3e22499- 107794Reference 11: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 470- SubTopic 10- Section S99- Paragraph 1A- Subparagraph (SX 210. 13- 01 (a) (4) (iv))- URI https: / / asc. fasb. org / extlink & oid = 126975872 & loc = SL124442526- 122756Reference 12: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 470- SubTopic 10- Section S99- Paragraph 1A- Subparagraph (SX 210. 13- 01 (a) (4) (iii) (A))- URI https: / / asc. fasb. org / extlink & oid = 126975872 & loc = SL124442526- 122756Reference 13: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 470- SubTopic 10- Section S99- Paragraph 1B- Subparagraph (SX 210. 13- 02 (a) (4) (i))- URI https: / / asc. fasb. org / extlink & oid = 126975872 & loc = SL124442552- 122756Reference 14: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 470- SubTopic 10- Section S99- Paragraph 1A- Subparagraph (SX 210. 13- 01 (a) (4) (i))- URI https: / / asc. fasb. org / extlink & oid = 126975872 & loc = SL124442526- 122756Reference 15: http: / / www. xbrl. org / 2003 / role /

~~disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 250- SubTopic 10- Section 50- Paragraph 9- URI https: / / asc. fasb. org / extlink & oid = 124431687 & loc = d3e22663- 107794Reference 16: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 470- SubTopic 10- Section S99- Paragraph 1B- Subparagraph (SX 210. 13- 02 (a) (4) (iv))- URI https: / / asc. fasb. org / extlink & oid = 126975872 & loc = SL124442552- 122756Reference 17: http: / / www. xbrl. org / 2009 / role / commonPracticeRef- Publisher FASB- Name Accounting Standards Codification- Topic 470- SubTopic 10- Section S99- Paragraph 1A- Subparagraph (SX 210. 13- 01 (a) (4) (ii))- URI https: / / asc. fasb. org / extlink & oid = 126975872 & loc = SL124442526- 122756Reference 18: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 825- SubTopic 10- Section 50- Paragraph 28- Subparagraph (f)- URI https: / / asc. fasb. org / extlink & oid = 123596393 & loc = d3e14064- 108612Reference 19: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 250- SubTopic 10- Section 50- Paragraph 3- URI https: / / asc. fasb. org / extlink & oid = 124431687 & loc = d3e22583- 107794Reference 20: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 235- SubTopic 10- Section S99- Paragraph 1- Subparagraph (SX 210. 4- 08 (g) (1) (ii))- URI https: / / asc. fasb. org / extlink & oid = 120395691 & loc = d3e23780- 122690Reference 21: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 260- SubTopic 10- Section 45- Paragraph 60B- Subparagraph (a)- URI https: / / asc. fasb. org / extlink & oid = 126958026 & loc = SL5780133- 109256Reference 22: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 323- SubTopic 10- Section 50- Paragraph 3- Subparagraph (c)- URI https: / / asc. fasb. org / extlink & oid = 114001798 & loc = d3e33918- 111571Reference 23: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 250- SubTopic 10- Section 50- Paragraph 8- URI https: / / asc. fasb. org / extlink & oid = 124431687 & loc = d3e22658- 107794Reference 24: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 220- SubTopic 10- Section 45- Paragraph 1A- Subparagraph (a)- URI https: / / asc. fasb. org / extlink & oid = 126968391 & loc = SL7669619- 108580Reference 25: http: / / www. xbrl. org / 2003 / role / exampleRef- Publisher FASB- Name Accounting Standards Codification- Topic 280- SubTopic 10- Section 50- Paragraph 31- URI https: / / asc. fasb. org / extlink & oid = 126901519 & loc = d3e8924- 108599Reference 26: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 250- SubTopic 10- Section 50- Paragraph 11- Subparagraph (b)- URI https: / / asc. fasb. org / extlink & oid = 124431687 & loc = d3e22694- 107794Reference 27: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 250- SubTopic 10- Section 50- Paragraph 11- Subparagraph (a)- URI https: / / asc. fasb. org / extlink & oid = 124431687 & loc = d3e22694- 107794Reference 28: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 205- SubTopic 20- Section 50- Paragraph 7- URI https: / / asc. fasb. org / extlink & oid = 109222650 & loc = SL51721683- 107760Reference 29: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 220- SubTopic 10- Section 45- Paragraph 1B- Subparagraph (a)- URI https: / / asc. fasb. org / extlink & oid = 126968391 & loc = SL7669625- 108580Reference 30: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 280- SubTopic 10- Section 50- Paragraph 22- URI https: / / asc. fasb. org / extlink & oid = 126901519 & loc = d3e8736- 108599Reference 31: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 470- SubTopic 10- Section S99- Paragraph 1A- Subparagraph (SX 210. 13- 01 (a) (5))- URI https: / / asc. fasb. org / extlink & oid = 126975872 & loc = SL124442526- 122756Reference 32: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 470- SubTopic 10- Section S99- Paragraph 1B- Subparagraph (SX 210. 13- 02 (a) (4) (iii) (B))- URI https: / / asc. fasb. org / extlink & oid = 126975872 & loc = SL124442552- 122756Reference 33: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 470- SubTopic 10- Section S99- Paragraph 1B- Subparagraph (SX 210. 13- 02 (a) (4) (iii) (A))- URI https: / / asc. fasb. org / extlink & oid = 126975872 & loc = SL124442552- 122756Reference 34: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 280- SubTopic 10- Section 50- Paragraph 30- Subparagraph (b)- URI https: / / asc. fasb. org / extlink & oid = 126901519 & loc = d3e8906- 108599Reference 35: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 280- SubTopic 10- Section 50- Paragraph 32- Subparagraph (c)- URI https: / / asc. fasb. org / extlink & oid = 126901519 & loc = d3e8933- 108599 Details Name: us- gaap_NetIncomeLoss Namespace Prefix: us- gaap_ Data Type: xbrli: monetaryItemType Balance Type: credit Period Type: durationX- DefinitionNumber of shares issued which are neither cancelled nor held in the treasury. ReferencesNo definition available. Details Name: us- gaap_SharesOutstanding Namespace Prefix: us- gaap_ Data Type: xbrli: sharesItemType Balance Type: na Period Type: instantX- DefinitionNumber of shares issued in lieu of cash for services contributed to the entity. Number of shares includes, but is not limited to, shares issued for services contributed by vendors and founders. ReferencesNo definition available. Details Name: us- gaap_StockIssuedDuringPeriodSharesIssuedForServices Namespace Prefix: us- gaap_ Data Type: xbrli: sharesItemType Balance Type: na Period Type: durationX- DefinitionNumber of shares (or other type of equity) forfeited during the period. ReferencesNo definition available. Details Name: us- gaap_StockIssuedDuringPeriodSharesShareBasedCompensationForfeited Namespace Prefix: us- gaap_ Data Type: xbrli: sharesItemType Balance Type: na Period Type: durationX- DefinitionEquity impact of the value of new stock issued during the period. Includes shares issued in an initial public offering or a secondary public offering. ReferencesReference 1: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 505- SubTopic 10- Section S99- Paragraph 1- Subparagraph (SX 210. 3- 04)- URI https: / / asc. fasb. org / extlink & oid = 120397183 & loc = d3e187085- 122770Reference 2: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 505- SubTopic 10- Section 50- Paragraph 2- URI https: / / asc. fasb. org / extlink & oid =~~

~~126973232 & loc = d3e21463- 112644Reference 3: http: // fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 210- SubTopic 10- Section S99- Paragraph 1- Subparagraph (SX 210. 5- 02 (29))- URI https: // asc. fasb. org / extlink & oid = 120391452 & loc = d3e13212- 122682Reference 4: http: // fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 210- SubTopic 10- Section S99- Paragraph 1- Subparagraph (SX 210. 5- 02 (28))- URI https: // asc. fasb. org / extlink & oid = 120391452 & loc = d3e13212- 122682 Details Name: us- gaap_StockIssuedDuringPeriodValueNewIssues Namespace Prefix: us- gaap_ Data Type: xbrli: monetaryItemType Balance Type: credit Period Type: durationX- DefinitionValue of shares of stock issued attributable to transactions classified as other. ReferencesNo definition available. Details Name: us- gaap_StockIssuedDuringPeriodValueOther Namespace Prefix: us- gaap_ Data Type: xbrli: monetaryItemType Balance Type: credit Period Type: durationX- DefinitionValue of forfeited shares issued under share- based payment arrangement. Excludes employee stock ownership plan (ESOP). ReferencesReference 1: http: // fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 718- SubTopic 10- Section 50- Paragraph 2- Subparagraph c (1)- URI https: // asc. fasb. org / extlink & oid = 128089324 & loc = d3e5070- 113901 Details Name: us- gaap_StockIssuedDuringPeriodValueShareBasedCompensationForfeited Namespace Prefix: us- gaap_ Data Type: xbrli: monetaryItemType Balance Type: debit Period Type: durationX- DefinitionEquity impact of the value of stock bought back by the entity at the exercise price or redemption price. ReferencesReference 1: http: // fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 505- SubTopic 10- Section 50- Paragraph 2- URI https: // asc. fasb. org / extlink & oid = 126973232 & loc = d3e21463- 112644 Details Name: us- gaap_StockRedeemedOrCalledDuringPeriodValue Namespace Prefix: us- gaap_ Data Type: xbrli: monetaryItemType Balance Type: debit Period Type: durationX- DefinitionTotal of all stockholders' equity (deficit) items, net of receivables from officers, directors, owners, and affiliates of the entity which are attributable to the parent. The amount of the economic entity' s stockholders' equity attributable to the parent excludes the amount of stockholders' equity which is allocable to that ownership interest in subsidiary equity which is not attributable to the parent (noncontrolling interest, minority interest). This excludes temporary equity and is sometimes called permanent equity. ReferencesReference 1: http: // www. xbrl. org / 2009 / role / commonPracticeRef- Publisher FASB- Name Accounting Standards Codification- Topic 235- SubTopic 10- Section S99- Paragraph 1- Subparagraph (SX 210. 4- 08 (g) (1) (ii))- URI https: // asc. fasb. org / extlink & oid = 120395691 & loc = d3e23780- 122690Reference 2: http: // www. xbrl. org / 2003 / role / exampleRef- Publisher FASB- Name Accounting Standards Codification- Topic 852- SubTopic 10- Section 55- Paragraph 10- URI https: // asc. fasb. org / extlink & oid = 84165509 & loc = d3e56426- 112766Reference 3: http: // fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 310- SubTopic 10- Section S99- Paragraph 2- Subparagraph (SAB Topic 4. E)- URI https: // asc. fasb. org / extlink & oid = 122038336 & loc = d3e74512- 122707Reference 4: http: // fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 210- SubTopic 10- Section S99- Paragraph 1- Subparagraph (SX 210. 5- 02 (31))- URI https: // asc. fasb. org / extlink & oid = 120391452 & loc = d3e13212- 122682Reference 5: http: // fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 210- SubTopic 10- Section S99- Paragraph 1- Subparagraph (SX 210. 5- 02 (29))- URI https: // asc. fasb. org / extlink & oid = 120391452 & loc = d3e13212- 122682Reference 6: http: // fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 210- SubTopic 10- Section S99- Paragraph 1- Subparagraph (SX 210. 5- 02 (30))- URI https: // asc. fasb. org / extlink & oid = 120391452 & loc = d3e13212- 122682Reference 7: http: // www. xbrl. org / 2009 / role / commonPracticeRef- Publisher FASB- Name Accounting Standards Codification- Topic 825- SubTopic 10- Section 50- Paragraph 28- Subparagraph (f)- URI https: // asc. fasb. org / extlink & oid = 123596393 & loc = d3e14064- 108612Reference 8: http: // www. xbrl. org / 2009 / role / commonPracticeRef- Publisher FASB- Name Accounting Standards Codification- Topic 323- SubTopic 10- Section 50- Paragraph 3- Subparagraph (c)- URI https: // asc. fasb. org / extlink & oid = 114001798 & loc = d3e33918- 111571 Details Name: us- gaap_StockholdersEquity Namespace Prefix: us- gaap_ Data Type: xbrli: monetaryItemType Balance Type: credit Period Type: instantX- DefinitionValue of accretion of temporary equity to its redemption value during the period. ReferencesNo definition available. Details Name: us- gaap_TemporaryEquityAccretionToRedemptionValue Namespace Prefix: us- gaap_ Data Type: xbrli: monetaryItemType Balance Type: credit Period Type: durationStatements of Cash Flows- USD ($) 11 Months Ended 12 Months EndedDec. 31, 2021 Dec. 31, 2022Cash Flows from Operating Activities: Net income $ 8, 724, 653 $ 14, 219, 606Adjustments to reconcile net income to net cash used in operating activities: General and administrative expenses paid by Sponsor in exchange for issuance of Class B ordinary shares 25, 000 General and administrative expenses paid by related party under promissory note 3, 944 Change in fair value of derivative warrant liabilities (12, 291, 083) (11, 046, 416) Loss upon issuance of private placement warrants 1, 386, 666 Offering costs associated with derivative warrant liabilities 1, 328, 733 Interest income from investments held in Trust Account (4, 991, 153) Changes in operating assets and liabilities: Prepaid expenses (1, 179, 529) 757, 720Accounts payable 93, 739 (63, 663) Accrued expenses 31, 707 4, 253Deferred legal fees 23, 667Net cash used in operating activities (1, 876, 170) (1, 095, 986) Cash Flows from Investing Activities: Cash deposited in Trust Account (345, 000, 000) Net cash used in investing activities (345, 000, 000) Cash Flows from Financing Activities: Issuance of Class B ordinary shares Repayment of note payable to related party (195, 450) Proceeds received from initial public offering, gross 345, 000, 000 Proceeds received from private placement 10, 400, 000 Offering costs paid (7, 153, 513) Net cash provided by financing activities 348, 051, 037Net change in cash 1, 174, 867 (1, 095, 870) Cash- beginning of the period 1, 174, 867Cash- end of the period 1, 174, 867 78, 997Supplemental disclosure of noncash investing and financing activities: Forfeiture of Class B ordinary shares Offering costs included in accrued expenses 85, 000 Offering costs paid by related party under promissory note 191, 506 Value of Class B ordinary shares transferred to Anchor Investors at Initial Public Offering 11, 104, 500 Deferred legal fees 150, 000 Deferred underwriting commissions $ 12, 075, 000 X- DefinitionAmount of deferred underwriting commissions. ReferencesNo definition~~

~~available. Details Name: trtl_DeferredUnderwritingCommissions Namespace Prefix: trtl_ Data Type: xbrli: monetaryItemType Balance Type: credit Period Type: durationX- DefinitionGeneral and administrative expenses paid by Sponsor in exchange for issuance of Class B ordinary shares. ReferencesNo definition available. Details Name: trtl_GeneralAndAdministrativeExpensesPaidBySponsorInExchangeForIssuanceOfClassBOrdin Namespace Prefix: trtl_ Data Type: xbrli: monetaryItemType Balance Type: debit Period Type: durationX- DefinitionOffering costs included in deferred legal fees. ReferencesNo definition available. Details Name: trtl_OfferingCostsIncludedInDeferredLegalFees Namespace Prefix: trtl_ Data Type: xbrli: monetaryItemType Balance Type: credit Period Type: durationX- DefinitionAmount of offering costs paid by related party under promissory note. ReferencesNo definition available. Details Name: trtl_OfferingCostsPaidByRelatedPartyUnderPromissoryNote Namespace Prefix: trtl_ Data Type: xbrli: monetaryItemType Balance Type: credit Period Type: durationX- DefinitionValue of class B ordinary shares transferred to anchor investors at initial public offering. ReferencesNo definition available. Details Name: trtl_ValueOfTransferredToAnchorInvestorsAtInitialPublicOffering Namespace Prefix: trtl_ Data Type: xbrli: monetaryItemType Balance Type: credit Period Type: durationX- ReferencesNo definition available. Details Name: us- gaap_AdjustmentsToReconcileNetIncomeLossToCashProvidedByUsedInOperatingActivitiesAbstract Namespace Prefix: us- gaap_ Data Type: xbrli: stringItemType Balance Type: na Period Type: durationX- DefinitionAmount of cash and cash equivalents, and cash and cash equivalents restricted to withdrawal or usage. Excludes amount for disposal group and discontinued operations. Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. Cash equivalents include, but are not limited to, short- term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. ReferencesReference 1: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 230- SubTopic 10- Section 45- Paragraph 24- URI https: / / asc. fasb. org / extlink & oid = 126954810 & loc = d3e3521- 108585Reference 2: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 230- SubTopic 10- Section 45- Paragraph 4- URI https: / / asc. fasb. org / extlink & oid = 126954810 & loc = d3e3044- 108585Reference 3: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 230- SubTopic 10- Section 50- Paragraph 8- URI https: / / asc. fasb. org / extlink & oid = 126999549 & loc = SL98516268- 108586 Details Name: us- gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalents Namespace Prefix: us- gaap_ Data Type: xbrli: monetaryItemType Balance Type: debit Period Type: instantX- DefinitionAmount of increase (decrease) in cash and cash equivalents, and cash and cash equivalents restricted to withdrawal or usage; excluding effect from exchange rate change. Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. Cash equivalents include, but are not limited to, short- term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. ReferencesReference 1: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 830- SubTopic 230- Section 45- Paragraph 1- URI https: / / asc. fasb. org / extlink & oid = 123444420 & loc = d3e33268- 110906Reference 2: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 230- SubTopic 10- Section 45- Paragraph 24- URI https: / / asc. fasb. org / extlink & oid = 126954810 & loc = d3e3521- 108585 Details Name: us- gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsPeriodIncreaseDecreaseExcludingExchangeRateEffect Namespace Prefix: us- gaap_ Data Type: xbrli: monetaryItemType Balance Type: debit Period Type: durationX- ReferencesNo definition available. Details Name: us- gaap_CashFlowNoncashInvestingAndFinancingActivitiesDisclosureAbstract Namespace Prefix: us- gaap_ Data Type: xbrli: stringItemType Balance Type: na Period Type: durationX- DefinitionAmount of expense (income) related to adjustment to fair value of warrant liability. ReferencesReference 1: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 230- SubTopic 10- Section 45- Paragraph 28- Subparagraph (b)- URI https: / / asc. fasb. org / extlink & oid = 126954810 & loc = d3e3602- 108585Reference 2: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 480- SubTopic 10- Section 25- Paragraph 13- URI https: / / asc. fasb. org / extlink & oid = 109262497 & loc = d3e20148- 110875 Details Name: us- gaap_FairValueAdjustmentOfWarrants Namespace Prefix: us- gaap_ Data Type: xbrli: monetaryItemType Balance Type: debit Period Type: durationX- DefinitionAmount of realized and unrealized gain (loss) on investment. ReferencesReference 1: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 320- SubTopic 10- Section 50- Paragraph 10- Subparagraph (c)- URI https: / / asc. fasb. org / extlink & oid = 126970911 & loc = d3e27405- 111563Reference 2: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 220- SubTopic 10- Section S99- Paragraph 2- Subparagraph (SX 210. 5- 03. 7 (c), 9 (a))- URI https: / / asc. fasb. org / extlink & oid = 126953954 & loc = SL114868664- 224227Reference 3: http: / / www. xbrl. org / 2003 / role / recommendedDisclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 230- SubTopic 10- Section 45- Paragraph 28- Subparagraph (b)- URI https: / / asc. fasb. org / extlink & oid = 126954810 & loc = d3e3602- 108585 Details Name: us- gaap_GainLossOnInvestments Namespace Prefix: us- gaap_ Data Type: xbrli: monetaryItemType Balance Type: credit Period Type: durationX- DefinitionThe increase (decrease) during the reporting period in the aggregate amount of liabilities incurred (and for which invoices have typically been received) and payable to vendors for goods and services received that are used in an entity' s business. ReferencesReference 1: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 230- SubTopic 10- Section 45- Paragraph 28- Subparagraph (a)- URI https: / / asc. fasb. org / extlink & oid = 126954810 & loc = d3e3602- 108585 Details Name: us- gaap_IncreaseDecreaseInAccountsPayable Namespace Prefix: us- gaap_ Data Type: xbrli: monetaryItemType Balance Type: debit Period Type: durationX- DefinitionThe increase (decrease) during the reporting period in the aggregate amount of~~

~~expenses incurred but not yet paid. ReferencesReference 1: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 230- SubTopic 10- Section 45- Paragraph 28- Subparagraph (a)- URI https: / / asc. fasb. org / extlink & oid = 126954810 & loc = d3e3602- 108585 Details Name: us- gaap_IncreaseDecreaseInAccruedLiabilities Namespace Prefix: us- gaap_ Data Type: xbrli: monetaryItemType Balance Type: debit Period Type: durationX- DefinitionThe increase (decrease) during the reporting period in the value of expenditures made during the current reporting period for benefits that will be received over a period of years. Deferred charges differ from prepaid expenses in that they usually extend over a long period of time and may or may not be regularly recurring costs of operation. ReferencesReference 1: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 230- SubTopic 10- Section 45- Paragraph 28- Subparagraph (a)- URI https: / / asc. fasb. org / extlink & oid = 126954810 & loc = d3e3602- 108585 Details Name: us- gaap_IncreaseDecreaseInDeferredCharges Namespace Prefix: us- gaap_ Data Type: xbrli: monetaryItemType Balance Type: credit Period Type: durationX- DefinitionThe increase (decrease) during the period in the carrying value of derivative instruments reported as liabilities that are due to be disposed of within one year (or the normal operating cycle, if longer). ReferencesReference 1: http: / / www. xbrl. org / 2009 / role / commonPracticeRef- Publisher FASB- Name Accounting Standards Codification- Topic 230- SubTopic 10- Section 45- Paragraph 28- Subparagraph (a)- URI https: / / asc. fasb. org / extlink & oid = 126954810 & loc = d3e3602- 108585 Details Name: us- gaap_IncreaseDecreaseInDerivativeLiabilities Namespace Prefix: us- gaap_ Data Type: xbrli: monetaryItemType Balance Type: debit Period Type: durationX- ReferencesNo definition available. Details Name: us- gaap_IncreaseDecreaseInOperatingAssetsAbstract Namespace Prefix: us- gaap_ Data Type: xbrli: stringItemType Balance Type: na Period Type: durationX- DefinitionThe increase (decrease) during the reporting period in the amount of outstanding money paid in advance for goods or services that bring economic benefits for future periods. ReferencesReference 1: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 230- SubTopic 10- Section 45- Paragraph 28- Subparagraph (a)- URI https: / / asc. fasb. org / extlink & oid = 126954810 & loc = d3e3602- 108585 Details Name: us- gaap_IncreaseDecreaseInPrepaidExpense Namespace Prefix: us- gaap_ Data Type: xbrli: monetaryItemType Balance Type: credit Period Type: durationX- DefinitionFair value of share- based compensation granted to nonemployees as payment for services rendered or acknowledged claims. ReferencesReference 1: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 230- SubTopic 10- Section 45- Paragraph 28- Subparagraph (b)- URI https: / / asc. fasb. org / extlink & oid = 126954810 & loc = d3e3602- 108585 Details Name: us- gaap_IssuanceOfStockAndWarrantsForServicesOrClaims Namespace Prefix: us- gaap_ Data Type: xbrli: monetaryItemType Balance Type: debit Period Type: durationX- DefinitionThe amount of expense provided in the period for legal costs incurred on or before the balance sheet date pertaining to resolved, pending or threatened litigation, including arbitration and mediation proceedings. ReferencesReference 1: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 220- SubTopic 10- Section S99- Paragraph 2- Subparagraph (SX 210. 5- 03. 3)- URI https: / / asc. fasb. org / extlink & oid = 126953954 & loc = SL114868664- 224227 Details Name: us- gaap_LegalFees Namespace Prefix: us- gaap_ Data Type: xbrli: monetaryItemType Balance Type: debit Period Type: durationX- DefinitionAmount of cash inflow (outflow) from financing activities, including discontinued operations. Financing activity cash flows include obtaining resources from owners and providing them with a return on, and a return of, their investment; borrowing money and repaying amounts borrowed, or settling the obligation; and obtaining and paying for other resources obtained from creditors on long- term credit. ReferencesReference 1: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 230- SubTopic 10- Section 45- Paragraph 24- URI https: / / asc. fasb. org / extlink & oid = 126954810 & loc = d3e3521- 108585 Details Name: us- gaap_NetCashProvidedByUsedInFinancingActivities Namespace Prefix: us- gaap_ Data Type: xbrli: monetaryItemType Balance Type: debit Period Type: durationX- ReferencesNo definition available. Details Name: us- gaap_NetCashProvidedByUsedInFinancingActivitiesAbstract Namespace Prefix: us- gaap_ Data Type: xbrli: stringItemType Balance Type: na Period Type: durationX- DefinitionAmount of cash inflow (outflow) from investing activities, including discontinued operations. Investing activity cash flows include making and collecting loans and acquiring and disposing of debt or equity instruments and property, plant, and equipment and other productive assets. ReferencesReference 1: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 230- SubTopic 10- Section 45- Paragraph 24- URI https: / / asc. fasb. org / extlink & oid = 126954810 & loc = d3e3521- 108585 Details Name: us- gaap_NetCashProvidedByUsedInInvestingActivities Namespace Prefix: us- gaap_ Data Type: xbrli: monetaryItemType Balance Type: debit Period Type: durationX- ReferencesNo definition available. Details Name: us- gaap_NetCashProvidedByUsedInInvestingActivitiesAbstract Namespace Prefix: us- gaap_ Data Type: xbrli: stringItemType Balance Type: na Period Type: durationX- DefinitionAmount of cash inflow (outflow) from operating activities, including discontinued operations. Operating activity cash flows include transactions, adjustments, and changes in value not defined as investing or financing activities. ReferencesReference 1: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 230- SubTopic 10- Section 45- Paragraph 25- URI https: / / asc. fasb. org / extlink & oid = 126954810 & loc = d3e3536- 108585Reference 2: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 230- SubTopic 10- Section 45- Paragraph 24- URI https: / / asc. fasb. org / extlink & oid = 126954810 & loc = d3e3521- 108585Reference 3: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 230- SubTopic 10- Section 45- Paragraph 28- URI https: / / asc. fasb. org / extlink & oid = 126954810 & loc = d3e3602- 108585 Details Name: us- gaap_NetCashProvidedByUsedInOperatingActivities Namespace Prefix: us- gaap_ Data Type: xbrli: monetaryItemType Balance Type: na Period Type: durationX- ReferencesNo definition available. Details Name: us- gaap_NetCashProvidedByUsedInOperatingActivitiesAbstract Namespace Prefix: us- gaap_ Data Type: xbrli: stringItemType~~

~~Balance Type: na Period Type: durationX- DefinitionThe portion of profit or loss for the period, net of income taxes, which is attributable to the parent. ReferencesReference 1: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 942- SubTopic 220- Section S99- Paragraph 1- Subparagraph (SX 210. 9- 04 (22))- URI https: / / asc. fasb. org / extlink & oid = 120399700 & loc = SL114874048- 224260Reference 2: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 280- SubTopic 10- Section 50- Paragraph 32- Subparagraph (f)- URI https: / / asc. fasb. org / extlink & oid = 126901519 & loc = d3e8933- 108599Reference 3: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 250- SubTopic 10- Section 50- Paragraph 4- URI https: / / asc. fasb. org / extlink & oid = 124431687 & loc = d3e22595- 107794Reference 4: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 944- SubTopic 220- Section S99- Paragraph 1- Subparagraph (SX 210. 7- 04 (18))- URI https: / / asc. fasb. org / extlink & oid = 120400993 & loc = SL114874131- 224263Reference 5: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 815- SubTopic 40- Section 65- Paragraph 1- Subparagraph (f)- URI https: / / asc. fasb. org / extlink & oid = 126732423 & loc = SL123482106- 238011Reference 6: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 220- SubTopic 10- Section 50- Paragraph 6- URI https: / / asc. fasb. org / extlink & oid = 124431353 & loc = SL124452729- 227067Reference 7: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 470- SubTopic 10- Section S99- Paragraph 1B- Subparagraph (SX 210. 13- 02 (a) (5))- URI https: / / asc. fasb. org / extlink & oid = 126975872 & loc = SL124442552- 122756Reference 8: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 220- SubTopic 10- Section S99- Paragraph 2- Subparagraph (SX 210. 5- 03 (20))- URI https: / / asc. fasb. org / extlink & oid = 126953954 & loc = SL114868664- 224227Reference 9: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 230- SubTopic 10- Section 45- Paragraph 28- URI https: / / asc. fasb. org / extlink & oid = 126954810 & loc = d3e3602- 108585Reference 10: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 250- SubTopic 10- Section 50- Paragraph 1- Subparagraph (b) (2)- URI https: / / asc. fasb. org / extlink & oid = 124431687 & loc = d3e22499- 107794Reference 11: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 470- SubTopic 10- Section S99- Paragraph 1A- Subparagraph (SX 210. 13- 01 (a) (4) (iv))- URI https: / / asc. fasb. org / extlink & oid = 126975872 & loc = SL124442526- 122756Reference 12: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 470- SubTopic 10- Section S99- Paragraph 1A- Subparagraph (SX 210. 13- 01 (a) (4) (iii) (A))- URI https: / / asc. fasb. org / extlink & oid = 126975872 & loc = SL124442526- 122756Reference 13: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 470- SubTopic 10- Section S99- Paragraph 1B- Subparagraph (SX 210. 13- 02 (a) (4) (i))- URI https: / / asc. fasb. org / extlink & oid = 126975872 & loc = SL124442552- 122756Reference 14: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 470- SubTopic 10- Section S99- Paragraph 1A- Subparagraph (SX 210. 13- 01 (a) (4) (i))- URI https: / / asc. fasb. org / extlink & oid = 126975872 & loc = SL124442526- 122756Reference 15: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 250- SubTopic 10- Section 50- Paragraph 9- URI https: / / asc. fasb. org / extlink & oid = 124431687 & loc = d3e22663- 107794Reference 16: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 470- SubTopic 10- Section S99- Paragraph 1B- Subparagraph (SX 210. 13- 02 (a) (4) (iv))- URI https: / / asc. fasb. org / extlink & oid = 126975872 & loc = SL124442552- 122756Reference 17: http: / / www. xbrl. org / 2009 / role / commonPracticeRef- Publisher FASB- Name Accounting Standards Codification- Topic 470- SubTopic 10- Section S99- Paragraph 1A- Subparagraph (SX 210. 13- 01 (a) (4) (ii))- URI https: / / asc. fasb. org / extlink & oid = 126975872 & loc = SL124442526- 122756Reference 18: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 825- SubTopic 10- Section 50- Paragraph 28- Subparagraph (f)- URI https: / / asc. fasb. org / extlink & oid = 123596393 & loc = d3e14064- 108612Reference 19: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 250- SubTopic 10- Section 50- Paragraph 3- URI https: / / asc. fasb. org / extlink & oid = 124431687 & loc = d3e22583- 107794Reference 20: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 235- SubTopic 10- Section S99- Paragraph 1- Subparagraph (SX 210. 4- 08 (g) (1) (ii))- URI https: / / asc. fasb. org / extlink & oid = 120395691 & loc = d3e23780- 122690Reference 21: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 260- SubTopic 10- Section 45- Paragraph 60B- Subparagraph (a)- URI https: / / asc. fasb. org / extlink & oid = 126958026 & loc = SL5780133- 109256Reference 22: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 323- SubTopic 10- Section 50- Paragraph 3- Subparagraph (c)- URI https: / / asc. fasb. org / extlink & oid = 114001798 & loc = d3e33918- 111571Reference 23: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 250- SubTopic 10- Section 50- Paragraph 8- URI https: / / asc. fasb. org / extlink & oid = 124431687 & loc = d3e22658- 107794Reference 24: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 220- SubTopic 10- Section 45- Paragraph 1A- Subparagraph (a)- URI https: / / asc. fasb. org / extlink & oid = 126968391 & loc = SL7669619- 108580Reference 25: http: / / www. xbrl. org / 2003 / role / exampleRef- Publisher FASB- Name Accounting Standards Codification- Topic 280- SubTopic 10- Section 50- Paragraph 31- URI https: / / asc. fasb. org / extlink & oid = 126901519 & loc = d3e8924- 108599Reference 26: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 250- SubTopic 10- Section 50- Paragraph 11- Subparagraph (b)- URI https: / / asc. fasb. org / extlink & oid = 124431687 & loc = d3e22694- 107794Reference 27: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 250- SubTopic 10- Section 50- Paragraph 11- Subparagraph~~

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ReferencesReference 1: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 220- SubTopic 10- Section S99- Paragraph 2- Subparagraph (SX 210. 5- 03. 4)- URI https: / / asc. fasb. org / extlink & oid = 126953954 & loc = SL114868664- 224227 Details Name: us- gaap_OtherGeneralAndAdministrativeExpense Namespace Prefix: us- gaap_ Data Type: xbrli: monetaryItemType Balance Type: debit Period Type: durationX- DefinitionThe cash outflow for loan and debt issuance costs. ReferencesReference 1: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 230- SubTopic 10- Section 45- Paragraph 15- URI https: / / asc. fasb. org / extlink & oid = 126954810 & loc = d3e3291- 108585 Details Name: us- gaap_PaymentsOfFinancingCosts Namespace Prefix: us- gaap_ Data Type: xbrli: monetaryItemType Balance Type: credit Period Type: durationX- DefinitionAggregate cash payments for a combination of transactions that are classified as investing activities in which assets, which may include securities, other types of investments, or productive assets, are purchased from third- party sellers. This element can be used by entities to aggregate payments for all asset purchases that are classified as investing activities. ReferencesReference 1: http: / / www. xbrl. org / 2009 / role / commonPracticeRef- Publisher FASB- Name Accounting Standards Codification- Topic 230- SubTopic 10- Section 45- Paragraph 13- URI https: / / asc. fasb. org / extlink & oid = 126954810 & loc = d3e3213- 108585 Details Name: us- gaap_PaymentsToAcquireAssetsInvestingActivities Namespace Prefix: us- gaap_ Data Type: xbrli: monetaryItemType Balance Type: credit Period Type: durationX- DefinitionThe cash inflow associated with the amount received from entity' s first offering of stock to the public. ReferencesReference 1: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 230- SubTopic 10- Section 45- Paragraph 14- Subparagraph (a)- URI https: / / asc. fasb. org / extlink & oid = 126954810 & loc = d3e3255- 108585 Details Name: us- gaap_ProceedsFromIssuanceInitialPublicOffering Namespace Prefix: us- gaap_ Data Type: xbrli: monetaryItemType Balance Type: debit Period Type: durationX- DefinitionThe cash inflow from the additional capital contribution to the entity. ReferencesReference 1: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 230- SubTopic 10- Section 45- Paragraph 14- Subparagraph (a)- URI https: / / asc. fasb. org / extlink & oid = 126954810 & loc = d3e3255- 108585 Details Name: us- gaap_ProceedsFromIssuanceOfCommonStock Namespace Prefix: us- gaap_ Data Type: xbrli: monetaryItemType Balance Type: debit Period Type: durationX- DefinitionThe cash inflow associated with the amount received from entity' s raising of capital via private rather than public placement. ReferencesReference 1: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 230- SubTopic 10- Section 45- Paragraph 14- Subparagraph (a)- URI https: / / asc. fasb. org / extlink & oid = 126954810 & loc = d3e3255- 108585 Details Name: us- gaap_ProceedsFromIssuanceOfPrivatePlacement Namespace Prefix: us- gaap_ Data Type: xbrli: monetaryItemType Balance Type: debit Period Type: durationX- DefinitionThe cash outflow for the payment of a long- term borrowing made from a related party where one party can exercise control or significant influence over another party; including affiliates, owners or officers and their immediate families, pension trusts, and so forth. Alternate caption: Payments for Advances from Affiliates. ReferencesReference 1: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 230- SubTopic 10- Section 45- Paragraph 15- Subparagraph (b)- URI https: / / asc. fasb. org / extlink & oid = 126954810 & loc = d3e3291- 108585 Details Name: us- gaap_RepaymentsOfRelatedPartyDebt Namespace Prefix: us- gaap_ Data Type: xbrli: monetaryItemType Balance Type: credit Period Type: durationX- DefinitionThe fair value of stock issued in noncash financing activities. ReferencesReference 1: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 230- SubTopic 10- Section 50- Paragraph 3- URI https: / / asc. fasb. org / extlink & oid = 126999549 & loc = d3e4304- 108586Reference 2: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 230- SubTopic 10- Section 50- Paragraph 5- URI https: / / asc. fasb. org / extlink & oid = 126999549 & loc = d3e4332- 108586Reference 3: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 230- SubTopic 10- Section 50- Paragraph 4- URI https: / / asc. fasb. org / extlink & oid = 126999549 & loc~~

~~= d3e4313- 108586 Details Name: us- gaap_StockIssued1 Namespace Prefix: us- gaap_ Data Type: xbrli: monetaryItemType Balance Type: credit Period Type: durationDescription of Organization, Business Operations and Basis of Presentation 12 Months Ended Dec. 31, 2022 Accounting Policies [ Abstract ] DESCRIPTION OF ORGANIZATION, BUSINESS OPERATIONS AND BASIS OF PRESENTATION NOTE 1. DESCRIPTION OF ORGANIZATION, BUSINESS OPERATIONS AND BASIS OF PRESENTATION TortoiseEcofin Acquisition Corp. III (the " Company ") was incorporated as a Cayman Islands exempted company on February 3, 2021. The Company was formed for the purpose of effecting a merger, amalgamation, share exchange, asset acquisition, share purchase, reorganization or similar business combination with one or more businesses or entities (the " Business Combination "). The Company is an emerging growth company and, as such, the Company is subject to all of the risks associated with emerging growth companies. All activity for the period from February 3, 2021 (inception) through December 31, 2022 relates to the Company' s formation and its initial public offering (the " Initial Public Offering "), which is described below, and, subsequent to the Initial Public Offering, the search for a prospective acquisition for an initial Business Combination. The Company will not generate any operating revenues until after the completion of its initial Business Combination, at the earliest. The Company generates non- operating income in the form of interest income on investments held in trust from the proceeds of its Initial Public Offering. The Company' s fiscal year end is December 31. The Company' s sponsor is TortoiseEcofin Sponsor III LLC, a Cayman Islands limited liability company (the " Sponsor "), which is owned by TortoiseEcofin Investments, LLC, a Delaware limited liability company, and its consolidated subsidiaries (" Tortoise ") and the Company' s management (directly or indirectly, including through family trusts). The registration statement for the Company' s Initial Public Offering was declared effective on July 19, 2021. On July 22, 2021, the Company consummated its Initial Public Offering of 30, 000, 000 units (the " Units " and, with respect to the Class A ordinary shares included in the Units being offered, the " Public Shares "), at $ 10. 00 per Unit, generating gross proceeds of $ 300. 0 million, and incurring offering costs of approximately $ 28. 3 million, of which $ 10. 5 million was for deferred underwriting commissions (see Note 5) and $ 11. 1 million was the excess of fair value over price paid for Founder Shares sold to certain qualified institutional buyers or institutional accredited investors (the " Anchor Investors "). On July 23, 2021, the underwriters exercised their over- allotment option in full and on July 27, 2021, they purchased 4, 500, 000 additional Units, generating gross proceeds of $ 45. 0 million (the " Over- Allotment "), and incurring offering costs of approximately $ 2. 5 million, of which approximately $ 1. 6 million was for deferred underwriting commissions. Approximately $ 1. 3 million of the offering costs were allocated to derivative warrant liabilities. The Anchor Investors purchased 32, 400, 000 Units in the Initial Public Offering and the Over- Allotment. None of the Anchor Investors are affiliated with any member of the Company' s management. Simultaneously with the closing of the Initial Public Offering, the Company completed the sale of 6, 333, 333 warrants (each, a " Private Placement Warrant " and collectively, the " Private Placement Warrants ") in a private placement (the " Private Placement "), at a price of $ 1. 50 per Private Placement Warrant, to TortoiseEcofin Borrower LLC, a Delaware limited liability company (" TortoiseEcofin Borrower ") and an affiliate of the Sponsor, generating proceeds of $ 9. 5 million (see Note 4). Concurrently with the consummation of the Over- Allotment on July 27, 2021, TortoiseEcofin Borrower purchased 600, 000 additional Private Placement Warrants, generating proceeds of $ 900, 000 (the " Second Private Placement "). Upon the closing of the Initial Public Offering and the Private Placement on July 22, 2021, and the Over- Allotment and the Second Private Placement on July 27, 2021, the net proceeds thereof consisting of $ 345. 0 million ($ 10. 00 per Unit) were placed in a trust account (" Trust Account "), located in the United States with Continental Stock Transfer & Trust Company acting as trustee, and may be invested only in U. S. government securities, within the meaning set forth in Section 2 (a) (16) of the Investment Company Act of 1940, as amended (the " Investment Company Act "), with a maturity of 185 days or less or in money market funds meeting the conditions of paragraphs (d) (1), (d) (2), (d) (3) and (d) (4) of Rule 2a- 7 of the Investment Company Act, as determined by the Company, until the earlier of: (i) the completion of a Business Combination and (ii) the distribution of the Trust Account as described below. The Company' s management (" management ") has broad discretion with respect to the specific application of the net proceeds of the Initial Public Offering, the Over- Allotment and the sale of the Private Placement Warrants, although substantially all of the net proceeds are intended to be applied generally toward consummating a Business Combination. There is no assurance that the Company will be able to complete a Business Combination successfully. The Company must complete one or more initial Business Combinations having an aggregate fair market value of at least 80 % of the net assets held in the Trust Account (net of amounts disbursed to management for working capital purposes and excluding the amount of any deferred underwriting discount held in Trust) at the time of the signing of the agreement to enter into the initial Business Combination, and a majority of the independent directors must approve such initial Business Combination. However, the Company will only complete a Business Combination if the post- transaction company owns or acquires 50 % or more of the outstanding voting securities of the target or otherwise acquires a controlling interest in the target sufficient for it not to be required to register as an investment company under the Investment Company Act. The Company will provide the holders (the " Public Shareholders ") of Public Shares with the opportunity to redeem all or a portion of their Public Shares upon the completion of a Business Combination either (i) in connection with a shareholder meeting called to approve the Business Combination or (ii) by means of a tender offer. The decision as to whether the Company will seek shareholder approval of a Business Combination or conduct a tender offer will be made by the Company, solely in its discretion. The Public Shareholders will be entitled to redeem their Public Shares for a pro rata portion of the amount then in the Trust Account (initially at $ 10. 00 per Public Share, plus any pro rata interest earned on the funds held in the Trust Account and not previously released to the Company to pay its taxes). The per- share amount to be distributed to Public Shareholders who redeem their Public Shares will not be reduced by the deferred underwriting commissions the Company will pay to the underwriters (as discussed in Note 5). These Public Shares are classified as temporary equity in accordance with the Financial Accounting Standards Board' s (" FASB ") Accounting Standards Codification (" ASC ") Topic 480 " Distinguishing Liabilities from Equity. " In such case, the Company will proceed with a Business Combination if the Company has net tangible assets of at least $ 5, 000, 001 upon such~~

~~consummation of a Business Combination and only if a majority of the ordinary shares, represented in person or by proxy and entitled to vote thereon, voted at a shareholder meeting are voted in favor of the Business Combination. If a shareholder vote is not required by law and the Company does not decide to hold a shareholder vote for business or other reasons, the Company will, pursuant to the amended and restated memorandum and articles of association which the Company adopted in connection with the Initial Public Offering (the " Amended and Restated Memorandum and Articles of Association "), conduct the redemptions pursuant to the tender offer rules of the U. S. Securities and Exchange Commission (the " SEC ") and file tender offer documents with the SEC prior to completing a Business Combination. If, however, shareholder approval of the transactions is required by law, or the Company decides to obtain shareholder approval for business or other reasons, the Company will offer to redeem shares in conjunction with a proxy solicitation pursuant to the proxy rules and not pursuant to the tender offer rules. Additionally, each Public Shareholder may elect to redeem their Public Shares irrespective of whether they vote for or against the proposed transaction or vote at all. If the Company seeks shareholder approval in connection with a Business Combination, the initial shareholders (as defined below) and Tortoise agreed to vote their Founder Shares (as defined below in Note 4) and any Public Shares purchased during or after the Initial Public Offering, and the Anchor Investors agreed to vote any Founder Shares held by them, in favor of a Business Combination. Subsequent to the consummation of the Initial Public Offering, the Company adopted an insider trading policy which requires insiders to: (i) refrain from purchasing shares during certain blackout periods and when they are in possession of any material non- public information and (ii) clear all trades with the Company' s legal counsel prior to execution. In addition, Tortoise and the initial shareholders agreed that they will not be entitled to redemption rights with respect to their Founder Shares and Public Shares in connection with the completion of a Business Combination. Notwithstanding the foregoing, if the Company seeks shareholder approval of its Business Combination and does not conduct redemptions in connection with its Business Combination pursuant to the tender offer rules, the Amended and Restated Memorandum and Articles of Association provides that a Public Shareholder, together with any affiliate of such shareholder or any other person with whom such shareholder is acting in concert or as a " group " (as defined under Section 13 of the Securities Exchange Act of 1934, as amended (the " Exchange Act ")), will be restricted from redeeming its shares with respect to more than an aggregate of 20 % of the Class A ordinary shares sold in the Initial Public Offering, without the prior consent of the Company. The Company' s Sponsor, officers and directors (the " initial shareholders ") have agreed not to propose an amendment to the Amended and Restated Memorandum and Articles of Association that would modify the substance or timing of the Company' s obligation to provide holders of its Public Shares the right to have their shares redeemed in connection with a Business Combination or to redeem 100 % of the Company' s Public Shares if the Company does not complete its Business Combination within 24 months from the closing of the Initial Public Offering, or July 22, 2023, or 27 months from the closing of the Initial Public Offering, or October 22, 2023, if the Company executed a letter of intent, agreement in principle or definitive agreement for an initial Business Combination within 24 months from the closing of the Initial Public Offering but has not completed the initial Business Combination within such 24- month period (the " Combination Period ") or with respect to any other provision relating to the rights of Public Shareholders, unless the Company will provide the Public Shareholders with the opportunity to redeem their Class A ordinary shares in conjunction with any such amendment. The Anchor Investors are not entitled to (i) redemption rights with respect to any Founder Shares held by them in connection with the completion of a Business Combination, (ii) redemption rights with respect to any Founder Shares held by them in connection with a shareholder vote to amend the Amended and Restated Memorandum and Articles of Association in a manner that would affect the substance or timing of the Company' s obligation to redeem 100 % of its Public Shares if the Company has not consummated a Business Combination within the Combination Period or (iii) rights to liquidating distributions from the Trust Account with respect to any Founder Shares held by them if the Company fails to complete a Business Combination within the Combination Period (although they will be entitled to liquidating distributions from the Trust Account with respect to any Public Shares they hold if the Company fails to complete a Business Combination within the Combination Period). If the Company has not completed a Business Combination within the Combination Period, the Company will (i) cease all operations except for the purpose of winding up, (ii) as promptly as reasonably possible but not more than ten business days thereafter, redeem the Public Shares, at a per- share price, payable in cash, equal to the aggregate amount then on deposit in the Trust Account, including interest earned on the funds held in the Trust Account and not previously released to the Company to pay its taxes (less up to $ 100, 000 of interest to pay dissolution expenses and net of taxes payable), divided by the number of then outstanding Public Shares, which redemption will completely extinguish the Public Shareholders' rights as shareholders (including the right to receive further liquidating distributions, if any), subject to applicable law, and (iii) as promptly as reasonably possible following such redemption, subject to the approval of the remaining shareholders and the board of directors, liquidate and dissolve, subject in the case of clauses (ii) and (iii), to the Company' s obligations under Cayman Islands law to provide for claims of creditors and the requirements of other applicable law. Tortoise and the initial shareholders agreed to waive their liquidation rights with respect to the Founder Shares held by them if the Company fails to complete a Business Combination within the Combination Period. However, if the initial shareholders acquire Public Shares in or after the Initial Public Offering, they will be entitled to liquidating distributions from the Trust Account with respect to such Public Shares if the Company fails to complete a Business Combination within the Combination Period. The underwriters agreed to waive their rights to their deferred underwriting commission (see Note 5) held in the Trust Account in the event the Company does not complete a Business Combination within the Combination Period, and, in such event, such amounts will be included with the other funds held in the Trust Account that will be available to fund the redemption of the Public Shares. In the event of such distribution, it is possible that the per share value of the assets remaining available for distribution (including Trust Account assets) will be only $ 10. 00 per share initially held in the Trust Account. In order to protect the amounts held in the Trust Account, the Sponsor agreed to be liable to the Company if and to the extent any claims by a third party for services rendered or products sold to the Company, or a prospective target business with which the Company has discussed entering into a~~

transaction agreement, reduce the amount of funds in the Trust Account to below the lesser of (i) $ 10. 00 per Public Share and (ii) the actual amount per Public Share held in the Trust Account as of the date of the liquidation of the Trust Account if less than $ 10. 00 per Public Share due to reductions in the value of the trust assets. This liability will not apply with respect to any claims by a third party who executed a waiver of any right, title, interest or claim of any kind in or to any monies held in the Trust Account or to any claims under the Company' s indemnity of the underwriters of the Initial Public Offering against certain liabilities, including liabilities under the Securities Act of 1933, as amended (the " Securities Act "). Moreover, in the event that an executed waiver is deemed to be unenforceable against a third party, the Sponsor will not be responsible to the extent of any liability for such third- party claims. The Company will seek to reduce the possibility that the Sponsor will have to indemnify the Trust Account due to claims of creditors by endeavoring to have all vendors, service providers (excluding the Company' s independent registered public accounting firm), prospective target businesses or other entities with which the Company does business, execute agreements with the Company waiving any right, title, interest or claim of any kind in or to monies held in the Trust Account. Liquidity and Capital Resources As of December 31, 2022, the Company had approximately $ 79, 000 in operating cash and working capital of approximately $ 350, 000. The Company' s liquidity needs prior to the consummation of the Initial Public Offering were satisfied through the payment of $ 25, 000 from the Sponsor to cover certain expenses on behalf of the Company in consideration of Founder Shares (as defined in Note 4), and a loan from the Sponsor of approximately $ 195, 000, under the Note (as defined in Note 4). The Company repaid the Note in full on July 22, 2021 and borrowings under the Note are no longer available. Subsequent to the consummation of the Initial Public Offering, the Company' s liquidity has been satisfied through the net proceeds of $ 3. 5 million from the consummation of the Initial Public Offering, the Over- Allotment, the Private Placement and the Second Private Placement held outside of the Trust Account. In addition, in order to finance general working capital needs in connection with a Business Combination, the Sponsor or an affiliate of the Sponsor, or certain of the Company' s officers and directors may, but are not obligated to, provide the Company Working Capital Loans (as defined in Note 4). As of December 31, 2022 and 2021, there were no amounts outstanding under any Working Capital Loans. On February 1, 2023, the Company issued a nonconvertible, unsecured promissory note (the " 2023 Note ") in the principal amount of $ 500, 000 to TortoiseEcofin Borrower. The 2023 Note does not bear interest and is repayable in full upon consummation of a Business Combination. If the Company does not complete a Business Combination, the 2023 Note will not be repaid and all amounts owed under it will be forgiven. See Note 10. Based on the foregoing, management believes that the Company will have sufficient working capital and borrowing capacity to meet its needs through the earlier of the consummation of a Business Combination or through the liquidation date. Over this time period, the Company will be using the funds held outside of the Trust Account for paying existing accounts payable, identifying and evaluating prospective Business Combination candidates, performing due diligence on prospective target businesses, paying for travel expenditures, selecting the target business to merge with or acquire, and structuring, negotiating and consummating the Business Combination. However, in connection with the Company' s assessment of going concern considerations in accordance with FASB ASC Topic 205- 40, " Presentation of Financial Statements- Going Concern, " management has determined that mandatory liquidation and subsequent dissolution raise substantial doubt about the Company' s ability to continue as a going concern. The Company intends to complete a Business Combination before the mandatory liquidation date; however, there can be no assurance that the Company will be able to consummate a Business Combination by July 22, 2023, or 27 months from the closing of the Initial Public Offering, or October 22, 2023, if the Company executed a letter of intent agreement in principle or definitive agreement for a Business Combination within 24 months from the closing of the Initial Public Offering but has not completed such Business Combination within such 24- month period. No adjustments have been made to the carrying amounts of assets or liabilities should the Company be required to liquidate after July 22, 2023. The financial statements do not include any adjustment that might be necessary if the Company is unable to continue as a going concern. X- ReferencesNo definition available. Details Name: us-gaap_AccountingPoliciesAbstract Namespace Prefix: us- gaap_ Data Type: xbrli: stringItemType Balance Type: na Period Type: durationX- DefinitionThe entire disclosure for organization, consolidation and basis of presentation of financial statements disclosure. ReferencesReference 1: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 205- URI https: / / asc. fasb. org / topic & trid = 2122149Reference 2: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 810- URI https: / / asc. fasb. org / topic & trid = 2197479 Details Name: us-gaap_OrganizationConsolidationAndPresentationOfFinancialStatementsDisclosureTextBlock Namespace Prefix: us- gaap_ Data Type: dtr- types: textBlockItemType Balance Type: na Period Type: durationSummary of Significant Accounting Policies 12 Months Ended Dec. 31, 2022 Accounting Policies [ Abstract ] SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES NOTE 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES Basis of Presentation The accompanying financial statements are presented in U. S. dollars in conformity with accounting principles generally accepted in the United States of America (" U. S. GAAP ") and pursuant to the rules and regulations of the SEC. Emerging Growth Company The Company is an " emerging growth company, " as defined in Section 2 (a) of the Securities Act, as modified by the Jumpstart Our Business Startups Act of 2012 (the " JOBS Act "), and it may take advantage of certain exemptions from various reporting requirements that are applicable to other public companies that are not emerging growth companies including, but not limited to, not being required to comply with the auditor attestation requirements of Section 404 of the Sarbanes- Oxley Act of 2002, reduced disclosure obligations regarding executive compensation in its periodic reports and proxy statements, and exemptions from the requirements of holding a nonbinding advisory vote on executive compensation and shareholder approval of any golden parachute payments not previously approved. Further, Section 102 (b) (1) of the JOBS Act exempts emerging growth companies from being required to comply with new or revised financial accounting standards until private companies (that is, those that have not had a Securities Act registration statement declared effective or do not have a class of securities registered under the Exchange Act) are required to comply with the new or revised financial accounting standards. The JOBS Act provides that an

~~emerging growth company can elect to opt out of the extended transition period and comply with the requirements that apply to non- emerging growth companies but any such election to opt out is irrevocable. The Company has elected not to opt out of such extended transition period which means that when a standard is issued or revised and it has different application dates for public or private companies, the Company, as an emerging growth company, can adopt the new or revised standard at the time private companies adopt the new or revised standard. This may make comparison of the Company' s financial statements with another public company which is neither an emerging growth company nor an emerging growth company which has opted out of using the extended transition period difficult or impossible because of the potential differences in accounting standards used. Use of Estimates The preparation of financial statements in conformity with U. S. GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting periods. Making estimates requires management to exercise significant judgment. It is at least reasonably possible that the estimate of the effect of a condition, situation or set of circumstances that existed at the date of the financial statements, which management considered in formulating its estimate, could change in the near term due to one or more future confirming events. Accordingly, the actual results could differ significantly from those estimates. Concentration of Credit Risk Financial instruments that potentially subject the Company to concentrations of credit risk consist of cash accounts in a financial institution, which, at times, may exceed the Federal Deposit Insurance Corporation coverage limit of $ 250, 000. Any loss incurred or a lack of access to such funds could have a significant adverse impact on the Company' s financial condition, results of operations, and cash flows. Cash and Cash Equivalents The Company considers all short- term investments with an original maturity of three months or less when purchased to be cash equivalents. There were no cash equivalents as of December 31, 2022 and 2021. Investments and Cash Held in Trust Account The Company' s portfolio of investments is comprised of U. S. government securities, within the meaning set forth in Section 2 (a) (16) of the Investment Company Act, with a maturity of 185 days or less, or investments in money market funds that invest in U. S. government securities and generally have a readily determinable fair value, or a combination thereof. When the Company' s investments held in the Trust Account are comprised of U. S. government securities, the investments are classified as trading securities. When the Company' s investments held in the Trust Account are comprised of money market funds, the investments are recognized at fair value. Trading securities and investments in money market funds are presented on the balance sheets at fair value at the end of each reporting period. Gains and losses resulting from the change in fair value of these securities is included in income from investments held in the Trust Account in the accompanying statements of operations. The estimated fair values of investments held in the Trust Account are determined using available market information. As of December 31, 2022, the Company had approximately $ 350. 0 million in cash held in the Trust Account. Fair Value of Financial Instruments The carrying value of the Company' s assets and liabilities recognized in the balance sheets, which qualify as financial instruments under the FASB ASC Topic 820, " Fair Value Measurements, " equals or approximates the fair values for such assets and liabilities either because of the short- term nature of the instruments or because the instrument is recognized at fair value. Fair Value Measurements Fair value is defined as the price that would be received for sale of an asset or paid for transfer of a liability, in an orderly transaction between market participants at the measurement date. U. S. GAAP establishes a three- tier fair value hierarchy, which prioritizes the inputs used in measuring fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). These tiers consist of: ● Level 1, defined as observable inputs such as quoted prices (unadjusted) for identical instruments in active markets; ● Level 2, defined as inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly or indirectly; and ● Level 3, defined as unobservable inputs in which little or no market data exists, therefore requiring an entity to develop its own assumptions, such as valuations derived from valuation techniques in which one or more significant inputs or significant value drivers are unobservable. In some circumstances, the inputs used to measure fair value might be categorized within different levels of the fair value hierarchy. In those instances, the fair value measurement is categorized in its entirety in the fair value hierarchy based on the lowest level input that is significant to the fair value measurement. Derivative Warrant Liabilities The Company does not use derivative instruments to hedge exposures to cash flow, market, or foreign currency risks. The Company evaluates all of its financial instruments, including issued warrants to purchase shares, to determine if such instruments are derivatives or contain features that qualify as embedded derivatives, pursuant to ASC 480 and FASB ASC Topic 815, " Derivatives and Hedging " (" ASC 815 "). The classification of derivative instruments, including whether such instruments should be recorded as liabilities or as equity, is re- assessed at the end of each reporting period. The warrants issued in connection with the Initial Public Offering and the Over- Allotment (the " Public Warrants ") and the Private Placement Warrants are recognized as derivative liabilities in accordance with ASC 815. Accordingly, the Company recognizes the warrant instruments as liabilities at fair value and adjust the instruments to fair value at each reporting period. These liabilities are subject to re- measurement at each balance sheet date until exercised, and any change in fair value will be recognized in the Company' s statement of operations. The fair value of the Public Warrants and the Private Placement Warrants were initially measured at fair value using a Black- Scholes Option Pricing Method and Monte Carlo simulation. Subsequent to the Public Warrants being separately listed and traded from the Units, the fair value of the Public Warrants was measured based on their listed market price, and the fair value of the Private Placement Warrants was estimated by reference to the listed market price of the Public Warrants. The determination of the fair value of the warrant liabilities may be subject to change as more current information becomes available and accordingly the actual results could differ significantly. Derivative warrant liabilities are classified as non- current liabilities as their liquidation will not be reasonably expected to require the use of current assets or require the creation of current liabilities. Offering Costs Associated with Initial Public Offering Offering costs consists of legal, accounting, underwriting fees and other costs incurred through the Initial Public Offering that were directly related to the Initial Public Offering. Offering costs are allocated to the separable financial instruments issued in the Initial Public Offering based on~~

~~a relative fair value basis, compared to the total proceeds received. Offering costs associated with derivative warrant liabilities are expensed as incurred, presented as non- operating expenses in the statement of operations. Offering costs associated with the Class A ordinary shares issued were charged against their carrying value upon the completion of the Initial Public Offering. The Company classifies deferred underwriting commissions as non- current liabilities as their liquidation is not reasonably expected to require the use of current assets or require the creation of current liabilities. Class A Ordinary Shares Subject to Possible Redemption As discussed in Note 3, all of the 34, 500, 000 Class A ordinary shares sold as part of the Units in the Initial Public Offering and the Over- Allotment contain a redemption feature which allows for the redemption of the Public Shares in connection with the Company' s liquidation, if there is a shareholder vote or tender offer in connection with the Business Combination and in connection with certain amendments to the Company' s Amended and Restated Memorandum and Articles of Association. In accordance with ASC 480, conditionally redeemable Class A ordinary shares (including Class A ordinary shares that feature redemption rights that are either within the control of the holder or subject to redemption upon the occurrence of uncertain events not solely within the Company' s control) are classified as temporary equity. Ordinary liquidation events, which involve the redemption and liquidation of all of the entity' s equity instruments, are excluded from the provisions of ASC 480. Accordingly, as of December 31, 2022 and 2021, all 34, 500, 000 Class A ordinary shares subject to possible redemption at the redemption amount are presented as temporary equity, outside of the shareholders' deficit section of the Company' s balance sheet. Under ASC 480- 10- S99, the Company has elected to recognize changes in the redemption value immediately as they occur and adjust the carrying value of the security to equal the redemption value at the end of the reporting period. This method would view the end of the reporting period as if it were also the redemption date of the security. Effective with the closing of the Initial Public Offering and the Over- Allotment, the Company recognized the accretion from initial book value to redemption amount, which resulted in charges against additional paid- in capital (to the extent available) and accumulated deficit. Subsequently, the Company recognized changes in the redemption value as an increase in the redemption value of the Class A ordinary share subject to possible redemption as reflected on the accompanying statements of changes in shareholders' deficit. Income Taxes FASB ASC Topic 740 prescribes a recognition threshold and a measurement attribute for the financial statement recognition and measurement of tax positions taken or expected to be taken in a tax return. For those benefits to be recognized, a tax position must be more- likely- than- not to be sustained upon examination by taxing authorities. The Company' s management determined that the Cayman Islands is the Company' s only major tax jurisdiction. The Company recognizes accrued interest and penalties related to unrecognized tax benefits as income tax expense. There were no unrecognized tax benefits and no amounts accrued for interest and penalties as of December 31, 2022 and 2021. The Company is currently not aware of any issues under review that could result in significant payments, accruals or material deviation from its position. There is currently no taxation imposed on income by the Government of the Cayman Islands. In accordance with Cayman federal income tax regulations, income taxes are not levied on the Company. Consequently, income taxes are not reflected in the Company' s financial statements. The Company' s management does not expect that the total amount of unrecognized tax benefits will materially change over the next twelve months. Net Income Per Ordinary Share The Company complies with accounting and disclosure requirements of FASB ASC Topic 260, " Earnings Per Share. " The Company has two classes of shares, which are referred to as Class A ordinary shares and Class B ordinary shares. Income and losses are shared pro rata between the two classes of shares. Net income per ordinary share is calculated by dividing the net income by the weighted average of ordinary shares outstanding for the respective period. The calculation of diluted net income does not consider the effect of the warrants underlying the Units sold in the Initial Public Offering and the Over- Allotment and the private placement warrants to purchase an aggregate of 15, 558, 333 shares of Class A ordinary shares in the calculation of diluted income per share, because their inclusion would be anti- dilutive under the treasury stock method and their exercise is contingent upon future events. The Company has considered the effect of Class B ordinary shares that were excluded from the weighted average number of basic shares outstanding as they were contingent on the exercise of the over- allotment option by the underwriters. Since the contingency was satisfied, the Company has included these shares in the weighted average number as of the beginning of the period to determine the dilutive impact of these shares. Accretion associated with the redeemable Class A ordinary shares is excluded from earnings per share as the redemption value approximates fair value. The following table presents a reconciliation of the numerator and denominator used to compute basic and diluted net income per share for each class of ordinary shares: For The Period From February 3, 2021 Year Ended (inception) Through December 31, 2022 December 31, 2021 Class A Class B Class A Class B Basic and diluted net income per ordinary share: Numerator: Allocation of net income- basic $ 11, 375, 685 $ 2, 843, 921 $ 5, 942, 153 $ 2, 782, 500 Allocation of net income- diluted $ 11, 375, 685 $ 2, 843, 921 $ 5, 808, 657 $ 2, 915, 996 Denominator: Basic weighted average ordinary shares outstanding 34, 500, 000 8, 625, 000 17, 180, 982 8, 045, 245 Dilutive impact of securities- - - 579, 755 Diluted weighted average ordinary shares outstanding 34, 500, 000 8, 625, 000 17, 180, 982 8, 625, 000 Basic net income per ordinary share $ 0. 33 $ 0. 33 $ 0. 35 $ 0. 35 Diluted net income per ordinary share $ 0. 33 $ 0. 33 $ 0. 34 $ 0. 34 Excess Change in Fair Value of Private Placement Warrants The Company records a loss on issuance of Private Placement Warrants recognized as a result of the fair value of the Private Placement Warrants being in excess of the amount paid by the Sponsor, pursuant to FASB ASC Topic 718, " Share- based Compensation " (" ASC 718 "). For the period from February 3, 2021 (inception) through December 31, 2021, the Company recorded $ 1. 4 million. This amount is included in the change in fair value of derivative warrant liabilities on the statement of operations. Recent Accounting Pronouncements Management does not believe that any recently issued, but not yet effective, accounting pronouncements, if currently adopted, would have a material effect on the Company' s financial statements. X- ReferencesNo definition available. Details Name: us- gaap_AccountingPoliciesAbstract Namespace Prefix: us- gaap_ Data Type: xbrli: stringItemType Balance Type: na Period Type: durationX- DefinitionThe entire disclosure for all significant accounting policies of the reporting entity. ReferencesReference 1: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 235- SubTopic 10- Section 50- Paragraph 1- URI https: / / asc. fasb. org / extlink & oid = 126899994 & loc~~

~~= d3e18726- 107790Reference 2: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 235- URI https: / / asc. fasb. org / topic & trid = 2122369 Details Name: us-gaap_SignificantAccountingPoliciesTextBlock Namespace Prefix: us- gaap_ Data Type: dtr- types: textBlockItemType Balance Type: na Period Type: durationInitial Public Offering 12 Months Ended Dec. 31, 2022 Initial Public Offering [ Abstract ] INITIAL PUBLIC OFFERING NOTE 3. INITIAL PUBLIC OFFERING On July 22, 2021, the Company consummated its Initial Public Offering of 30, 000, 000 Units, at $ 10. 00 per Unit, generating gross proceeds of $ 300. 0 million, and incurring offering costs of approximately $ 28. 3 million, of which $ 10. 5 million was for deferred underwriting commissions and $ 11. 1 million was the excess of fair value over price paid of Founder Shares sold to the Anchor Investors. On July 23, 2021, the underwriters exercised their over- allotment option in full and on July 27, 2021, they purchased 4, 500, 000 additional Units, generating gross proceeds of $ 45. 0 million, and incurring offering costs of approximately $ 2. 5 million, of which approximately $ 1. 6 million was for deferred underwriting commissions. Approximately $ 1. 3 million of the offering costs were allocated to derivative warrant liabilities. The Anchor Investors purchased 32, 400, 000 Units in the Initial Public Offering and the Over- Allotment. None of the Anchor Investors is affiliated with any member of the Company' s management. Each Unit consists of one Class A ordinary share and one- fourth of one Public Warrant. Each whole Public Warrant entitles the holder to purchase one Class A ordinary share at an exercise price of $ 11. 50 per share, subject to adjustment (see Note 8). X-DefinitionThe entire disclosure for public utilities. ReferencesReference 1: http: / / fasb. org / us- gaap / role / ref / legacyRef-Publisher FASB- Name Accounting Standards Codification- Topic 980- URI https: / / asc. fasb. org / topic & trid = 2156578 Details Name: us- gaap_PublicUtilitiesDisclosureTextBlock Namespace Prefix: us- gaap_ Data Type: dtr- types: textBlockItemType Balance Type: na Period Type: durationX- ReferencesNo definition available. Details Name: us-gaap_RegulatedOperationsAbstract Namespace Prefix: us- gaap_ Data Type: xbrli: stringItemType Balance Type: na Period Type: durationRelated Party Transactions 12 Months Ended Dec. 31, 2022 Related Party Transactions [ Abstract ] RELATED PARTY TRANSACTIONS NOTE 4. RELATED PARTY TRANSACTIONS Founder Shares On February 9, 2021, the Sponsor paid $ 25, 000, or approximately $ 0. 003 per share, to cover certain expenses on behalf of the Company in consideration of 7, 187, 500 Class B ordinary shares, par value $ 0. 0001 per share (the " Founder Shares "). On February 18, 2021, the Company issued 1, 437, 500 Class B ordinary shares in connection with a share capitalization, resulting in an aggregate of 8, 625, 000 Founder Shares outstanding. The Sponsor agreed to forfeit up to 1, 125, 000 Founder Shares to the extent that the over- allotment option was not exercised in full by the underwriters, so that the Founder Shares would represent 20. 0 % of the Company' s issued and outstanding ordinary shares after the Initial Public Offering. On July 27, 2021, the underwriters purchased the Units subject to the over- allotment option in full, and as a result, 1, 125, 000 Founder Shares were no longer subject to possible forfeiture. In exchange for the Anchor Investors' participation in the Initial Public Offering as described in Note 3, the Sponsor sold a total of 1, 650, 000 Founder Shares to the Anchor Investors. The Company determined that the fair value of these Founder Shares was approximately $ 11. 1 million (or $ 6. 73 per share) using a Monte Carlo simulation. The Company recognized the excess fair value of these Founder Shares, over the price paid by the Anchor Investors, as a cost of the Initial Public Offering. The holders of the Founder Shares, including the Anchor Investors, agreed, subject to limited exceptions, not to transfer, assign or sell any of their Founder Shares until one year after the completion of a Business Combination or earlier if, subsequent to the Business Combination, (x) the last sale price of the Class A ordinary shares equals or exceeds $ 12. 00 per share (as adjusted for share sub- divisions, share dividends, reorganizations, recapitalizations and the like) for any 20 trading days within any 30- trading day period commencing at least 120 days after the Business Combination, or (y) the date on which the Company completes a liquidation, merger, share exchange, reorganization or other similar transaction that results in all of the shareholders having the right to exchange their ordinary shares for cash, securities or other property. Private Placement Warrants Simultaneously with the closing of the Initial Public Offering, the Company completed the sale of 6, 333, 333 Private Placement Warrants in a Private Placement, at a price of $ 1. 50 per Private Placement Warrant, to TortoiseEcofin Borrower, generating proceeds of $ 9. 5 million. Concurrently with the consummation of the Over- Allotment on July 27, 2021, TortoiseEcofin Borrower purchased 600, 000 additional Private Placement Warrants, generating proceeds of $ 900, 000. Each whole Private Placement Warrant is exercisable for one whole Class A ordinary share at a price of $ 11. 50 per share. A portion of the proceeds from the sale of the Private Placement Warrants was added to the proceeds from the Initial Public Offering held in the Trust Account. If the Company does not complete a Business Combination within the Combination Period, the proceeds from the sale of the Private Placement Warrants held in the Trust Account will be used to fund the redemption of the Public Shares (subject to the requirements of applicable law) and the Private Placement Warrants will expire worthless. The Private Placement Warrants will be non- redeemable for cash and exercisable on a cashless basis so long as they are held by TortoiseEcofin Borrower or its permitted transferees. Tortoise, the Sponsor and the Company' s officers and directors agreed, subject to limited exceptions, not to transfer, assign or sell any of their Private Placement Warrants until 30 days after the completion of a Business Combination (see Note 8). Related Party Loans On February 3, 2021, the Sponsor agreed to loan the Company an aggregate of up to $ 600, 000 to cover expenses related to the Initial Public Offering pursuant to a promissory note (the " Note "). This loan was non- interest bearing and payable upon the consummation of the Initial Public Offering. The Company borrowed approximately $ 195, 000 under the Note, repaid the Note in full on July 22, 2021 and borrowings thereunder are no longer available. In addition, in order to finance general working capital needs in connection with a Business Combination, the Sponsor or an affiliate of the Sponsor, or certain of the Company' s officers and directors may, but are not obligated to, loan the Company funds as may be required (" Working Capital Loans "). If the Company completes a Business Combination, the Company may repay the Working Capital Loans out of the proceeds of the Trust Account released to the Company. Otherwise, the Working Capital Loans may be repaid only out of funds held outside the Trust Account. In the event that a Business Combination is not completed within the Combination Period, the Company may use a portion of the proceeds held outside the Trust Account to repay the Working Capital Loans but no proceeds held in the~~

~~Trust Account would be used to repay the Working Capital Loans. Except for the foregoing, the terms of such Working Capital Loans, if any, have not been determined and no written agreements exist with respect to such loans as of December 31, 2022. The Working Capital Loans would either be repaid upon consummation of a Business Combination, without interest, or, at the lender' s discretion, up to $ 1. 5 million of such Working Capital Loans may be convertible into warrants of the post Business Combination entity at a price of $ 1. 50 per warrant. The warrants would be identical to the Private Placement Warrants. As of December 31, 2022 and 2021, the Company had no outstanding borrowings under any Working Capital Loans. Administrative Support Agreement On July 19, 2021, the Company entered into an administrative support agreement pursuant to which, commencing on the date that the Company' s securities were first listed on the New York Stock Exchange through the earlier of consummation of the initial Business Combination and the date of the Company' s liquidation, the Company agreed to pay an affiliate of the Sponsor $ 10, 000 per month for office space, utilities and secretarial and administrative support made available to the Company. For the year ended December 31, 2022 and the period from February 3, 2021 (inception) through December 31, 2021, the Company incurred $ 120, 000 and $ 54, 000 for such expenses, respectively, included as general and administrative expenses- related party on the accompanying financial statements of operations. As of December 31, 2022 and 2021, the Company had no amounts payable for such services. In addition, the Sponsor, the Company' s executive officers and directors, or any of their respective affiliates are reimbursed for any out- of- pocket expenses incurred in connection with activities on the Company' s behalf such as identifying potential partner businesses and performing due diligence on suitable Business Combinations. The Company' s audit committee review on a quarterly basis all payments that were made by the Company to the Sponsor, the Company' s executive officers or directors, or the Company' s or their affiliates. Any such payments prior to an initial Business Combination are made using funds held outside the Trust Account. During the year ended December 31, 2022 and for the period from February 3, 2021 (inception) through December 31, 2021, the Company incurred approximately $ 71, 000 and $ 46, 000 of such expenses, respectively. Approximately $ 1, 000 and $ 7, 000 was payable as of December 31, 2022 and 2021, respectively. X- ReferencesNo definition available. Details Name: us- gaap_RelatedPartyTransactionsAbstract Namespace Prefix: us- gaap_ Data Type: xbrli: stringItemType Balance Type: na Period Type: durationX- DefinitionThe entire disclosure for related party transactions. Examples of related party transactions include transactions between (a) a parent company and its subsidiary; (b) subsidiaries of a common parent; (c) and entity and its principal owners; and (d) affiliates. ReferencesReference 1: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 850- SubTopic 10- Section 50- Paragraph 1- Subparagraph (d)- URI https: / / asc. fasb. org / extlink & oid = 6457730 & loc = d3e39549- 107864Reference 2: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 850- SubTopic 10- Section 50- Paragraph 1- Subparagraph (b)- URI https: / / asc. fasb. org / extlink & oid = 6457730 & loc = d3e39549- 107864Reference 3: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 850- SubTopic 10- Section 50- Paragraph 1- Subparagraph (a)- URI https: / / asc. fasb. org / extlink & oid = 6457730 & loc = d3e39549- 107864Reference 4: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 850- URI https: / / asc. fasb. org / topic & trid = 2122745Reference 5: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 850- SubTopic 10- Section 50- Paragraph 6- URI https: / / asc. fasb. org / extlink & oid = 6457730 & loc = d3e39691- 107864 Details Name: us- gaap_RelatedPartyTransactionsDisclosureTextBlock Namespace Prefix: us- gaap_ Data Type: dtr- types: textBlockItemType Balance Type: na Period Type: durationCommitments and Contingencies 12 Months Ended Dec. 31, 2022 Commitments and Contingencies Disclosure [ Abstract ] COMMITMENTS AND CONTINGENCIES NOTE 5. COMMITMENTS AND CONTINGENCIES Registration Rights The holders of the Founder Shares, Private Placement Warrants and warrants that may be issued upon conversion of Working Capital Loans (and any Class A ordinary shares issuable upon the exercise of the Private Placement Warrants and warrants that may be issued upon conversion of the Working Capital Loans and upon conversion of the Founder Shares), and any Class A ordinary shares held by the Company' s initial shareholders and Tortoise at the completion of the Initial Public Offering or acquired prior to or in connection with the initial Business Combination, are entitled to registration rights pursuant to a registration rights agreement entered into on the effective date of the Initial Public Offering. The holders of these securities are entitled to make up to three demands, excluding short form demands, that the Company registers such securities. In addition, the holders have certain " piggy- back " registration rights with respect to registration statements filed subsequent to the Company' s completion of its Business Combination. However, the registration rights agreement provides that the Company will not permit any registration statement filed under the Securities Act to become effective until termination of the applicable lock- up period, which occurs (i) in the case of the Founder Shares held by the initial shareholders, in accordance with the letter agreement the Company' s initial shareholders entered into, (ii) in the case of the Founder Shares held by the Anchor Investors, in accordance with the investment agreements entered into by and among the Company, the Sponsor and the Anchor Investors and (iii) in the case of the Private Placement Warrants, 30 days after the completion of the Company' s Business Combination. The Company will bear the expenses incurred in connection with the filing of any such registration statements. Underwriting Agreement The Company granted the underwriters a 45- day option from the date of the final prospectus relating to the Initial Public Offering to purchase up to 4, 500, 000 additional Units to cover over- allotments, if any, at the Initial Public Offering price less the underwriting discounts and commissions. The underwriters purchased the Units subject to the over- allotment option in full on July 27, 2021. The underwriters were entitled to underwriting commissions of $ 0. 20 per Unit, or $ 6. 0 million in the aggregate, paid upon the closing of the Initial Public Offering. In addition, $ 0. 35 per Unit, or $ 10. 5 million in the aggregate, will be payable to the underwriters for deferred underwriting commissions. The deferred commissions will become payable to the underwriters from the amounts held in the Trust Account solely in the event that the Company completes a Business Combination, subject to the terms of the underwriting agreement. In connection with the consummation of the Over- Allotment on July 27, 2021, the underwriters were paid an additional fee of $ 900, 000, and~~

~~approximately $ 1. 6 million in additional deferred underwriting commissions will become payable to the underwriters from the amounts held in the Trust Account solely in the event that the Company completes a Business Combination, subject to the terms of the underwriting agreement. Deferred Legal Fees Associated with The Initial Public Offering The Company entered into an engagement letter to obtain legal advisory services, pursuant to which the Company' s legal counsel agreed to defer half of their fees until the closing of the Initial Business Combination. As of December 31, 2022 and 2021, the Company recorded an aggregate of approximately $ 174, 000 and $ 150, 000 in connection with such arrangement as deferred legal fees in the accompanying balance sheets. Risks and Uncertainties Management continues to evaluate the impact of the COVID- 19 pandemic on the industry and has concluded that while it is reasonably possible that the virus could have a negative effect on the Company' s financial position, results of its operations and / or search for a target company, the specific impact is not readily determinable as of the date of these financial statements. These financial statements do not include any adjustments that might result from the outcome of this uncertainty. Various social and political circumstances in the United States and around the world (including wars and other forms of conflict, including rising trade tensions between the United States and China, and other uncertainties regarding actual and potential shifts in the United States and foreign, trade, economic and other policies with other countries, terrorist acts, security operations and catastrophic events such as fires, floods, earthquakes, tornadoes, hurricanes and global health epidemics), may also contribute to increased market volatility and economic uncertainties or deterioration in the United States and worldwide. Specifically, the ongoing conflict between Russia and Ukraine, and resulting market volatility could adversely affect the Company' s ability to complete a Business Combination. In response to the conflict between Russia and Ukraine, the United States and other countries have imposed sanctions or other restrictive actions against Russia. Any of the above factors, including sanctions, export controls, tariffs, trade wars and other governmental actions, could have a material adverse effect on the Company' s ability to complete a Business Combination and the value of the Company' s securities. X- ReferencesNo definition available. Details Name: us- gaap_CommitmentsAndContingenciesDisclosureAbstract Namespace Prefix: us- gaap_ Data Type: xbrli: stringItemType Balance Type: na Period Type: durationX- DefinitionThe entire disclosure for commitments and contingencies. ReferencesReference 1: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 440- URI https: / / asc. fasb. org / topic & trid = 2144648Reference 2: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 954- SubTopic 440- Section 50- Paragraph 1- Subparagraph (a)- URI https: / / asc. fasb. org / extlink & oid = 6491277 & loc = d3e6429- 115629Reference 3: http: / / www. xbrl. org / 2009 / role / commonPracticeRef- Publisher FASB- Name Accounting Standards Codification- Topic 450- URI https: / / asc. fasb. org / topic & trid = 2127136Reference 4: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 440- SubTopic 10- Section 50- Paragraph 4- Subparagraph (c)- URI https: / / asc. fasb. org / extlink & oid = 123406679 & loc = d3e25336- 109308Reference 5: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 440- SubTopic 10- Section 50- Paragraph 4- Subparagraph (a)- URI https: / / asc. fasb. org / extlink & oid = 123406679 & loc = d3e25336- 109308 Details Name: us- gaap_CommitmentsAndContingenciesDisclosureTextBlock Namespace Prefix: us- gaap_ Data Type: dtr- types: textBlockItemType Balance Type: na Period Type: durationClass A Ordinary Shares Subject to Possible Redemption 12 Months Ended Dec. 31, 2022 Class A Ordinary Shares Subject to Possible Redemption [ Abstract ] CLASS A ORDINARY SHARES SUBJECT TO POSSIBLE REDEMPTION NOTE 6. CLASS A ORDINARY SHARES SUBJECT TO POSSIBLE REDEMPTION The Company' s Class A ordinary shares feature certain redemption rights that are considered to be outside of the Company' s control and subject to the occurrence of future events. The Company is authorized to issue 200, 000, 000 ordinary shares with a par value of $ 0. 0001 per share. Holders of the Company' s Class A ordinary shares are entitled to one vote for each share. As of December 31, 2022 and 2021, there were 34, 500, 000 Class A ordinary shares outstanding, all of which were subject to possible redemption. Class A ordinary shares subject to possible redemption reflected on the balance sheet is reconciled on the following table: Gross proceeds $ 345, 000, 000 Less: Proceeds allocated to public warrants (14, 662, 500) Class A ordinary share issuance costs (29, 430, 786) Plus: Accretion of carrying value to redemption value 44, 093, 286 Class A ordinary share subject to possible redemption, December 31, 2021 345, 000, 000 Accretion of carrying value to redemption value 4, 891, 153 Class A ordinary share subject to possible redemption, December 31, 2022 $ 349, 891, 153 X- ReferencesNo definition available. Details Name: trtl_OrdinarySharesSubjectToPossibleRedemptionAbstract Namespace Prefix: trtl_ Data Type: xbrli: stringItemType Balance Type: na Period Type: durationX- DefinitionThe entire disclosure for entities in ordinary shares subject to possible redemption. ReferencesNo definition available. Details Name: trtl_OrdinarySharesSubjectToPossibleRedemptionTextBlock Namespace Prefix: trtl_ Data Type: dtr: textBlockItemType Balance Type: na Period Type: durationShareholder' s Deficit 12 Months Ended Dec. 31, 2022 Stockholders' Equity Note [ Abstract ] SHAREHOLDER' S DEFICIT NOTE 7. SHAREHOLDER' S DEFICIT Preference Shares- The Company is authorized to issue 1, 000, 000 preference shares with such designations, voting and other rights and preferences as may be determined from time to time by the Company' s board of directors. As of December 31, 2022 and 2021, there were no preference shares issued or outstanding. Class A Ordinary Shares- The Company is authorized to issue 200, 000, 000 Class A ordinary shares with a par value of $ 0. 0001 per share. As of December 31, 2022 and 2021, there were 34, 500, 000 Class A ordinary shares issued and outstanding, all subject to possible redemption and therefore classified as temporary equity (see Note 6). Class B Ordinary Shares- The Company is authorized to issue 20, 000, 000 Class B ordinary shares with a par value of $ 0. 0001 per share. In February 2021, the Company issued 7, 187, 500 Class B ordinary shares to the Sponsor in exchange for the payment of $ 25, 000, or approximately $ 0. 003 per share. On February 18, 2021, the Company issued 1, 437, 500 Class B ordinary shares to the Sponsor in connection with a share capitalization, resulting in the Sponsor holding an aggregate of 8, 625, 000 Founder Shares. All shares and associated amounts have been retroactively adjusted to reflect the share capitalization. Of the 8, 625, 000 Class B ordinary shares, an aggregate of up to 1, 125, 000 shares were subject to forfeiture to the Company by the Sponsor for no consideration to the extent that the underwriters' over- allotment option was not exercised in full or in part, so~~

~~that holders of the Founder Shares would collectively own 20 % of the Company' s issued and outstanding ordinary shares. The underwriters purchased the units subject to the over- allotment option in full on July 27, 2021; therefore, these 1, 125, 000 Class B ordinary shares were no longer subject to possible forfeiture. As a result, as of December 31, 2022 and 2021, there were 8, 625, 000 Class B ordinary shares outstanding and none subject to forfeiture. Holders of the Class A ordinary shares and holders of the Class B ordinary shares will vote together as a single class on all matters submitted to a vote of the shareholders, except that in respect of any vote or votes to continue the Company in a jurisdiction outside the Cayman Islands (including, but not limited to, the approval of the organizational documents of the Company in such other jurisdiction), holders of Class B ordinary shares will have ten votes per share and holders of Class A ordinary shares will have one vote per share, and except as required by law or stock exchange rule; provided that only holders of the Class B ordinary shares have the right to vote on the election of the Company' s directors (and may also remove a member of the board of directors for any reason) prior to a Business Combination. The Class B ordinary shares will automatically convert into Class A ordinary shares at the time of the initial Business Combination on a one- for- one basis, subject to adjustment for share sub- divisions, share dividends, reorganizations, recapitalizations and the like and subject to further adjustment as provided herein. In the case that additional Class A ordinary shares, or equity- linked securities, are issued or deemed issued in excess of the amounts sold in the Initial Public Offering and related to the closing of a Business Combination, the ratio at which Class B ordinary shares shall convert into Class A ordinary shares will be adjusted (unless the holders of a majority of the outstanding Class B ordinary shares agree to waive such adjustment with respect to any such issuance or deemed issuance) so that the number of Class A ordinary shares issuable upon conversion of all Class B ordinary shares will equal, in the aggregate, on an as- converted basis, 20 % of the sum of the total number of all ordinary shares outstanding upon the completion of the Initial Public Offering plus all Class A ordinary shares and equity- linked securities issued or deemed issued in connection with the Business Combination (excluding any shares or equity- linked securities issued, or to be issued, to any seller in the Business Combination). In no event will the Class B ordinary shares convert into Class A ordinary shares at a rate of less than one- to- one. X- ReferencesNo definition available. Details Name: us- gaap_StockholdersEquityNoteAbstract Namespace Prefix: us- gaap_ Data Type: xbrli: stringItemType Balance Type: na Period Type: durationX- DefinitionThe entire disclosure for shareholders' equity comprised of portions attributable to the parent entity and noncontrolling interest, including other comprehensive income. Includes, but is not limited to, balances of common stock, preferred stock, additional paid- in capital, other capital and retained earnings, accumulated balance for each classification of other comprehensive income and amount of comprehensive income. ReferencesReference 1: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 505- URI https: / / asc. fasb. org / topic & trid = 2208762Reference 2: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 505- SubTopic 10- Section 50- Paragraph 13- Subparagraph (b)- URI https: / / asc. fasb. org / extlink & oid = 126973232 & loc = SL123496158- 112644Reference 3: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 505- SubTopic 10- Section 50- Paragraph 13- URI https: / / asc. fasb. org / extlink & oid = 126973232 & loc = SL123496158- 112644Reference 4: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 505- SubTopic 10- Section 50- Paragraph 14- Subparagraph (c)- URI https: / / asc. fasb. org / extlink & oid = 126973232 & loc = SL123496171- 112644Reference 5: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 505- SubTopic 10- Section 50- Paragraph 14- Subparagraph (b)- URI https: / / asc. fasb. org / extlink & oid = 126973232 & loc = SL123496171- 112644Reference 6: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 505- SubTopic 10- Section S99- Paragraph 1- Subparagraph (SX 210. 3- 04)- URI https: / / asc. fasb. org / extlink & oid = 120397183 & loc = d3e187085- 122770Reference 7: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 505- SubTopic 10- Section 50- Paragraph 18- Subparagraph (d)- URI https: / / asc. fasb. org / extlink & oid = 126973232 & loc = SL123496189- 112644Reference 8: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 505- SubTopic 10- Section 50- Paragraph 13- Subparagraph (g)- URI https: / / asc. fasb. org / extlink & oid = 126973232 & loc = SL123496158- 112644Reference 9: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 505- SubTopic 10- Section 50- Paragraph 18- Subparagraph (a)- URI https: / / asc. fasb. org / extlink & oid = 126973232 & loc = SL123496189- 112644Reference 10: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 505- SubTopic 10- Section 50- Paragraph 13- Subparagraph (h)- URI https: / / asc. fasb. org / extlink & oid = 126973232 & loc = SL123496158- 112644Reference 11: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 505- SubTopic 10- Section 50- Paragraph 14- Subparagraph (a)- URI https: / / asc. fasb. org / extlink & oid = 126973232 & loc = SL123496171- 112644Reference 12: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 505- SubTopic 10- Section 50- Paragraph 18- Subparagraph (b)- URI https: / / asc. fasb. org / extlink & oid = 126973232 & loc = SL123496189- 112644Reference 13: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 505- SubTopic 10- Section 50- Paragraph 16- Subparagraph (b)- URI https: / / asc. fasb. org / extlink & oid = 126973232 & loc = SL123496180- 112644Reference 14: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 505- SubTopic 10- Section 50- Paragraph 13- Subparagraph (i)- URI https: / / asc. fasb. org / extlink & oid = 126973232 & loc = SL123496158- 112644Reference 15: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 235- SubTopic 10- Section S99- Paragraph 1- Subparagraph (SX 210. 4- 08 (e) (1))- URI https: / / asc. fasb. org / extlink & oid = 120395691 & loc = d3e23780- 122690Reference 16: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 815- SubTopic 40- Section 50- Paragraph 6- Subparagraph (a)- URI https: / / asc. fasb. org / extlink & oid = 126731327 & loc = SL126733271- 114008 Details Name: us-~~

gaap_StockholdersEquityNoteDisclosureTextBlock Namespace Prefix: us- gaap_ Data Type: dtr- types: textBlockItemType Balance Type: na Period Type: durationDerivative Warrant Liabilities 12 Months Ended Dec. 31, 2022 Derivative Warrant Liabilities [ Abstract ] DERIVATIVE WARRANT LIABILITIES NOTE 8. DERIVATIVE WARRANT LIABILITIES As of December 31, 2022 and 2021, 8, 625, 000 Public Warrants and 6, 933, 333 Private Placement Warrants were outstanding. The Public Warrants may only be exercised for a whole number of shares. No fractional Public Warrants will be issued upon separation of the Units and only whole Public Warrants will trade. The Public Warrants will become exercisable 30 days after the completion of a Business Combination; provided that the Company has an effective registration statement under the Securities Act covering the Class A ordinary shares issuable upon exercise of the Public Warrants and a current prospectus relating to them is available and such shares are registered, qualified or exempt from registration under the securities, or blue sky, laws of the state of residence of the holder (or the Company permit holders to exercise their warrants on a cashless basis under certain circumstances). The Company registered the Class A ordinary shares issuable upon exercise of the warrants and agreed to use commercially reasonable efforts to maintain a current prospectus relating to those Class A ordinary shares until the warrants expire or are redeemed, as specified in the warrant agreement. If the Class A ordinary shares are at the time of any exercise of a warrant not listed on a national securities exchange such that they satisfy the definition of a " covered security " under Section 18 (b) (1) of the Securities Act, the Company may, at its option, require holders of Public Warrants who exercise their warrants to do so on a " cashless basis " and, in the event the Company so elects, the Company will not be required to file or maintain in effect a registration statement, and in the event the Company does not so elect, it will use commercially reasonable efforts to register or qualify the shares under applicable blue sky laws to the extent an exemption is not available. The warrants have an exercise price of $ 11. 50 per share, subject to adjustments, and will expire five years after the completion of a Business Combination or earlier upon redemption or liquidation. In addition, if the Company issues additional Class A ordinary shares or equity- linked securities for capital raising purposes in connection with the closing of a Business Combination at an issue price or effective issue price of less than $ 9. 20 per share of Class A ordinary shares (with such issue price or effective issue price to be determined in good faith by the board and, in the case of any such issuance to the Sponsor or its affiliates, without taking into account any Founder Shares held by the Sponsor or such affiliates, as applicable, prior to such issuance) (the " Newly Issued Price "), the exercise price of the warrants will be adjusted (to the nearest cent) to be equal to 115 % of the Newly Issued Price. The Private Placement Warrants are identical to the Public Warrants underlying the Units sold in the Initial Public Offering, except that the Private Placement Warrants and the Class A ordinary shares issuable upon exercise of the Private Placement Warrants will not be transferable, assignable or salable until 30 days after the completion of a Business Combination, subject to certain limited exceptions. Additionally, the Private Placement Warrants will be non- redeemable so long as they are held by the initial purchasers or such purchasers' permitted transferees. If the Private Placement Warrants are held by someone other than the initial shareholders or their permitted transferees, the Private Placement Warrants will be redeemable by the Company and exercisable by such holders on the same basis as the Public Warrants. Once the warrants become exercisable, the Company may redeem the outstanding warrants for cash (except as described herein with respect to the Private Placement Warrants): ● in whole and not in part; ● at a price of $ 0. 01 per warrant; ● upon a minimum of 30 days' prior written notice of redemption; and ● if, and only if, the last sale price of Class A ordinary shares equals or exceeds $ 18. 00 per share (as adjusted for share sub- divisions, share dividends, reorganizations, recapitalizations and the like) for any 20 trading days within a 30- trading day period ending on the third trading day prior to the date on which the Company sends the notice of redemption to the warrant holders. The Company will not redeem the warrants for cash unless a registration statement under the Securities Act covering the Class A ordinary shares issuable upon exercise of the warrants is effective and a current prospectus relating to those Class A ordinary shares is available throughout the 30- day redemption period, except if the warrants may be exercised on a cashless basis and such cashless exercise is exempt from registration under the Securities Act. Commencing 90 days after the warrants become exercisable, the Company may redeem the outstanding warrants for Class A ordinary shares: ● in whole and not in part; ● at a price equal to a number of Class A ordinary shares to be determined by reference to an agreed table based on the redemption date and the " fair market value " of Class A ordinary shares; ● upon a minimum of 30 days' prior written notice of redemption; and ● if, and only if, the last sale price of Class A ordinary shares equals or exceeds $ 10. 00 per share (as adjusted per share sub- divisions, share dividends, reorganizations, recapitalizations and the like) on the trading day prior to the date on which the Company sends the notice of redemption to the warrant holders. The " fair market value " of Class A ordinary shares shall mean the average reported last sale price of Class A ordinary shares for the 10 trading days ending on the third trading day prior to the date on which the notice of redemption is sent to the holders of warrants. In no event will the Company be required to net cash settle any warrant. If the Company is unable to complete a Business Combination within the Combination Period and the Company liquidates the funds held in the Trust Account, holders of warrants will not receive any of such funds with respect to their warrants, nor will they receive any distribution from the Company' s assets held outside of the Trust Account with the respect to such warrants. Accordingly, the warrants may expire worthless. X- ReferencesNo definition available. Details Name: us- gaap_OtherLiabilitiesAndSharesSubjectToMandatoryRedemptionAbstract Namespace Prefix: us- gaap_ Data Type: xbrli: stringItemType Balance Type: na Period Type: durationX- DefinitionThe entire disclosure for other liabilities. ReferencesReference 1: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 210- SubTopic 10- Section S99- Paragraph 1- Subparagraph (SX 210. 5- 02. 20, 24)- URI https: / / asc. fasb. org / extlink & oid = 120391452 & loc = d3e13212- 122682 Details Name: us- gaap_OtherLiabilitiesDisclosureTextBlock Namespace Prefix: us- gaap_ Data Type: dtr- types: textBlockItemType Balance Type: na Period Type: durationFair Value Measurements 12 Months Ended Dec. 31, 2022 Fair Value Measurements [ Abstract ] FAIR VALUE MEASUREMENTS NOTE 9. FAIR VALUE MEASUREMENTS The following table presents information about the Company' s assets and liabilities as of December 31, 2022 and 2021, that are measured at fair value on a recurring basis, by level within the fair value hierarchy: December 31, 2022 Description Quoted Prices in Active Markets (Level 1)

~~Significant Other Observable Inputs (Level 2) Significant Other Unobservable Inputs (Level 3) Assets: Mutual Funds $ 349, 991, 153 $- $- Liabilities: Derivative warrant liabilities- Public Warrants $ 1, 725, 000 $- $- Derivative warrant liabilities- Private Warrants $- $ 1, 386, 667 $- December 31, 2021 Description Quoted Prices in Active Markets (Level 1) Significant Other Observable Inputs (Level 2) Significant Other Unobservable Inputs (Level 3) Liabilities: Derivative warrant liabilities- Public Warrants $ 7, 848, 750 $- $- Derivative warrant liabilities- Private Warrants $- $ 6, 309, 333 $- There were no assets required to be measured on a recurring basis as of December 31, 2021. Transfers to / from Levels 1, 2 and 3 are recognized at the beginning of the reporting period. The estimated fair value of Public Warrants was transferred from a Level 3 fair value measurement to a Level 1 measurement, and the estimated fair value of the Private Warrants transferred from a Level 3 measurement to a Level 2 measurement as a result of the Public Warrants being separately listed and traded in September 2021. There were no other transfers to / from Levels 3 during the year ended December 31, 2022 and for the period from February 3, 2021 (inception) through December 31, 2021. The Public Warrants issued in connection with the Initial Public Offering and the Over- Allotment and the Private Placement Warrants sold in the Private Placement and the Second Private Placement were initially measured at fair value using a Black- Scholes option pricing model and a Monte Carlo simulation. For periods subsequent to the detachment of the Public Warrants from the Units, the fair value of the Public Warrants is based on the observable listed price for such warrants, and the fair value of the warrants issued in the Private Placement and the Second Private Placement was estimated by reference to the listed market price of the Public Warrants. For the year ended December 31, 2022 and for the period from February 3, 2021 (inception) through December 31, 2021, the Company recognized a gain in the statements of operations resulting from a decrease in fair value of the derivative warrant liabilities of approximately $ 11. 0 million and $ 12. 3 million, respectively, presented as change in fair value of derivative liabilities on the accompanying statements of operations. The estimated fair value of the Public Warrants and Private Placement Warrants, prior to the Public Warrants being traded in an active market, was determined using Level 3 inputs. Inherent in a Black- Scholes option pricing model and a Monte Carlo simulation are assumptions related to expected share- price volatility, expected life, risk- free interest rate and dividend yield. The Company estimated the volatility of its warrants based on implied volatility from the Company' s traded warrants and from historical volatility of select peer companies' ordinary shares that matches the expected remaining life of the warrants. The risk- free interest rate was based on the U. S. Treasury zero- coupon yield curve on the grant date for a maturity similar to the expected remaining life of the warrants. The expected life of the warrants was assumed to be equivalent to their remaining contractual term. The dividend rate was based on the historical rate, which the Company anticipates remaining at zero. The following table provides quantitative information regarding Level 3 fair value measurements inputs as their measurement date: As of February 3, 2021 (Initial Measurement) Exercise price $ 11. 50 Stock price $ 9. 58 Volatility 24. 0 % Term (years) 6 Risk- free rate 0. 86 % Dividend yield 0. 0 % There were no transfers to / from Level 3 measurements in the year ended December 31, 2022. The change in the fair value of the derivative warrant liabilities, measured using Level 3 inputs, for the period from February 3, 2021 (inception) through December 31, 2021, is summarized as follows: Derivative warrant liabilities at February 3, 2021 (inception) $- Issuance of Public and Private Warrants- Level 3 26, 449, 166 Transfer of Public Warrants to Level 1 (14, 662, 500) Transfer of Private Warrants to Level 2 (11, 786, 666) Derivative warrant liabilities at December 31, 2021 $- X- ReferencesNo definition available. Details Name: us- gaap_FairValueDisclosuresAbstract Namespace Prefix: us- gaap_ Data Type: xbrli: stringItemType Balance Type: na Period Type: durationX- DefinitionThe entire disclosure for the fair value of financial instruments (as defined), including financial assets and financial liabilities (collectively, as defined), and the measurements of those instruments as well as disclosures related to the fair value of non- financial assets and liabilities. Such disclosures about the financial instruments, assets, and liabilities would include: (1) the fair value of the required items together with their carrying amounts (as appropriate); (2) for items for which it is not practicable to estimate fair value, disclosure would include: (a) information pertinent to estimating fair value (including, carrying amount, effective interest rate, and maturity, and (b) the reasons why it is not practicable to estimate fair value; (3) significant concentrations of credit risk including: (a) information about the activity, region, or economic characteristics identifying a concentration, (b) the maximum amount of loss the entity is exposed to based on the gross fair value of the related item, (c) policy for requiring collateral or other security and information as to accessing such collateral or security, and (d) the nature and brief description of such collateral or security; (4) quantitative information about market risks and how such risks are managed; (5) for items measured on both a recurring and nonrecurring basis information regarding the inputs used to develop the fair value measurement; and (6) for items presented in the financial statement for which fair value measurement is elected: (a) information necessary to understand the reasons for the election, (b) discussion of the effect of fair value changes on earnings, (c) a description of [ similar groups ] items for which the election is made and the relation thereof to the balance sheet, the aggregate carrying value of items included in the balance sheet that are not eligible for the election; (7) all other required (as defined) and desired information. ReferencesReference 1: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 820- SubTopic 10- Section 50- Paragraph 2- URI https: / / asc. fasb. org / extlink & oid = 126976982 & loc = d3e19207- 110258 Details Name: us- gaap_FairValueDisclosuresTextBlock Namespace Prefix: us- gaap_ Data Type: dtr- types: textBlockItemType Balance Type: na Period Type: durationSubsequent Events 12 Months Ended Dec. 31, 2022 Subsequent Events [ Abstract ] SUBSEQUENT EVENTS NOTE 10. SUBSEQUENT EVENTS The Company evaluated subsequent events and transactions that occurred up to the date the financial statements were issued. Based on this review, the Company did not identify any subsequent events that would have required adjustment or disclosure in the financial statements, other than as described below. On February 1, 2023, the Company issued a nonconvertible. unsecured promissory note (the " 2023 Note ") in the principal amount of $ 500, 000 to TortoiseEcofin Borrower. The 2023 Note is not convertible into equity securities, does not bear interest and is repayable in full upon consummation of a Business Combination. If the Company does not complete a Business Combination, the 2023 Note will not be repaid and all amounts owed under it will be forgiven. The Company has borrowed $ 150, 000 under the 2023 Note. X- ReferencesNo definition available. Details Name: us-~~

~~gaap_SubsequentEventsAbstract Namespace Prefix: us- gaap_ Data Type: xbrli: stringItemType Balance Type: na Period Type: durationX- DefinitionThe entire disclosure for significant events or transactions that occurred after the balance sheet date through the date the financial statements were issued or the date the financial statements were available to be issued. Examples include: the sale of a capital stock issue, purchase of a business, settlement of litigation, catastrophic loss, significant foreign exchange rate changes, loans to insiders or affiliates, and transactions not in the ordinary course of business. ReferencesReference 1: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 855- URI https: / / asc. fasb. org / topic & trid = 2122774Reference 2: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 855- SubTopic 10- Section 50- Paragraph 2- Subparagraph (a)- URI https: / / asc. fasb. org / extlink & oid = 6842918 & loc = SL6314017- 165662 Details Name: us- gaap_SubsequentEventsTextBlock Namespace Prefix: us- gaap_ Data Type: dtr- types: textBlockItemType Balance Type: na Period Type: durationAccounting Policies, by Policy (Policies) 12 Months Ended Dec. 31, 2022 Accounting Policies [ Abstract ] Basis of Presentation Basis of Presentation The accompanying financial statements are presented in U. S. dollars in conformity with accounting principles generally accepted in the United States of America (" U. S. GAAP ") and pursuant to the rules and regulations of the SEC. Emerging Growth Company Emerging Growth Company The Company is an " emerging growth company, " as defined in Section 2 (a) of the Securities Act, as modified by the Jumpstart Our Business Startups Act of 2012 (the " JOBS Act "), and it may take advantage of certain exemptions from various reporting requirements that are applicable to other public companies that are not emerging growth companies including, but not limited to, not being required to comply with the auditor attestation requirements of Section 404 of the Sarbanes- Oxley Act of 2002, reduced disclosure obligations regarding executive compensation in its periodic reports and proxy statements, and exemptions from the requirements of holding a nonbinding advisory vote on executive compensation and shareholder approval of any golden parachute payments not previously approved. Further, Section 102 (b) (1) of the JOBS Act exempts emerging growth companies from being required to comply with new or revised financial accounting standards until private companies (that is, those that have not had a Securities Act registration statement declared effective or do not have a class of securities registered under the Exchange Act) are required to comply with the new or revised financial accounting standards. The JOBS Act provides that an emerging growth company can elect to opt out of the extended transition period and comply with the requirements that apply to non- emerging growth companies but any such election to opt out is irrevocable. The Company has elected not to opt out of such extended transition period which means that when a standard is issued or revised and it has different application dates for public or private companies, the Company, as an emerging growth company, can adopt the new or revised standard at the time private companies adopt the new or revised standard. This may make comparison of the Company' s financial statements with another public company which is neither an emerging growth company nor an emerging growth company which has opted out of using the extended transition period difficult or impossible because of the potential differences in accounting standards used. Use of Estimates Use of Estimates The preparation of financial statements in conformity with U. S. GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting periods. Making estimates requires management to exercise significant judgment. It is at least reasonably possible that the estimate of the effect of a condition, situation or set of circumstances that existed at the date of the financial statements, which management considered in formulating its estimate, could change in the near term due to one or more future confirming events. Accordingly, the actual results could differ significantly from those estimates. Concentration of Credit Risk Concentration of Credit Risk Financial instruments that potentially subject the Company to concentrations of credit risk consist of cash accounts in a financial institution, which, at times, may exceed the Federal Deposit Insurance Corporation coverage limit of $ 250, 000. Any loss incurred or a lack of access to such funds could have a significant adverse impact on the Company' s financial condition, results of operations, and cash flows. Cash and Cash Equivalents Cash and Cash Equivalents The Company considers all short- term investments with an original maturity of three months or less when purchased to be cash equivalents. There were no cash equivalents as of December 31, 2022 and 2021. Investments Held in Trust Account Investments and Cash Held in Trust Account The Company' s portfolio of investments is comprised of U. S. government securities, within the meaning set forth in Section 2 (a) (16) of the Investment Company Act, with a maturity of 185 days or less, or investments in money market funds that invest in U. S. government securities and generally have a readily determinable fair value, or a combination thereof. When the Company' s investments held in the Trust Account are comprised of U. S. government securities, the investments are classified as trading securities. When the Company' s investments held in the Trust Account are comprised of money market funds, the investments are recognized at fair value. Trading securities and investments in money market funds are presented on the balance sheets at fair value at the end of each reporting period. Gains and losses resulting from the change in fair value of these securities is included in income from investments held in the Trust Account in the accompanying statements of operations. The estimated fair values of investments held in the Trust Account are determined using available market information. As of December 31, 2022, the Company had approximately $ 350. 0 million in cash held in the Trust Account. Fair Value of Financial Instruments Fair Value of Financial Instruments The carrying value of the Company' s assets and liabilities recognized in the balance sheets, which qualify as financial instruments under the FASB ASC Topic 820, " Fair Value Measurements, " equals or approximates the fair values for such assets and liabilities either because of the short- term nature of the instruments or because the instrument is recognized at fair value. Fair Value Measurements Fair Value Measurements Fair value is defined as the price that would be received for sale of an asset or paid for transfer of a liability, in an orderly transaction between market participants at the measurement date. U. S. GAAP establishes a three- tier fair value hierarchy, which prioritizes the inputs used in measuring fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). These tiers consist of: • Level 1, defined as observable inputs such as quoted prices (unadjusted) for identical instruments in active markets; •~~

~~Level 2, defined as inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly or indirectly; and ● Level 3, defined as unobservable inputs in which little or no market data exists, therefore requiring an entity to develop its own assumptions, such as valuations derived from valuation techniques in which one or more significant inputs or significant value drivers are unobservable. In some circumstances, the inputs used to measure fair value might be categorized within different levels of the fair value hierarchy. In those instances, the fair value measurement is categorized in its entirety in the fair value hierarchy based on the lowest level input that is significant to the fair value measurement. Derivative Warrant Liabilities Derivative Warrant Liabilities The Company does not use derivative instruments to hedge exposures to cash flow, market, or foreign currency risks. The Company evaluates all of its financial instruments, including issued warrants to purchase shares, to determine if such instruments are derivatives or contain features that qualify as embedded derivatives, pursuant to ASC 480 and FASB ASC Topic 815, " Derivatives and Hedging " (" ASC 815 "). The classification of derivative instruments, including whether such instruments should be recorded as liabilities or as equity, is re- assessed at the end of each reporting period. The warrants issued in connection with the Initial Public Offering and the Over- Allotment (the " Public Warrants ") and the Private Placement Warrants are recognized as derivative liabilities in accordance with ASC 815. Accordingly, the Company recognizes the warrant instruments as liabilities at fair value and adjust the instruments to fair value at each reporting period. These liabilities are subject to re- measurement at each balance sheet date until exercised, and any change in fair value will be recognized in the Company' s statement of operations. The fair value of the Public Warrants and the Private Placement Warrants were initially measured at fair value using a Black- Scholes Option Pricing Method and Monte Carlo simulation. Subsequent to the Public Warrants being separately listed and traded from the Units, the fair value of the Public Warrants was measured based on their listed market price, and the fair value of the Private Placement Warrants was estimated by reference to the listed market price of the Public Warrants. The determination of the fair value of the warrant liabilities may be subject to change as more current information becomes available and accordingly the actual results could differ significantly. Derivative warrant liabilities are classified as non- current liabilities as their liquidation will not be reasonably expected to require the use of current assets or require the creation of current liabilities. Offering Costs Associated with Initial Public Offering Offering Costs Associated with Initial Public Offering Offering costs consists of legal, accounting, underwriting fees and other costs incurred through the Initial Public Offering that were directly related to the Initial Public Offering. Offering costs are allocated to the separable financial instruments issued in the Initial Public Offering based on a relative fair value basis, compared to the total proceeds received. Offering costs associated with derivative warrant liabilities are expensed as incurred, presented as non- operating expenses in the statement of operations. Offering costs associated with the Class A ordinary shares issued were charged against their carrying value upon the completion of the Initial Public Offering. The Company classifies deferred underwriting commissions as non- current liabilities as their liquidation is not reasonably expected to require the use of current assets or require the creation of current liabilities. Class A Ordinary Shares Subject to Possible Redemption Class A Ordinary Shares Subject to Possible Redemption As discussed in Note 3, all of the 34, 500, 000 Class A ordinary shares sold as part of the Units in the Initial Public Offering and the Over- Allotment contain a redemption feature which allows for the redemption of the Public Shares in connection with the Company' s liquidation, if there is a shareholder vote or tender offer in connection with the Business Combination and in connection with certain amendments to the Company' s Amended and Restated Memorandum and Articles of Association. In accordance with ASC 480, conditionally redeemable Class A ordinary shares (including Class A ordinary shares that feature redemption rights that are either within the control of the holder or subject to redemption upon the occurrence of uncertain events not solely within the Company' s control) are classified as temporary equity. Ordinary liquidation events, which involve the redemption and liquidation of all of the entity' s equity instruments, are excluded from the provisions of ASC 480. Accordingly, as of December 31, 2022 and 2021, all 34, 500, 000 Class A ordinary shares subject to possible redemption at the redemption amount are presented as temporary equity, outside of the shareholders' deficit section of the Company' s balance sheet. Under ASC 480- 10- S99, the Company has elected to recognize changes in the redemption value immediately as they occur and adjust the carrying value of the security to equal the redemption value at the end of the reporting period. This method would view the end of the reporting period as if it were also the redemption date of the security. Effective with the closing of the Initial Public Offering and the Over- Allotment, the Company recognized the accretion from initial book value to redemption amount, which resulted in charges against additional paid- in capital (to the extent available) and accumulated deficit. Subsequently, the Company recognized changes in the redemption value as an increase in the redemption value of the Class A ordinary share subject to possible redemption as reflected on the accompanying statements of changes in shareholders' deficit. Income Taxes Income Taxes FASB ASC Topic 740 prescribes a recognition threshold and a measurement attribute for the financial statement recognition and measurement of tax positions taken or expected to be taken in a tax return. For those benefits to be recognized, a tax position must be more- likely- than- not to be sustained upon examination by taxing authorities. The Company' s management determined that the Cayman Islands is the Company' s only major tax jurisdiction. The Company recognizes accrued interest and penalties related to unrecognized tax benefits as income tax expense. There were no unrecognized tax benefits and no amounts accrued for interest and penalties as of December 31, 2022 and 2021. The Company is currently not aware of any issues under review that could result in significant payments, accruals or material deviation from its position. There is currently no taxation imposed on income by the Government of the Cayman Islands. In accordance with Cayman federal income tax regulations, income taxes are not levied on the Company. Consequently, income taxes are not reflected in the Company' s financial statements. The Company' s management does not expect that the total amount of unrecognized tax benefits will materially change over the next twelve months. Net Income Per Ordinary Share Net Income Per Ordinary Share The Company complies with accounting and disclosure requirements of FASB ASC Topic 260, " Earnings Per Share. " The Company has two classes of shares, which are referred to as Class A ordinary shares and Class B ordinary shares. Income and losses are shared pro rata between the two classes of shares. Net income per ordinary share is calculated by dividing the net income by the weighted average of ordinary shares outstanding~~

~~for the respective period. The calculation of diluted net income does not consider the effect of the warrants underlying the Units sold in the Initial Public Offering and the Over- Allotment and the private placement warrants to purchase an aggregate of 15, 558, 333 shares of Class A ordinary shares in the calculation of diluted income per share, because their inclusion would be anti-dilutive under the treasury stock method and their exercise is contingent upon future events. The Company has considered the effect of Class B ordinary shares that were excluded from the weighted average number of basic shares outstanding as they were contingent on the exercise of the over- allotment option by the underwriters. Since the contingency was satisfied, the Company has included these shares in the weighted average number as of the beginning of the period to determine the dilutive impact of these shares. Accretion associated with the redeemable Class A ordinary shares is excluded from earnings per share as the redemption value approximates fair value. The following table presents a reconciliation of the numerator and denominator used to compute basic and diluted net income per share for each class of ordinary shares: For The Period From February 3, 2021 Year Ended (inception) Through December 31, 2022 December 31, 2021 Class A Class B Class A Class B Basic and diluted net income per ordinary share: Numerator: Allocation of net income- basic $ 11, 375, 685 $ 2, 843, 921 $ 5, 942, 153 $ 2, 782, 500 Allocation of net income- diluted $ 11, 375, 685 $ 2, 843, 921 $ 5, 808, 657 $ 2, 915, 996 Denominator: Basic weighted average ordinary shares outstanding 34, 500, 000 8, 625, 000 17, 180, 982 8, 045, 245 Dilutive impact of securities--- 579, 755 Diluted weighted average ordinary shares outstanding 34, 500, 000 8, 625, 000 17, 180, 982 8, 625, 000 Basic net income per ordinary share $ 0. 33 $ 0. 33 $ 0. 35 $ 0. 35 Diluted net income per ordinary share $ 0. 33 $ 0. 33 $ 0. 34 $ 0. 34 Excess Change in Fair Value of Private Placement Warrants Excess Change in Fair Value of Private Placement Warrants The Company records a loss on issuance of Private Placement Warrants recognized as a result of the fair value of the Private Placement Warrants being in excess of the amount paid by the Sponsor, pursuant to FASB ASC Topic 718, " Share- based Compensation " (" ASC 718 "). For the period from February 3, 2021 (inception) through December 31, 2021, the Company recorded $ 1. 4 million. This amount is included in the change in fair value of derivative warrant liabilities on the statement of operations. Recent Accounting Pronouncements Recent Accounting Pronouncements Management does not believe that any recently issued, but not yet effective, accounting pronouncements, if currently adopted, would have a material effect on the Company' s financial statements. X- DefinitionDeferred offering costs associated with the proposed public offering. ReferencesNo definition available. Details Name: trtl_DeferredOfferingCostsAssociatedWithTheProposedPublicOfferingPolicyTextBlock Namespace Prefix: trtl_ Data Type: dtr: textBlockItemType Balance Type: na Period Type: durationX- DefinitionEmerging growth compan. ReferencesNo definition available. Details Name: trtl_EmergingGrowthCompanyPoliciesTextBlock Namespace Prefix: trtl_ Data Type: dtr: textBlockItemType Balance Type: na Period Type: durationX- ReferencesNo definition available. Details Name: trtl_ExcessChangeInFairValueOfPrivatePlacementWarrantsPolicyTextBlock Namespace Prefix: trtl_ Data Type: dtr: textBlockItemType Balance Type: na Period Type: durationX- DefinitionThe entire disclosure of investments held in trust account. ReferencesNo definition available. Details Name: trtl_InvestmentsHeldInTrustAccountPolicyTextBlock Namespace Prefix: trtl_ Data Type: dtr: textBlockItemType Balance Type: na Period Type: durationX- ReferencesNo definition available. Details Name: us- gaap_AccountingPoliciesAbstract Namespace Prefix: us- gaap_ Data Type: xbrli: stringItemType Balance Type: na Period Type: durationX- DefinitionDisclosure of accounting policy for basis of accounting, or basis of presentation, used to prepare the financial statements (for example, US Generally Accepted Accounting Principles, Other Comprehensive Basis of Accounting, IFRS). ReferencesNo definition available. Details Name: us- gaap_BasisOfAccountingPolicyPolicyTextBlock Namespace Prefix: us- gaap_ Data Type: dtr- types: textBlockItemType Balance Type: na Period Type: durationX- DefinitionDisclosure of accounting policy for cash and cash equivalents, including the policy for determining which items are treated as cash equivalents. Other information that may be disclosed includes (1) the nature of any restrictions on the entity' s use of its cash and cash equivalents, (2) whether the entity' s cash and cash equivalents are insured or expose the entity to credit risk, (3) the classification of any negative balance accounts (overdrafts), and (4) the carrying basis of cash equivalents (for example, at cost) and whether the carrying amount of cash equivalents approximates fair value. ReferencesReference 1: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 230- SubTopic 10- Section 50- Paragraph 1- URI https: / / asc. fasb. org / extlink & oid = 126999549 & loc = d3e4273- 108586 Details Name: us- gaap_CashAndCashEquivalentsPolicyTextBlock Namespace Prefix: us- gaap_ Data Type: dtr- types: textBlockItemType Balance Type: na Period Type: durationX- DefinitionDisclosure of accounting policy for credit risk. ReferencesReference 1: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 275- SubTopic 10- Section 50- Paragraph 1- Subparagraph (d)- URI https: / / asc. fasb. org / extlink & oid = 99393423 & loc = d3e5967- 108592Reference 2: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 942- SubTopic 825- Section 50- Paragraph 1- URI https: / / asc. fasb. org / extlink & oid = 126941378 & loc = d3e61044- 112788 Details Name: us- gaap_ConcentrationRiskCreditRisk Namespace Prefix: us- gaap_ Data Type: dtr- types: textBlockItemType Balance Type: na Period Type: durationX- DefinitionDisclosure of accounting policy for its derivative instruments and hedging activities. ReferencesReference 1: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 815- SubTopic 10- Section 50- Paragraph 2- URI https: / / asc. fasb. org / extlink & oid = 125515794 & loc = d3e41620- 113959Reference 2: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 815- SubTopic 10- Section 50- Paragraph 4- URI https: / / asc. fasb. org / extlink & oid = 125515794 & loc = d3e41638- 113959Reference 3: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 815- SubTopic 10- Section 50- Paragraph 1A- URI https: / / asc. fasb. org / extlink & oid = 125515794 & loc = SL5579245- 113959Reference 4: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 815- SubTopic 10- Section 50- Paragraph 7- URI https: / / asc. fasb. org / extlink & oid = 125515794 & loc = d3e41675- 113959Reference 5: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 235- SubTopic 10- Section S99- Paragraph 1- Subparagraph (SX 210. 4- 08 (n))- URI https: / / asc. fasb. org / extlink & oid =~~

~~120395691 & loc = d3e23780- 122690Reference 6: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 815- SubTopic 10- Section 50- Paragraph 1- URI https: / / asc. fasb. org / extlink & oid = 125515794 & loc = SL5579240- 113959 Details Name: us- gaap_DerivativesPolicyTextBlock Namespace Prefix: us- gaap_ Data Type: dtr- types: textBlockItemType Balance Type: na Period Type: durationX- DefinitionDisclosure of accounting policy for computing basic and diluted earnings or loss per share for each class of common stock and participating security. Addresses all significant policy factors, including any antidilutive items that have been excluded from the computation and takes into account stock dividends, splits and reverse splits that occur after the balance sheet date of the latest reporting period but before the issuance of the financial statements. ReferencesReference 1: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 260- SubTopic 10- Section 50- Paragraph 1- Subparagraph (c)- URI https: / / asc. fasb. org / extlink & oid = 124432515 & loc = d3e3550- 109257Reference 2: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 260- SubTopic 10- Section 50- Paragraph 2- URI https: / / asc. fasb. org / extlink & oid = 124432515 & loc = d3e3630- 109257 Details Name: us- gaap_EarningsPerSharePolicyTextBlock Namespace Prefix: us- gaap_ Data Type: dtr- types: textBlockItemType Balance Type: na Period Type: durationX- DefinitionDisclosure of accounting policy for fair value measurements of financial and non- financial assets, liabilities and instruments classified in shareholders' equity. Disclosures include, but are not limited to, how an entity that manages a group of financial assets and liabilities on the basis of its net exposure measures the fair value of those assets and liabilities. ReferencesNo definition available. Details Name: us- gaap_FairValueMeasurementPolicyPolicyTextBlock Namespace Prefix: us- gaap_ Data Type: dtr- types: textBlockItemType Balance Type: na Period Type: durationX- DefinitionDisclosure of accounting policy for determining the fair value of financial instruments. ReferencesReference 1: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 820- SubTopic 10- Section 60- Paragraph 1- URI https: / / asc. fasb. org / extlink & oid = 7493716 & loc = d3e21868- 110260Reference 2: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 825- SubTopic 10- Section 50- Paragraph 1- URI https: / / asc. fasb. org / extlink & oid = 123594938 & loc = d3e13279- 108611 Details Name: us- gaap_FairValueOfFinancialInstrumentsPolicy Namespace Prefix: us- gaap_ Data Type: dtr- types: textBlockItemType Balance Type: na Period Type: durationX- DefinitionDisclosure of accounting policy for income taxes, which may include its accounting policies for recognizing and measuring deferred tax assets and liabilities and related valuation allowances, recognizing investment tax credits, operating loss carryforwards, tax credit carryforwards, and other carryforwards, methodologies for determining its effective income tax rate and the characterization of interest and penalties in the financial statements. ReferencesReference 1: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 740- SubTopic 10- Section 45- Paragraph 25- URI https: / / asc. fasb. org / extlink & oid = 123427490 & loc = d3e32247- 109318Reference 2: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 740- SubTopic 10- Section 50- Paragraph 20- URI https: / / asc. fasb. org / extlink & oid = 121826272 & loc = d3e32847- 109319Reference 3: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 740- SubTopic 10- Section 50- Paragraph 19- URI https: / / asc. fasb. org / extlink & oid = 121826272 & loc = d3e32840- 109319Reference 4: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 220- SubTopic 10- Section 50- Paragraph 1- URI https: / / asc. fasb. org / extlink & oid = 124431353 & loc = SL116659661- 227067Reference 5: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 740- SubTopic 10- Section 50- Paragraph 9- URI https: / / asc. fasb. org / extlink & oid = 121826272 & loc = d3e32639- 109319Reference 6: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 740- SubTopic 10- Section 45- Paragraph 28- URI https: / / asc. fasb. org / extlink & oid = 123427490 & loc = d3e32280- 109318Reference 7: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 740- SubTopic 10- Section 50- Paragraph 17- Subparagraph (b)- URI https: / / asc. fasb. org / extlink & oid = 121826272 & loc = d3e32809- 109319 Details Name: us- gaap_IncomeTaxPolicyTextBlock Namespace Prefix: us- gaap_ Data Type: dtr- types: textBlockItemType Balance Type: na Period Type: durationX- DefinitionDisclosure of accounting policy pertaining to new accounting pronouncements that may impact the entity' s financial reporting. Includes, but is not limited to, quantification of the expected or actual impact. ReferencesNo definition available. Details Name: us- gaap_NewAccountingPronouncementsPolicyPolicyTextBlock Namespace Prefix: us- gaap_ Data Type: dtr- types: textBlockItemType Balance Type: na Period Type: durationX- DefinitionDisclosure of accounting policy for recognition of changes in redemption value of mandatorily redeemable shares. Provides the period over which changes in redemption value are accreted, usually from the issuance date (or from the date that it becomes probable that the security will become redeemable, if later) to the earliest redemption date of the security. ReferencesNo definition available. Details Name: us- gaap_SharesSubjectToMandatoryRedemptionChangesInRedemptionValuePolicyTextBlock Namespace Prefix: us- gaap_ Data Type: dtr- types: textBlockItemType Balance Type: na Period Type: durationX- DefinitionDisclosure of accounting policy for the use of estimates in the preparation of financial statements in conformity with generally accepted accounting principles. ReferencesReference 1: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 275- SubTopic 10- Section 50- Paragraph 12- URI https: / / asc. fasb. org / extlink & oid = 99393423 & loc = d3e6191- 108592Reference 2: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 275- SubTopic 10- Section 50- Paragraph 11- URI https: / / asc. fasb. org / extlink & oid = 99393423 & loc = d3e6161- 108592Reference 3: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 275- SubTopic 10- Section 50- Paragraph 9- URI https: / / asc. fasb. org / extlink & oid = 99393423 & loc = d3e6143- 108592Reference 4: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 275- SubTopic 10- Section 50- Paragraph 1- Subparagraph (b)- URI https: / /~~

~~asc. fasb. org / extlink & oid = 99393423 & loc = d3e5967- 108592Reference 5: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 275- SubTopic 10- Section 50- Paragraph 4- URI https: / / asc. fasb. org / extlink & oid = 99393423 & loc = d3e6061- 108592Reference 6: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 275- SubTopic 10- Section 50- Paragraph 8- URI https: / / asc. fasb. org / extlink & oid = 99393423 & loc = d3e6132- 108592Reference 7: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 275- SubTopic 10- Section 50- Paragraph 1- Subparagraph (c)- URI https: / / asc. fasb. org / extlink & oid = 99393423 & loc = d3e5967- 108592 Details Name: us- gaap_UseOfEstimates Namespace Prefix: us- gaap_ Data Type: dtr- types: textBlockItemType Balance Type: na Period Type: durationSummary of Significant Accounting Policies (Tables) 12 Months Ended Dec. 31, 2022 Accounting Policies [ Abstract ] Schedule of basic and diluted net income per share For The Period From February 3, 2021 Year Ended (inception) Through December 31, 2022 December 31, 2021 Class A Class B Class A Class B Basic and diluted net income per ordinary share: Numerator: Allocation of net income- basic $ 11, 375, 685 $ 2, 843, 921 $ 5, 942, 153 $ 2, 782, 500 Allocation of net income- diluted $ 11, 375, 685 $ 2, 843, 921 $ 5, 808, 657 $ 2, 915, 996 Denominator: Basic weighted average ordinary shares outstanding 34, 500, 000 8, 625, 000 17, 180, 982 8, 045, 245 Dilutive impact of securities--- 579, 755 Diluted weighted average ordinary shares outstanding 34, 500, 000 8, 625, 000 17, 180, 982 8, 625, 000 Basic net income per ordinary share $ 0. 33 $ 0. 33 $ 0. 35 $ 0. 35 Diluted net income per ordinary share $ 0. 33 $ 0. 33 $ 0. 34 $ 0. 34 X- ReferencesNo definition available. Details Name: us- gaap_AccountingPoliciesAbstract Namespace Prefix: us- gaap_ Data Type: xbrli: stringItemType Balance Type: na Period Type: durationX- DefinitionTabular disclosure of an entity' s basic and diluted earnings per share calculations, including a reconciliation of numerators and denominators of the basic and diluted per- share computations for income from continuing operations. ReferencesReference 1: http: / / www. xbrl. org / 2009 / role / commonPracticeRef- Publisher FASB- Name Accounting Standards Codification- Topic 260- SubTopic 10- Section 50- Paragraph 1- Subparagraph (a)- URI https: / / asc. fasb. org / extlink & oid = 124432515 & loc = d3e3550- 109257 Details Name: us- gaap_ScheduleOfEarningsPerShareBasicAndDilutedTableTextBlock Namespace Prefix: us- gaap_ Data Type: dtr- types: textBlockItemType Balance Type: na Period Type: durationClass A Ordinary Shares Subject to Possible Redemption (Tables) 12 Months Ended Dec. 31, 2022 Class A Ordinary Shares Subject to Possible Redemption [ Abstract ] Schedule of ordinary shares subject to possible redemptionGross proceeds $ 345, 000, 000 Less: Proceeds allocated to public warrants (14, 662, 500) Class A ordinary share issuance costs (29, 430, 786) Plus: Accretion of carrying value to redemption value 44, 093, 286 Class A ordinary share subject to possible redemption, December 31, 2021 345, 000, 000 Accretion of carrying value to redemption value 4, 891, 153 Class A ordinary share subject to possible redemption, December 31, 2022 $ 349, 891, 153 X- ReferencesNo definition available. Details Name: trtl_OrdinarySharesSubjectToPossibleRedemptionAbstract Namespace Prefix: trtl_ Data Type: xbrli: stringItemType Balance Type: na Period Type: durationX- DefinitionTabular disclosure of the nature and terms of the financial instruments and the rights and obligations embodied in those instruments, information about settlement alternatives, if any, in the contract and identification of the entity that controls the settlement alternatives including: a. The amount that would be paid, or the number of shares that would be issued and their fair value, determined under the conditions specified in the contract if the settlement were to occur at the reporting date b. How changes in the fair value of the issuer' s equity shares would affect those settlement amounts (for example," the issuer is obligated to issue an additional x shares or pay an additional y dollars in cash for each $ 1 decrease in the fair value of one share") c. The maximum amount that the issuer could be required to pay to redeem the instrument by physical settlement, if applicable d. The maximum number of shares that could be required to be issued, if applicable e. That a contract does not limit the amount that the issuer could be required to pay or the number of shares that the issuer could be required to issue, if applicable f. For a forward contract or an option indexed to the issuer' s equity shares, the forward price or option strike price, the number of issuer' s shares to which the contract is indexed, and the settlement date or dates of the contract, as applicable. g. The components of the liability that would otherwise be related to shareholders' interest and other comprehensive income (if any) subject to the redemption feature (for example, par value and other paid in amounts of mandatorily redeemable instruments are disclosed separately from the amount of retained earnings or accumulated deficit). ReferencesReference 1: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 480- SubTopic 10- Section 45- Paragraph 2A- URI https: / / asc. fasb. org / extlink & oid = 118255708 & loc = SL5909891- 110878Reference 2: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 480- SubTopic 10- Section 50- Paragraph 1- URI https: / / asc. fasb. org / extlink & oid = 109262807 & loc = d3e22026- 110879Reference 3: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 480- SubTopic 10- Section 50- Paragraph 2- URI https: / / asc. fasb. org / extlink & oid = 109262807 & loc = d3e22047- 110879 Details Name: us- gaap_SharesSubjectToMandatoryRedemptionDisclosureTextBlock Namespace Prefix: us- gaap_ Data Type: dtr- types: textBlockItemType Balance Type: na Period Type: durationFair Value Measurements (Tables) 12 Months Ended Dec. 31, 2022 Fair Value Measurements [ Abstract ] Schedule of assets and liabilitiesDescription Quoted Prices in Active Markets (Level 1) Significant Other Observable Inputs (Level 2) Significant Other Unobservable Inputs (Level 3) Assets: Mutual Funds $ 349, 991, 153 $- $- Liabilities: Derivative warrant liabilities- Public Warrants $ 1, 725, 000 $- $- Derivative warrant liabilities- Private Warrants $- $ 1, 386, 667 $- Description Quoted Prices in Active Markets (Level 1) Significant Other Observable Inputs (Level 2) Significant Other Unobservable Inputs (Level 3) Liabilities: Derivative warrant liabilities- Public Warrants $ 7, 848, 750 $- $- Derivative warrant liabilities- Private Warrants $- $ 6, 309, 333 $- Schedule of level 3 fair value measurements As of February 3, 2021 (Initial Measurement) Exercise price $ 11. 50 Stock price $ 9. 58 Volatility 24. 0 % Term (years) 6 Risk- free rate 0. 86 % Dividend yield 0. 0 % Schedule of derivative warrant liabilitiesDerivative warrant liabilities at February 3, 2021 (inception) $- Issuance of Public and Private Warrants- Level 3 26, 449, 166 Transfer of Public Warrants to Level 1 (14, 662, 500) Transfer of Private Warrants to Level 2 (11, 786, 666) Derivative warrant liabilities at December 31, 2021 $- X-~~

~~DefinitionTabular disclosure of all significant concentrations of risk, including credit risk and market risk, arising from all financial instruments (as defined), whether from an individual counterparty or groups of counterparties. The disclosure concerning concentrations of risk may consist of the following information: (1) for concentrations of credit risk disclosure may include: (a) information about the (shared) activity, region, or economic characteristic that identifies the concentration, (b) the maximum amount of loss due to credit risk that, based on the gross fair value of the financial instrument, the entity would incur if parties to the financial instruments that make up the concentration failed completely to perform according to the terms of the contracts and the collateral or other security, if any, for the amount due proved to be of no value to the entity, (c) the policy of requiring collateral or other security to support financial instruments subject to credit risk, information about the entity' s access to that collateral or other security, and the nature and a brief description of the collateral or other security supporting those financial instruments, and (d) the policy of entering into master netting arrangements to mitigate the credit risk of financial instruments, information about the arrangements for which the entity is a party, and a brief description of the terms of those arrangements, including the extent to which they would reduce the entity' s maximum amount of loss due to credit risk and (2) for disclosure of quantitative information about the market risks of financial instruments that is consistent with the way the company manages or adjusts those risks, disclosure may include: (a) more details about current positions and perhaps activity during the period, (b) the hypothetical effects on comprehensive income (or net assets), or annual income, of several possible changes in market prices, (c) a gap analysis of interest rate re- pricing or maturity dates, (d) the duration of the financial instruments, (e) the entity' s value at risk from derivatives and from other positions at the end of the reporting period and the average value at risk during the year, or (f) other ways of reporting quantitative information as internally developed. ReferencesReference 1: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 825- SubTopic 10- Section 50- Paragraph 22- URI https: / / asc. fasb. org / extlink & oid = 123594938 & loc = d3e13572- 108611Reference 2: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 825- SubTopic 10- Section 50- Paragraph 20- URI https: / / asc. fasb. org / extlink & oid = 123594938 & loc = d3e13531- 108611Reference 3: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 825- SubTopic 10- Section 50- Paragraph 23- URI https: / / asc. fasb. org / extlink & oid = 123594938 & loc = d3e13587- 108611Reference 4: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 825- SubTopic 10- Section 50- Paragraph 21- URI https: / / asc. fasb. org / extlink & oid = 123594938 & loc = d3e13537- 108611 Details Name: us- gaap_FairValueConcentrationOfRiskTextBlock Namespace Prefix: us- gaap_ Data Type: dtr- types: textBlockItemType Balance Type: na Period Type: durationX- ReferencesNo definition available. Details Name: us- gaap_FairValueDisclosuresAbstract Namespace Prefix: us- gaap_ Data Type: xbrli: stringItemType Balance Type: na Period Type: durationX- DefinitionTabular disclosure of the reconciliation of beginning and ending balances of the fair value of plan assets of pension plans and / or other employee benefit plans showing separately, if applicable, the effects during the period attributable to each of the following: actual return on plan assets, foreign currency exchange rate changes, contributions by the employer, contributions by plan participants, benefits paid, business combinations, divestitures, and settlements. ReferencesReference 1: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 715- SubTopic 20- Section 50- Paragraph 1- Subparagraph (b)- URI https: / / asc. fasb. org / extlink & oid = 123447040 & loc = d3e1928- 114920 Details Name: us- gaap_ScheduleOfChangesInFairValueOfPlanAssetsTableTextBlock Namespace Prefix: us- gaap_ Data Type: dtr- types: textBlockItemType Balance Type: na Period Type: durationX- DefinitionTabular disclosure of assets and liabilities, including [ financial ] instruments measured at fair value that are classified in stockholders' equity, if any, that are measured at fair value on a recurring basis. The disclosures contemplated herein include the fair value measurements at the reporting date by the level within the fair value hierarchy in which the fair value measurements in their entirety fall, segregating fair value measurements using quoted prices in active markets for identical assets (Level 1), significant other observable inputs (Level 2), and significant unobservable inputs (Level 3). ReferencesReference 1: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 820- SubTopic 10- Section 50- Paragraph 2- Subparagraph (b)- URI https: / / asc. fasb. org / extlink & oid = 126976982 & loc = d3e19207- 110258Reference 2: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 820- SubTopic 10- Section 50- Paragraph 2- Subparagraph (a)- URI https: / / asc. fasb. org / extlink & oid = 126976982 & loc = d3e19207- 110258 Details Name: us- gaap_ScheduleOfFairValueAssetsAndLiabilitiesMeasuredOnRecurringBasisTableTextBlock Namespace Prefix: us- gaap_ Data Type: dtr- types: textBlockItemType Balance Type: na Period Type: durationDescription of Organization, Business Operations and Basis of Presentation (Details)- USD ($) 1 Months Ended 11 Months Ended 12 Months EndedJul. 27, 2021 Jul. 23, 2021 Jul. 22, 2021 Dec. 31, 2021 Dec. 31, 2022Description of Organization, Business Operations and Basis of Presentation (Details) [ Line Items ] Shares units (in Shares) 4, 500, 000 Share price per share (in Dollars per share) $ 10 Gross proceeds $ 45, 000, 000 Deferred underwriting commission 1, 600, 000 $ 1, 600, 000 Excess of fair value over price paid $ 11, 100, 000 Purchased additional shares (in Shares) 4, 500, 000 Offering costs 2, 500, 000 $ 2, 500, 000 Offering costs were allocated to derivative warrant liabilities $ 1, 300, 000Investors purchased share units (in Shares) 32, 400, 000Net proceeds $ 345, 000, 000 Percentage of fair market value 80. 00 % Public per share (in Shares) Net tangible assets $ 5, 000, 001Business combination percentage 100. 00 % Public shares redeem percentage 100. 00 % AggregateAmount $ 150, 000 $ 100, 000Operating cash 79, 000Working capital 350, 000, 000, 000Loan proceeds 195, 000Principal amount 500, 000Initial Public Offering [ Member ] Description of Organization, Business Operations and Basis of Presentation (Details) [ Line Items ] Shares units (in Shares) 30, 000, 000 Share price per share (in Dollars per share) $ 10 Gross proceeds $ 300, 000, 000 Offering costs 28, 300, 000 Deferred underwriting commission 10, 500, 000 Gross proceeds $ 45, 000, 000 Offering costs $ 28, 300, 000 Payment to offering cost 25, 000Net proceeds 3, 500, 000Private Placement Warrant [ Member ] Description of Organization, Business Operations and Basis of Presentation (Details) [ Line Items ] Gross proceeds $ 9, 500, 000Private Placement Warrant [ Member ] | Warrant [ Member ]~~

Description of Organization, Business Operations and Basis of Presentation (Details) [ Line Items ] Share price per share (in Dollars per share) $ 1. 5Sale of warrants units (in Shares) 6, 333, 333Borrower purchased share (in Shares) 600, 000 Second Private Placement [ Member ] | Warrant [ Member ] Description of Organization, Business Operations and Basis of Presentation (Details) [ Line Items ] Gross proceeds $ 900, 000 Class A Ordinary Shares [ Member ] Description of Organization, Business Operations and Basis of Presentation (Details) [ Line Items ] Public share percentage 20. 00 % Business Combination [ Member ] Description of Organization, Business Operations and Basis of Presentation (Details) [ Line Items ] Business combination post transaction own percentage 50. 00 % Series of Individually Immaterial Business Acquisitions [ Member ] Description of Organization, Business Operations and Basis of Presentation (Details) [ Line Items ] Share price per share (in Dollars per share) $ 10Trust account price per share (in Dollars per share) Series of Individually Immaterial Business Acquisitions [ Member ] | Transaction agreement [ Member ] Description of Organization, Business Operations and Basis of Presentation (Details) [ Line Items ] Trust account price per share (in Dollars per share) $ 10X- DefinitionAggregate amount. ReferencesNo definition available. Details Name: trtl_AggregateAmount Namespace Prefix: trtl_ Data Type: xbrli: monetaryItemType Balance Type: debit Period Type: durationX- DefinitionBorrower purchased share. ReferencesNo definition available. Details Name: trtl_BorrowerPurchasedShare Namespace Prefix: trtl_ Data Type: xbrli: sharesItemType Balance Type: na Period Type: durationX- DefinitionA business combination is a transaction in which the acquirer obtains control of another business percentage. ReferencesNo definition available. Details Name: trtl_BusinessCombinationPercentage Namespace Prefix: trtl_ Data Type: dtr: percentItemType Balance Type: na Period Type: durationX- DefinitionBusiness combination post transaction own percentage. ReferencesNo definition available. Details Name: trtl_BusinessCombinationPostTransactionOwnPercentage Namespace Prefix: trtl_ Data Type: dtr: percentItemType Balance Type: na Period Type: durationX- ReferencesNo definition available. Details Name: trtl_DescriptionofOrganizationBusinessOperationsandBasisofPresentationDetailsLineItems Namespace Prefix: trtl_ Data Type: xbrli: stringItemType Balance Type: na Period Type: durationX- DefinitionExcess of fair value over price paid. ReferencesNo definition available. Details Name: trtl_ExcessOfFairValueOverPricePaid Namespace Prefix: trtl_ Data Type: xbrli: monetaryItemType Balance Type: debit Period Type: durationX- DefinitionGross proceeds. ReferencesNo definition available. Details Name: trtl_GrossProceeds Namespace Prefix: trtl_ Data Type: xbrli: monetaryItemType Balance Type: debit Period Type: durationX- DefinitionInvestors purchased share units. ReferencesNo definition available. Details Name: trtl_InvestorsPurchasedShareUnits Namespace Prefix: trtl_ Data Type: xbrli: sharesItemType Balance Type: na Period Type: durationX- DefinitionNet tangible assets. ReferencesNo definition available. Details Name: trtl_NetTangibleAssets Namespace Prefix: trtl_ Data Type: xbrli: monetaryItemType Balance Type: debit Period Type: durationX- DefinitionOffering costs. ReferencesNo definition available. Details Name: trtl_OfferingCosts Namespace Prefix: trtl_ Data Type: xbrli: monetaryItemType Balance Type: debit Period Type: instantX- DefinitionOffering costs were allocated to derivative warrant liabilities. ReferencesNo definition available. Details Name: trtl_OfferingCostsWereAllocatedToDerivativeWarrantLiabilities Namespace Prefix: trtl_ Data Type: xbrli: monetaryItemType Balance Type: debit Period Type: durationX- Definitionoperating cash. ReferencesNo definition available. Details Name: trtl_OperatingCash Namespace Prefix: trtl_ Data Type: xbrli: monetaryItemType Balance Type: debit Period Type: durationX- DefinitionPercentage of fair market value. ReferencesNo definition available. Details Name: trtl_PercentageOfFairMarketValue Namespace Prefix: trtl_ Data Type: dtr: percentItemType Balance Type: na Period Type: durationX- DefinitionIn finance, public refers to securities available on an exchange or an over- the- counter market. ReferencesNo definition available. Details Name: trtl_PublicPerShare Namespace Prefix: trtl_ Data Type: xbrli: sharesItemType Balance Type: na Period Type: durationX- DefinitionPublic share percentage. ReferencesNo definition available. Details Name: trtl_PublicSharePercentage Namespace Prefix: trtl_ Data Type: dtr: percentItemType Balance Type: na Period Type: durationX- DefinitionPublic shares redeem percentage. ReferencesNo definition available. Details Name: trtl_PublicSharesRedeemPercentage Namespace Prefix: trtl_ Data Type: dtr: percentItemType Balance Type: na Period Type: durationX- DefinitionShares of Sale of warrants units. ReferencesNo definition available. Details Name: trtl_SaleOfWarrantsUnits Namespace Prefix: trtl_ Data Type: xbrli: sharesItemType Balance Type: na Period Type: durationX- DefinitionWorking capital. ReferencesNo definition available. Details Name: trtl_WorkingCapital Namespace Prefix: trtl_ Data Type: xbrli: monetaryItemType Balance Type: debit Period Type: durationX- DefinitionPrice of a single share of a number of saleable stocks paid or offered to be paid in a business combination. ReferencesNo definition available. Details Name: us- gaap_BusinessAcquisitionSharePrice Namespace Prefix: us- gaap_ Data Type: dtr- types: perShareItemType Balance Type: na Period Type: instantX- DefinitionFace (par) amount of debt instrument at time of issuance. ReferencesReference 1: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 470- SubTopic 20- Section 50- Paragraph 1B- Subparagraph (a)- URI https: / / asc. fasb. org / extlink & oid = 123466505 & loc = SL123495323- 112611Reference 2: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 835- SubTopic 30- Section 45- Paragraph 2- URI https: / / asc. fasb. org / extlink & oid = 124435984 & loc = d3e28551- 108399Reference 3: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 835- SubTopic 30- Section 55- Paragraph 8- URI https: / / asc. fasb. org / extlink & oid = 114775985 & loc = d3e28878- 108400Reference 4: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 835- SubTopic 30- Section 50- Paragraph 1- URI https: / / asc. fasb. org / extlink & oid = 124429444 & loc = SL124452920- 239629Reference 5: http: / / www. xbrl. org / 2003 / role / exampleRef- Publisher FASB- Name Accounting Standards Codification- Topic 470- SubTopic 20- Section 55- Paragraph 69C- URI https: / / asc. fasb. org / extlink & oid = 123466577 & loc = SL123495737- 112612Reference 6: http: / / www. xbrl. org / 2003 / role / exampleRef- Publisher FASB- Name Accounting Standards Codification- Topic 470- SubTopic 20- Section 55- Paragraph 69B- URI https: / / asc. fasb. org / extlink & oid = 123466577 & loc = SL123495735- 112612 Details Name: us- gaap_DebtInstrumentFaceAmount Namespace Prefix: us- gaap_ Data Type: xbrli: monetaryItemType Balance Type: credit Period Type: instantX- DefinitionSpecific incremental costs directly attributable to a

~~proposed or actual offering of securities which are deferred at the end of the reporting period. ReferencesReference 1: http: / / www. xbrl. org / 2009 / role / commonPracticeRef- Publisher FASB- Name Accounting Standards Codification- Topic 340- SubTopic 10- Section S99- Paragraph 1- Subparagraph (SAB Topic 5. A)- URI https: / / asc. fasb. org / extlink & oid = 122040515 & loc = d3e105025- 122735 Details Name: us- gaap_DeferredOfferingCosts Namespace Prefix: us- gaap_ Data Type: xbrli: monetaryItemType Balance Type: debit Period Type: instantX- DefinitionAmount of financing receivable modified on trial basis. ReferencesReference 1: http: / / www. xbrl. org / 2009 / role / commonPracticeRef- Publisher FASB- Name Accounting Standards Codification- Topic 310- SubTopic 10- Section 50- Paragraph 33- URI https: / / asc. fasb. org / extlink & oid = 123577603 & loc = SL6953676- 111524 Details Name: us- gaap_LoanRestructuringTrialModificationsAmount Namespace Prefix: us- gaap_ Data Type: xbrli: monetaryItemType Balance Type: debit Period Type: durationX- DefinitionThe cumulative amount of offering costs allocated to the other unit holders. ReferencesReference 1: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 505- SubTopic 10- Section S99- Paragraph 5- Subparagraph (SAB TOPIC 4. F)- URI https: / / asc. fasb. org / extlink & oid = 120397183 & loc = d3e187171- 122770 Details Name: us- gaap_OtherOwnershipInterestsOfferingCosts Namespace Prefix: us- gaap_ Data Type: xbrli: monetaryItemType Balance Type: debit Period Type: instantX- DefinitionCosts incurred during the period, such as those relating to general administration and policy maintenance that do not vary with and are not primarily related to the acquisition or renewal of insurance contracts. ReferencesReference 1: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 944- SubTopic 220- Section S99- Paragraph 1- Subparagraph (SX 210. 7- 04. 7)- URI https: / / asc. fasb. org / extlink & oid = 120400993 & loc = SL114874131- 224263Reference 2: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 944- SubTopic 720- Section 25- Paragraph 2- URI https: / / asc. fasb. org / extlink & oid = 35755714 & loc = d3e28434- 158551 Details Name: us- gaap_OtherUnderwritingExpense Namespace Prefix: us- gaap_ Data Type: xbrli: monetaryItemType Balance Type: debit Period Type: durationX- DefinitionThe cash inflow from additional borrowings, net of cash paid to third parties in connection with debt origination. ReferencesReference 1: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 230- SubTopic 10- Section 45- Paragraph 14- Subparagraph (b)- URI https: / / asc. fasb. org / extlink & oid = 126954810 & loc = d3e3255- 108585 Details Name: us- gaap_ProceedsFromDebtNetOfIssuanceCosts Namespace Prefix: us- gaap_ Data Type: xbrli: monetaryItemType Balance Type: debit Period Type: durationX- DefinitionThe cash inflow from the issuance of common stock, preferred stock, treasury stock, stock options, and other types of equity. ReferencesReference 1: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 230- SubTopic 10- Section 45- Paragraph 14- Subparagraph (a)- URI https: / / asc. fasb. org / extlink & oid = 126954810 & loc = d3e3255- 108585 Details Name: us- gaap_ProceedsFromIssuanceOrSaleOfEquity Namespace Prefix: us- gaap_ Data Type: xbrli: monetaryItemType Balance Type: debit Period Type: durationX- DefinitionCash received on stock transaction after deduction of issuance costs. ReferencesNo definition available. Details Name: us- gaap_SaleOfStockConsiderationReceivedOnTransaction Namespace Prefix: us- gaap_ Data Type: xbrli: monetaryItemType Balance Type: debit Period Type: durationX- DefinitionNumber of shares of stock issued as of the balance sheet date, including shares that had been issued and were previously outstanding but which are now held in the treasury. ReferencesReference 1: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 505- SubTopic 10- Section 50- Paragraph 2- URI https: / / asc. fasb. org / extlink & oid = 126973232 & loc = d3e21463- 112644 Details Name: us- gaap_SharesIssued Namespace Prefix: us- gaap_ Data Type: xbrli: sharesItemType Balance Type: na Period Type: instantX- DefinitionPer share or per unit amount of equity securities issued. ReferencesNo definition available. Details Name: us- gaap_SharesIssuedPricePerShare Namespace Prefix: us- gaap_ Data Type: dtr- types: perShareItemType Balance Type: na Period Type: instantX- DefinitionNumber of shares of stock issued during the period as part of a transaction to acquire assets that do not qualify as a business combination. ReferencesNo definition available. Details Name: us- gaap_StockIssuedDuringPeriodSharesPurchaseOfAssets Namespace Prefix: us- gaap_ Data Type: xbrli: sharesItemType Balance Type: na Period Type: durationX- Details Name: us- gaap_SubsidiarySaleOfStockAxis = us- gaap_IPOMember Namespace Prefix: Data Type: na Balance Type: Period Type: X- Details Name: us- gaap_SubsidiarySaleOfStockAxis = us- gaap_PrivatePlacementMember Namespace Prefix: Data Type: na Balance Type: Period Type: X- Details Name: us- gaap_StatementEquityComponentsAxis = us- gaap_WarrantMember Namespace Prefix: Data Type: na Balance Type: Period Type: X- Details Name: us- gaap_SubsidiarySaleOfStockAxis = trtl_SecondPrivatePlacementMember Namespace Prefix: Data Type: na Balance Type: Period Type: X- Details Name: us- gaap_StatementClassOfStockAxis = us- gaap_CommonClassAMember Namespace Prefix: Data Type: na Balance Type: Period Type: X- Details Name: us- gaap_BusinessAcquisitionAxis = trtl_BusinessCombinationMember Namespace Prefix: Data Type: na Balance Type: Period Type: X- Details Name: us- gaap_BusinessAcquisitionAxis = us- gaap_SeriesOfIndividuallyImmaterialBusinessAcquisitionsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X- Details Name: us- gaap_RelatedPartyTransactionsByRelatedPartyAxis = trtl_TransactionAgreementMember Namespace Prefix: Data Type: na Balance Type: Period Type: Summary of Significant Accounting Policies (Details)- USD ($) 12 Months EndedDec. 31, 2022 Dec. 31, 2021Summary of Significant Accounting Policies (Details) [ Line Items ] Federal deposit insurance (in Dollars) $ 250, 000 Cash held in the trust account (in Dollars) $ 350 Initial public offering 34, 500, 000 Shares subject to possible redemption 34, 500, 000 34, 500, 000Class A Ordinary Shares [ Member ] Summary of Significant Accounting Policies (Details) [ Line Items ] Purchase an aggregate of shares 15, 558, 333 X- DefinitionNumber of warrants or rights outstanding. ReferencesNo definition available. Details Name: trtl_ClassOfWarrantOrRightsOutstanding Namespace Prefix: trtl_ Data Type: xbrli: sharesItemType Balance Type: na Period Type: durationX- DefinitionNumber of shares subject to forfeiture. ReferencesNo definition available. Details Name: trtl_SharesSubjectToForfeiture Namespace Prefix: trtl_ Data Type: xbrli: sharesItemType Balance Type: na Period Type: instantX- ReferencesNo definition available. Details Name:~~

~~trtl_SummaryofSignificantAccountingPoliciesDetailsLineItems Namespace Prefix: trtl_ Data Type: xbrli: stringItemType Balance Type: na Period Type: durationX- DefinitionThe total amount of cash and securities held by third party trustees pursuant to terms of debt instruments or other agreements as of the date of each statement of financial position presented, which can be used by the trustee only to pay the noncurrent portion of specified obligations. ReferencesReference 1: http: / / www. xbrl. org / 2009 / role / commonPracticeRef- Publisher FASB- Name Accounting Standards Codification- Topic 235- SubTopic 10- Section S99- Paragraph 1- Subparagraph (SX 210. 4- 08 (b))- URI https: / / asc. fasb. org / extlink & oid = 120395691 & loc = d3e23780- 122690 Details Name: us- gaap_AssetsHeldInTrust Namespace Prefix: us- gaap_ Data Type: xbrli: monetaryItemType Balance Type: debit Period Type: instantX- DefinitionFederal Reserve Bank stock represents an equity interest in the Federal Reserve Bank. It does not have a readily determinable fair value because its ownership is restricted and it lacks a market (liquidity). ReferencesReference 1: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 942- SubTopic 325- Section 45- Paragraph 1- URI https: / / asc. fasb. org / extlink & oid = 123599499 & loc = d3e63345- 112809 Details Name: us- gaap_FederalReserveBankStock Namespace Prefix: us- gaap_ Data Type: xbrli: monetaryItemType Balance Type: debit Period Type: instantX- DefinitionThe number of units sold in a public offering of each class of partners' capital account. Units represent shares of ownership of the general, limited, and preferred partners. ReferencesReference 1: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 505- SubTopic 10- Section S99- Paragraph 1- Subparagraph (SX 210. 3- 04)- URI https: / / asc. fasb. org / extlink & oid = 120397183 & loc = d3e187085- 122770Reference 2: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 505- SubTopic 10- Section S99- Paragraph 5- Subparagraph (SAB Topic 4. F)- URI https: / / asc. fasb. org / extlink & oid = 120397183 & loc = d3e187171- 122770 Details Name: us- gaap_PartnersCapitalAccountUnitsSoldInPublicOffering Namespace Prefix: us- gaap_ Data Type: xbrli: sharesItemType Balance Type: na Period Type: durationX- Details Name: us- gaap_StatementClassOfStockAxis = us- gaap_CommonClassAMember Namespace Prefix: Data Type: na Balance Type: Period Type: Summary of Significant Accounting Policies (Details)- Schedule of basic and diluted net income per share- USD ($) 11 Months Ended 12 Months EndedDec. 31, 2021 Dec. 31, 2022Class A [ Member ] Numerator: Allocation of net income- basic $ 5, 942, 153 $ 11, 375, 685Allocation of net income- diluted $ 5, 808, 657 $ 11, 375, 685Denominator: Basic weighted average ordinary shares outstanding (in Shares) 17, 180, 982 34, 500, 000Diluted weighted average ordinary shares outstanding (in Shares) 17, 180, 982 34, 500, 000Basic net income per ordinary share (in Dollars per share) $ 0. 35 $ 0. 33Diluted net income per ordinary share (in Dollars per share) $ 0. 34 $ 0. 33Class B [ Member ] Numerator: Allocation of net income- basic $ 2, 782, 500 $ 2, 843, 921Allocation of net income- diluted $ 2, 915, 996 $ 2, 843, 921Denominator: Basic weighted average ordinary shares outstanding (in Shares) 8, 045, 245 8, 625, 000Dilutive impact of securities $ 579, 755 Diluted weighted average ordinary shares outstanding (in Shares) 8, 625, 000 8, 625, 000Basic net income per ordinary share (in Dollars per share) $ 0. 35 $ 0. 33Diluted net income per ordinary share (in Dollars per share) $ 0. 34 $ 0. 33X- ReferencesNo definition available. Details Name: trtl_DenominatorAbstract Namespace Prefix: trtl_ Data Type: xbrli: stringItemType Balance Type: na Period Type: durationX- ReferencesNo definition available. Details Name: trtl_NumeratorAbstract Namespace Prefix: trtl_ Data Type: xbrli: stringItemType Balance Type: na Period Type: durationX- DefinitionAmount of increase (decrease) to net income used for calculating diluted earnings per share (EPS), resulting from the assumed exercise stock options, restrictive stock units (RSUs), convertible preferred stock of an employee stock ownership plan (ESOP), and other dilutive convertible securities. ReferencesReference 1: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 260- SubTopic 10- Section 50- Paragraph 1- URI https: / / asc. fasb. org / extlink & oid = 124432515 & loc = d3e3550- 109257 Details Name: us- gaap_DilutiveSecurities Namespace Prefix: us- gaap_ Data Type: xbrli: monetaryItemType Balance Type: credit Period Type: durationX- DefinitionThe amount of net income (loss) for the period per each share of common stock or unit outstanding during the reporting period. ReferencesReference 1: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 815- SubTopic 40- Section 65- Paragraph 1- Subparagraph (c) (4)- URI https: / / asc. fasb. org / extlink & oid = 126732423 & loc = SL123482106- 238011Reference 2: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 250- SubTopic 10- Section 50- Paragraph 3- URI https: / / asc. fasb. org / extlink & oid = 124431687 & loc = d3e22583- 107794Reference 3: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 250- SubTopic 10- Section 50- Paragraph 11- Subparagraph (b)- URI https: / / asc. fasb. org / extlink & oid = 124431687 & loc = d3e22694- 107794Reference 4: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 260- SubTopic 10- Section 45- Paragraph 10- URI https: / / asc. fasb. org / extlink & oid = 126958026 & loc = d3e1448- 109256Reference 5: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 250- SubTopic 10- Section 50- Paragraph 4- URI https: / / asc. fasb. org / extlink & oid = 124431687 & loc = d3e22595- 107794Reference 6: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 250- SubTopic 10- Section 50- Paragraph 11- Subparagraph (a)- URI https: / / asc. fasb. org / extlink & oid = 124431687 & loc = d3e22694- 107794Reference 7: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 260- SubTopic 10- Section 45- Paragraph 7- URI https: / / asc. fasb. org / extlink & oid = 126958026 & loc = d3e1337- 109256Reference 8: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 815- SubTopic 40- Section 65- Paragraph 1- Subparagraph (f)- URI https: / / asc. fasb. org / extlink & oid = 126732423 & loc = SL123482106- 238011Reference 9: http: / / www. xbrl. org / 2003 / role / exampleRef- Publisher FASB- Name Accounting Standards Codification- Topic 260- SubTopic 10- Section 55- Paragraph 52- URI https: / / asc. fasb. org / extlink & oid = 128363288 & loc = d3e4984- 109258Reference 10: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 944- SubTopic 220- Section S99- Paragraph 1- Subparagraph~~

(SX 210. 7- 04 (23))- URI https: / / asc. fasb. org / extlink & oid = 120400993 & loc = SL114874131- 224263Reference 11: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 260- SubTopic 10- Section 55- Paragraph 15- URI https: / / asc. fasb. org / extlink & oid = 128363288 & loc = d3e3842- 109258Reference 12: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 250- SubTopic 10- Section 50- Paragraph 7- Subparagraph (a)- URI https: / / asc. fasb. org / extlink & oid = 124431687 & loc = d3e22644- 107794Reference 13: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 260- SubTopic 10- Section 50- Paragraph 1- Subparagraph (a)- URI https: / / asc. fasb. org / extlink & oid = 124432515 & loc = d3e3550- 109257Reference 14: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 220- SubTopic 10- Section S99- Paragraph 2- Subparagraph (SX 210. 5- 03 (25))- URI https: / / asc. fasb. org / extlink & oid = 126953954 & loc = SL114868664- 224227Reference 15: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 260- SubTopic 10- Section 45- Paragraph 2- URI https: / / asc. fasb. org / extlink & oid = 126958026 & loc = d3e1252- 109256Reference 16: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 260- SubTopic 10- Section 45- Paragraph 60B- Subparagraph (d)- URI https: / / asc. fasb. org / extlink & oid = 126958026 & loc = SL5780133- 109256Reference 17: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 942- SubTopic 220- Section S99- Paragraph 1- Subparagraph (SX 210. 9- 04 (27))- URI https: / / asc. fasb. org / extlink & oid = 120399700 & loc = SL114874048- 224260 Details Name: us- gaap_EarningsPerShareBasic Namespace Prefix: us- gaap_ Data Type: dtr- types: perShareItemType Balance Type: na Period Type: durationX- DefinitionPro forma diluted earnings per share adjustment to reconcile between net income and pro forma amounts. ReferencesNo definition available. Details Name: us- gaap_EarningsPerShareDilutedProFormaAdjustment Namespace Prefix: us- gaap_ Data Type: dtr- types: perShareItemType Balance Type: na Period Type: durationX- DefinitionAmount, after deduction of tax, noncontrolling interests, dividends on preferred stock and participating securities; of income (loss) available to common shareholders. ReferencesReference 1: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 250- SubTopic 10- Section 50- Paragraph 4- URI https: / / asc. fasb. org / extlink & oid = 124431687 & loc = d3e22595- 107794Reference 2: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 260- SubTopic 10- Section 45- Paragraph 10- URI https: / / asc. fasb. org / extlink & oid = 126958026 & loc = d3e1448- 109256Reference 3: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 250- SubTopic 10- Section 50- Paragraph 11- Subparagraph (a)- URI https: / / asc. fasb. org / extlink & oid = 124431687 & loc = d3e22694- 107794Reference 4: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 260- SubTopic 10- Section 45- Paragraph 11- URI https: / / asc. fasb. org / extlink & oid = 126958026 & loc = d3e1377- 109256Reference 5: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 260- SubTopic 10- Section 50- Paragraph 1- Subparagraph (a)- URI https: / / asc. fasb. org / extlink & oid = 124432515 & loc = d3e3550- 109257Reference 6: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 280- SubTopic 10- Section 50- Paragraph 22- URI https: / / asc. fasb. org / extlink & oid = 126901519 & loc = d3e8736- 108599Reference 7: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 250- SubTopic 10- Section 50- Paragraph 11- Subparagraph (b)- URI https: / / asc. fasb. org / extlink & oid = 124431687 & loc = d3e22694- 107794Reference 8: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 260- SubTopic 10- Section 45- Paragraph 60B- Subparagraph (c)- URI https: / / asc. fasb. org / extlink & oid = 126958026 & loc = SL5780133- 109256Reference 9: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 280- SubTopic 10- Section 50- Paragraph 32- Subparagraph (f)- URI https: / / asc. fasb. org / extlink & oid = 126901519 & loc = d3e8933- 108599Reference 10: http: / / www. xbrl. org / 2003 / role / exampleRef- Publisher FASB- Name Accounting Standards Codification- Topic 280- SubTopic 10- Section 50- Paragraph 31- URI https: / / asc. fasb. org / extlink & oid = 126901519 & loc = d3e8924- 108599Reference 11: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 280- SubTopic 10- Section 50- Paragraph 30- Subparagraph (b)- URI https: / / asc. fasb. org / extlink & oid = 126901519 & loc = d3e8906- 108599Reference 12: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 250- SubTopic 10- Section 50- Paragraph 3- URI https: / / asc. fasb. org / extlink & oid = 124431687 & loc = d3e22583- 107794Reference 13: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 280- SubTopic 10- Section 50- Paragraph 32- Subparagraph (c)- URI https: / / asc. fasb. org / extlink & oid = 126901519 & loc = d3e8933- 108599 Details Name: us- gaap_NetIncomeLossAvailableToCommonStockholdersBasic Namespace Prefix: us- gaap_ Data Type: xbrli: monetaryItemType Balance Type: credit Period Type: durationX- DefinitionAmount, after deduction of tax, noncontrolling interests, dividends on preferred stock and participating securities, and addition from assumption of issuance of common shares for dilutive potential common shares; of income (loss) available to common shareholders. ReferencesReference 1: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 260- SubTopic 10- Section 45- Paragraph 40- Subparagraph (b) (2)- URI https: / / asc. fasb. org / extlink & oid = 126958026 & loc = d3e1930- 109256Reference 2: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 260- SubTopic 10- Section 45- Paragraph 40- Subparagraph (b) (3)- URI https: / / asc. fasb. org / extlink & oid = 126958026 & loc = d3e1930- 109256Reference 3: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 260- SubTopic 10- Section 45- Paragraph 60B- Subparagraph (c)- URI https: / / asc. fasb. org / extlink & oid = 126958026 & loc = SL5780133- 109256Reference 4: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 260- SubTopic 10- Section 50- Paragraph 1-

~~Subparagraph (a)- URI https: / / asc. fasb. org / extlink & oid = 124432515 & loc = d3e3550- 109257Reference 5: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 260- SubTopic 10- Section 45- Paragraph 40- Subparagraph (b) (1)- URI https: / / asc. fasb. org / extlink & oid = 126958026 & loc = d3e1930- 109256Reference 6: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 260- SubTopic 10- Section 45- Paragraph 16- URI https: / / asc. fasb. org / extlink & oid = 126958026 & loc = d3e1505- 109256Reference 7: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 260- SubTopic 10- Section 45- Paragraph 40- Subparagraph (a)- URI https: / / asc. fasb. org / extlink & oid = 126958026 & loc = d3e1930- 109256 Details Name: us- gaap_NetIncomeLossAvailableToCommonStockholdersDiluted Namespace Prefix: us- gaap_ Data Type: xbrli: monetaryItemType Balance Type: credit Period Type: durationX- DefinitionThe sum of dilutive potential common shares or units used in the calculation of the diluted per- share or per- unit computation. ReferencesReference 1: http: / / www. xbrl. org / 2009 / role / commonPracticeRef- Publisher FASB- Name Accounting Standards Codification- Topic 260- SubTopic 10- Section 50- Paragraph 1- Subparagraph (a)- URI https: / / asc. fasb. org / extlink & oid = 124432515 & loc = d3e3550- 109257 Details Name: us- gaap_WeightedAverageNumberDilutedSharesOutstandingAdjustment Namespace Prefix: us- gaap_ Data Type: xbrli: sharesItemType Balance Type: na Period Type: durationX- DefinitionThis element represents the weighted average total number of shares issued throughout the period including the first (beginning balance outstanding) and last (ending balance outstanding) day of the period before considering any reductions (for instance, shares held in treasury) to arrive at the weighted average number of shares outstanding. Weighted average relates to the portion of time within a reporting period that common shares have been issued and outstanding to the total time in that period. Such concept is used in determining the weighted average number of shares outstanding for purposes of calculating earnings per share (basic). ReferencesReference 1: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 260- SubTopic 10- Section 45- Paragraph 10- URI https: / / asc. fasb. org / extlink & oid = 126958026 & loc = d3e1448- 109256Reference 2: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 260- SubTopic 10- Section 45- Paragraph 13- URI https: / / asc. fasb. org / extlink & oid = 126958026 & loc = d3e2646- 109256 Details Name: us- gaap_WeightedAverageNumberOfSharesIssuedBasic Namespace Prefix: us- gaap_ Data Type: xbrli: sharesItemType Balance Type: na Period Type: durationX- Details Name: us- gaap_StatementClassOfStockAxis = us- gaap_CommonClassAMember Namespace Prefix: Data Type: na Balance Type: Period Type: X- Details Name: us- gaap_StatementClassOfStockAxis = us- gaap_CommonClassBMember Namespace Prefix: Data Type: na Balance Type: Period Type: Initial Public Offering (Details)- USD ($) $ / shares in Units, $ in Millions 1 Months Ended 12 Months EndedJul. 27, 2021 Jul. 23, 2021 Jul. 22, 2021 Dec. 31, 2022Initial Public Offering (Details) [ Line Items ] Number of shares issued (in Shares) 4, 500, 000 Gross proceeds $ 45. 0 Offering costs 2. 5 $ 2. 5 Deferred underwriting commissions $ 1. 6 $ 1. 6 Offering costs allocated to derivate warrant liabilities $ 1. 3Sale of units (in Shares) 32, 400, 000Initial Public Offering [ Member ] Initial Public Offering (Details) [ Line Items ] Number of shares issued (in Shares) 30, 000, 000 Share price per share (in Dollars per share) $ 10 Gross proceeds $ 300. 0 Offering costs 28. 3 Deferred underwriting commissions 10. 5 Underwriting commission $ 11. 1 Class A Ordinary Shares [ Member ] Initial Public Offering (Details) [ Line Items ] Warrants exercise price per share (in Shares) 11. 5X- DefinitionWarrants are a derivative that give the right, but not the obligation, to buy or sell a security most commonly an equity at a certain price before expiration. ReferencesNo definition available. Details Name: trtl_ClassOfWarrantOrRightExercisePriceOfWarrantsOrRights Namespace Prefix: trtl_ Data Type: xbrli: sharesItemType Balance Type: na Period Type: instantX- ReferencesNo definition available. Details Name: trtl_InitialPublicOfferingDetailsLineItems Namespace Prefix: trtl_ Data Type: xbrli: stringItemType Balance Type: na Period Type: durationX- DefinitionAmount of Offering costs allocated to derivate warrant liabilities. ReferencesNo definition available. Details Name: trtl_OfferingCostsAllocatedToDerivateWarrantLiabilities Namespace Prefix: trtl_ Data Type: xbrli: monetaryItemType Balance Type: credit Period Type: durationX- DefinitionThe issue price of shares is the price at which they are offered for sale when they first become available to the public. ReferencesNo definition available. Details Name: trtl_SharesIssuedPricePerShare1 Namespace Prefix: trtl_ Data Type: dtr: perShareItemType Balance Type: na Period Type: instantX- DefinitionUnderwriting commissions. ReferencesNo definition available. Details Name: trtl_UnderwritingCommissions Namespace Prefix: trtl_ Data Type: xbrli: monetaryItemType Balance Type: debit Period Type: durationX- DefinitionThe cumulative amount of offering costs allocated to the other unit holders. ReferencesReference 1: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 505- SubTopic 10- Section S99- Paragraph 5- Subparagraph (SAB TOPIC 4. F)- URI https: / / asc. fasb. org / extlink & oid = 120397183 & loc = d3e187171- 122770 Details Name: us- gaap_OtherOwnershipInterestsOfferingCosts Namespace Prefix: us- gaap_ Data Type: xbrli: monetaryItemType Balance Type: debit Period Type: instantX- DefinitionCosts incurred during the period, such as those relating to general administration and policy maintenance that do not vary with and are not primarily related to the acquisition or renewal of insurance contracts. ReferencesReference 1: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 944- SubTopic 220- Section S99- Paragraph 1- Subparagraph (SX 210. 7- 04. 7)- URI https: / / asc. fasb. org / extlink & oid = 120400993 & loc = SL114874131- 224263Reference 2: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 944- SubTopic 720- Section 25- Paragraph 2- URI https: / / asc. fasb. org / extlink & oid = 35755714 & loc = d3e28434- 158551 Details Name: us- gaap_OtherUnderwritingExpense Namespace Prefix: us- gaap_ Data Type: xbrli: monetaryItemType Balance Type: debit Period Type: durationX- DefinitionThe cash inflow from the issuance of common stock, preferred stock, treasury stock, stock options, and other types of equity. ReferencesReference 1: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 230- SubTopic 10- Section 45- Paragraph 14- Subparagraph (a)- URI https: / / asc. fasb. org / extlink & oid = 126954810 & loc = d3e3255- 108585 Details Name: us-~~

~~gaap_ProceedsFromIssuanceOrSaleOfEquity Namespace Prefix: us- gaap_ Data Type: xbrli: monetaryItemType Balance Type: debit Period Type: durationX- DefinitionThe number of shares issued or sold by the subsidiary or equity method investee per stock transaction. ReferencesNo definition available. Details Name: us- gaap_SaleOfStockNumberOfSharesIssuedInTransaction Namespace Prefix: us- gaap_ Data Type: xbrli: sharesItemType Balance Type: na Period Type: durationX- DefinitionNumber of shares of stock issued as of the balance sheet date, including shares that had been issued and were previously outstanding but which are now held in the treasury. ReferencesReference 1: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 505- SubTopic 10- Section 50- Paragraph 2- URI https: / / asc. fasb. org / extlink & oid = 126973232 & loc = d3e21463- 112644 Details Name: us- gaap_SharesIssued Namespace Prefix: us- gaap_ Data Type: xbrli: sharesItemType Balance Type: na Period Type: instantX- Details Name: us- gaap_SubsidiarySaleOfStockAxis = us- gaap_IPOMember Namespace Prefix: Data Type: na Balance Type: Period Type: X- Details Name: us- gaap_StatementClassOfStockAxis = us- gaap_CommonClassAMember Namespace Prefix: Data Type: na Balance Type: Period Type: Related Party Transactions (Details)- USD ($) 1 Months Ended 11 Months Ended 12 Months EndedFeb. 09, 2021 Feb. 04, 2021 Jul. 27, 2021 Jul. 19, 2021 Feb. 18, 2021 Dec. 31, 2021 Dec. 31, 2022 Jul. 22, 2021Related Party Transactions (Details) [ Line Items ] Founder shares $ 1, 125, 000 Issued and outstanding ordinary shares percentage 20. 00 % Sponsor transferred founder shares (in Shares) 1, 650, 000 Generating proceeds $ 26, 449, 166 Purchased additional private placement warrants (in Shares) 600, 000 Borrowed amount $ 195, 000Office rent $ 10, 000 General and administrative expenses $ 54, 000 120, 000 Incurred expenses 46, 000 71, 000 Accounts payable $ 7, 000 $ 1, 000 Founder Shares [ Member ] Related Party Transactions (Details) [ Line Items ] Sponsor paid $ 25, 000 (in Dollars per share) $ 0. 003 Over- Allotment Option [ Member ] Related Party Transactions (Details) [ Line Items ] (in Dollars per share) $ 0. 35 Founder shares $ 1, 125, 000 Generating proceeds $ 900, 000 Private Placement Warrant [ Member ] Related Party Transactions (Details) [ Line Items ] Sale of private placement warrants (in Shares) 6, 333, 333 Warrant price (in Dollars per share) $ 1. 5 Generating proceeds $ 9, 500, 000 Initial Public Offering [ Member ] Related Party Transactions (Details) [ Line Items ] (in Dollars per share) $ 0. 2 Cover expenses $ 600, 000 Class B Ordinary Shares [ Member ] Related Party Transactions (Details) [ Line Items ] Issuance of ordinary shares (in Shares) 1, 437, 500 Aggregate of founder shares outstanding (in Shares) 8, 625, 000 Class B Ordinary Shares [ Member ] | Founder Shares [ Member ] Related Party Transactions (Details) [ Line Items ] Issuance of ordinary shares (in Shares) 7, 187, 500 Ordinary shares, par value (in Dollars per share) $ 0. 0001 Class A Ordinary Shares [ Member ] Related Party Transactions (Details) [ Line Items ] (in Dollars per share) 0. 0001 Ordinary shares equals or exceeds (in Dollars per share) Class A Ordinary Shares [ Member ] | Private Placement Warrant [ Member ] Related Party Transactions (Details) [ Line Items ] Warrant exercisable (in Dollars per share) 11. 5 Business Combination [ Member ] Related Party Transactions (Details) [ Line Items ] Warrant price (in Dollars per share) $ 1. 5 Working capital loans $ 1, 500, 000 Monte Carlo [ Member ] Related Party Transactions (Details) [ Line Items ] Fair value of founder shares (in Dollars per share) $ 11, 100, 000 Fair value of founder shares per share (in Dollars per share) $ 6. 73 X- DefinitionAggregate of warrants purchase shares. ReferencesNo definition available. Details Name: trtl_AggregateOfWarrantsPurchaseShares Namespace Prefix: trtl_ Data Type: xbrli: sharesItemType Balance Type: na Period Type: durationX- DefinitionFace amount or stated value per share of common stock. ReferencesNo definition available. Details Name: trtl_CommonStockParOrStatedValuePerShares Namespace Prefix: trtl_ Data Type: dtr: perShareItemType Balance Type: na Period Type: durationX- DefinitionFair value of Founder Shares. ReferencesNo definition available. Details Name: trtl_FairValueOfFounderShares Namespace Prefix: trtl_ Data Type: dtr: perShareItemType Balance Type: na Period Type: durationX- DefinitionFair value of founder shares per share. ReferencesNo definition available. Details Name: trtl_FairValueOfFounderSharesPerShare Namespace Prefix: trtl_ Data Type: dtr: perShareItemType Balance Type: na Period Type: durationX- DefinitionPercentage of Issued and outstanding ordinary shares. ReferencesNo definition available. Details Name: trtl_IssuedAndOutstandingOrdinarySharesPercentage Namespace Prefix: trtl_ Data Type: dtr: percentItemType Balance Type: na Period Type: durationX- DefinitionShares of Purchased additional Private Placement Warrants. ReferencesNo definition available. Details Name: trtl_PurchasedAdditionalPrivatePlacementWarrants Namespace Prefix: trtl_ Data Type: xbrli: sharesItemType Balance Type: na Period Type: durationX- ReferencesNo definition available. Details Name: trtl_RelatedPartyTransactionsDetailsLineItems Namespace Prefix: trtl_ Data Type: xbrli: stringItemType Balance Type: na Period Type: durationX- DefinitionAmount of sponsor paid. ReferencesNo definition available. Details Name: trtl_SponsorPaid Namespace Prefix: trtl_ Data Type: xbrli: monetaryItemType Balance Type: credit Period Type: durationX- DefinitionSponsor transferred Founder Shares. ReferencesNo definition available. Details Name: trtl_SponsorTransferredFounderShares Namespace Prefix: trtl_ Data Type: xbrli: sharesItemType Balance Type: na Period Type: durationX- DefinitionStock issued during period per shares equals or exceeds. ReferencesNo definition available. Details Name: trtl_StockIssuedDuringPeriodPerSharesEqualsOrExceeds Namespace Prefix: trtl_ Data Type: dtr: perShareItemType Balance Type: na Period Type: durationX- DefinitionValue of forfeited shares issued under share- based payment arrangement. Excludes employee stock ownership plan (ESOP). ReferencesNo definition available. Details Name: trtl_StockIssuedDuringPeriodValueSharesBasedCompensationForfeited Namespace Prefix: trtl_ Data Type: xbrli: monetaryItemType Balance Type: debit Period Type: durationX- DefinitionPer share increase in exercise price of warrant. Excludes change due to standard antidilution provision. ReferencesNo definition available. Details Name: trtl_WarrantExercisePrice Namespace Prefix: trtl_ Data Type: dtr: perShareItemType Balance Type: na Period Type: durationX- DefinitionA working capital loan is a loan that is taken to finance a company' s everyday operations. ReferencesNo definition available. Details Name: trtl_workingCapitalLoans Namespace Prefix: trtl_ Data Type: xbrli: monetaryItemType Balance Type: credit Period Type: durationX- DefinitionAmount for accounts payable to related parties. ReferencesReference 1: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 850- SubTopic 10- Section 50- Paragraph 1- Subparagraph (d)- URI https: / / asc. fasb. org / extlink & oid = 6457730 & loc = d3e39549- 107864Reference 2: http: / / www. xbrl. org / 2009 / role / commonPracticeRef- Publisher FASB- Name Accounting Standards~~

~~Codification- Topic 235- SubTopic 10- Section S99- Paragraph 1- Subparagraph (SX 210. 4- 08 (k) (1))- URI https: / / asc. fasb. org / extlink & oid = 120395691 & loc = d3e23780- 122690Reference 3: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 942- SubTopic 210- Section S99- Paragraph 1- Subparagraph (SX 210. 9- 03. 15 (5))- URI https: / / asc. fasb. org / extlink & oid = 126897435 & loc = d3e534808- 122878Reference 4: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 944- SubTopic 210- Section S99- Paragraph 1- Subparagraph (SX 210. 7- 03. 17)- URI https: / / asc. fasb. org / extlink & oid = 126734703 & loc = d3e572229- 122910 Details Name: us- gaap_AccountsPayableRelatedPartiesCurrentAndNoncurrent Namespace Prefix: us- gaap_ Data Type: xbrli: monetaryItemType Balance Type: credit Period Type: instantX- DefinitionExercise price per share or per unit of warrants or rights outstanding. ReferencesReference 1: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 505- SubTopic 10- Section 50- Paragraph 3- URI https: / / asc. fasb. org / extlink & oid = 126973232 & loc = d3e21475- 112644 Details Name: us- gaap_ClassOfWarrantOrRightExercisePriceOfWarrantsOrRights1 Namespace Prefix: us- gaap_ Data Type: dtr- types: perShareItemType Balance Type: na Period Type: instantX- DefinitionTotal number of shares of other common stock instruments held by shareholders, such as exchangeable shares. May be all or portion of the number of common shares authorized. ReferencesNo definition available. Details Name: us- gaap_CommonStockOtherSharesOutstanding Namespace Prefix: us- gaap_ Data Type: xbrli: sharesItemType Balance Type: na Period Type: instantX- DefinitionAmount of expense classified as other. ReferencesReference 1: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 220- SubTopic 10- Section S99- Paragraph 2- Subparagraph (SX 210. 5- 03. 4, 6)- URI https: / / asc. fasb. org / extlink & oid = 126953954 & loc = SL114868664- 224227Reference 2: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 944- SubTopic 220- Section S99- Paragraph 1- Subparagraph (SX 210. 7- 04. 7)- URI https: / / asc. fasb. org / extlink & oid = 120400993 & loc = SL114874131- 224263 Details Name: us- gaap_OtherExpenses Namespace Prefix: us- gaap_ Data Type: xbrli: monetaryItemType Balance Type: debit Period Type: durationX- DefinitionCash payments to lessor' s for use of assets under operating leases. ReferencesReference 1: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 230- SubTopic 10- Section 45- Paragraph 25- Subparagraph (g)- URI https: / / asc. fasb. org / extlink & oid = 126954810 & loc = d3e3536- 108585 Details Name: us- gaap_PaymentsForRent Namespace Prefix: us- gaap_ Data Type: xbrli: monetaryItemType Balance Type: credit Period Type: durationX- DefinitionThe cash inflow from issuance of rights to purchase common shares at predetermined price (usually issued together with corporate debt). ReferencesReference 1: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 230- SubTopic 10- Section 45- Paragraph 14- Subparagraph (a)- URI https: / / asc. fasb. org / extlink & oid = 126954810 & loc = d3e3255- 108585 Details Name: us- gaap_ProceedsFromIssuanceOfWarrants Namespace Prefix: us- gaap_ Data Type: xbrli: monetaryItemType Balance Type: debit Period Type: durationX- DefinitionExpenses recognized resulting from transactions (excluding transactions that are eliminated in consolidated or combined financial statements) with related party. ReferencesReference 1: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 850- SubTopic 10- Section 50- Paragraph 1- Subparagraph (c)- URI https: / / asc. fasb. org / extlink & oid = 6457730 & loc = d3e39549- 107864 Details Name: us- gaap_RelatedPartyTransactionExpensesFromTransactionsWithRelatedParty Namespace Prefix: us- gaap_ Data Type: xbrli: monetaryItemType Balance Type: debit Period Type: durationX- DefinitionAmount of selling, general and administrative expenses resulting from transactions, excluding transactions that are eliminated in consolidated or combined financial statements, with related party. ReferencesNo definition available. Details Name: us- gaap_RelatedPartyTransactionSellingGeneralAndAdministrativeExpensesFromTransactionsWithRelatedParty Namespace Prefix: us- gaap_ Data Type: xbrli: monetaryItemType Balance Type: debit Period Type: durationX- DefinitionPer share amount received by subsidiary or equity investee for each share of common stock issued or sold in the stock transaction. ReferencesNo definition available. Details Name: us- gaap_SaleOfStockPricePerShare Namespace Prefix: us- gaap_ Data Type: dtr- types: perShareItemType Balance Type: na Period Type: instantX- DefinitionAmount, after the effects of master netting arrangements, of securities borrowed from entities in exchange for collateral. Includes assets not subject to a master netting arrangement and not elected to be offset. ReferencesReference 1: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 210- SubTopic 20- Section 55- Paragraph 10- URI https: / / asc. fasb. org / extlink & oid = 99393222 & loc = SL20226008- 175313Reference 2: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 210- SubTopic 20- Section 50- Paragraph 3- Subparagraph (c)- URI https: / / asc. fasb. org / extlink & oid = 51824906 & loc = SL20225862- 175312Reference 3: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 860- SubTopic 30- Section 50- Paragraph 1A- Subparagraph (b)- URI https: / / asc. fasb. org / extlink & oid = 109249958 & loc = SL6224234- 111729 Details Name: us- gaap_SecuritiesBorrowed Namespace Prefix: us- gaap_ Data Type: xbrli: monetaryItemType Balance Type: debit Period Type: instantX- DefinitionNumber of new stock issued during the period. ReferencesReference 1: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 210- SubTopic 10- Section S99- Paragraph 1- Subparagraph (SX 210. 5- 02 (29))- URI https: / / asc. fasb. org / extlink & oid = 120391452 & loc = d3e13212- 122682Reference 2: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 505- SubTopic 10- Section 50- Paragraph 2- URI https: / / asc. fasb. org / extlink & oid = 126973232 & loc = d3e21463- 112644Reference 3: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 505- SubTopic 10- Section S99- Paragraph 1- Subparagraph (SX 210. 3- 04)- URI https: / / asc. fasb. org / extlink & oid = 120397183 & loc = d3e187085- 122770Reference 4: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 210- SubTopic 10- Section S99- Paragraph 1-~~

~~Subparagraph (SX 210. 5- 02 (28))- URI https: / / asc. fasb. org / extlink & oid = 120391452 & loc = d3e13212- 122682 Details Name: us- gaap_StockIssuedDuringPeriodSharesNewIssues Namespace Prefix: us- gaap_ Data Type: xbrli: sharesItemType Balance Type: na Period Type: durationX- Details Name: us- gaap_SubsidiarySaleOfStockAxis = trtl_FounderSharesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X- Details Name: us- gaap_SubsidiarySaleOfStockAxis = us- gaap_OverAllotmentOptionMember Namespace Prefix: Data Type: na Balance Type: Period Type: X- Details Name: us- gaap_SubsidiarySaleOfStockAxis = us- gaap_PrivatePlacementMember Namespace Prefix: Data Type: na Balance Type: Period Type: X- Details Name: us- gaap_SubsidiarySaleOfStockAxis = us- gaap_IPOMember Namespace Prefix: Data Type: na Balance Type: Period Type: X- Details Name: us- gaap_StatementClassOfStockAxis = us- gaap_CommonClassBMember Namespace Prefix: Data Type: na Balance Type: Period Type: X- Details Name: us- gaap_StatementClassOfStockAxis = us- gaap_CommonClassAMember Namespace Prefix: Data Type: na Balance Type: Period Type: X- Details Name: us- gaap_BusinessAcquisitionAxis = trtl_BusinessCombinationMember Namespace Prefix: Data Type: na Balance Type: Period Type: X- Details Name: us- gaap_RelatedPartyTransactionsByRelatedPartyAxis = trtl_MonteCarloMember Namespace Prefix: Data Type: na Balance Type: Period Type: Commitments and Contingencies (Details)- USD ($) 1 Months Ended 11 Months Ended 12 Months EndedJul. 27, 2021 Dec. 31, 2021 Dec. 31, 2022Commitments and Contingencies (Details) [ Line Items ] Shares issued additional Units (in Shares) 32, 400, 000Aggregate amount $ 150, 000 $ 100, 000Over- Allotment Option [ Member ] Commitments and Contingencies (Details) [ Line Items ] Shares issued additional Units (in Shares) 4, 500, 000Share price per unit (in Dollars per share) $ 0. 35Underwriters additional fee $ 900, 000 Aggregate amount $ 10, 500, 000Additional deferred underwriting commissions $ 1, 600, 000 Initial Public Offering [ Member ] Commitments and Contingencies (Details) [ Line Items ] Share price per unit (in Dollars per share) $ 0. 2Underwriters additional fee $ 6, 000, 000Deferred Legal Fees Associated with The Initial Public Offering [ Member ] Commitments and Contingencies (Details) [ Line Items ] Aggregate amount $ 174, 000X- DefinitionAggregate amount. ReferencesNo definition available. Details Name: trtl_AggregateAmount Namespace Prefix: trtl_ Data Type: xbrli: monetaryItemType Balance Type: debit Period Type: durationX- ReferencesNo definition available. Details Name: trtl_CommitmentsandContingenciesDetailsLineItems Namespace Prefix: trtl_ Data Type: xbrli: stringItemType Balance Type: na Period Type: durationX- DefinitionAmount of deferred tax liability attributable to taxable temporary differences from capitalized costs. ReferencesReference 1: http: / / www. xbrl. org / 2009 / role / commonPracticeRef- Publisher FASB- Name Accounting Standards Codification- Topic 740- SubTopic 10- Section 50- Paragraph 6- URI https: / / asc. fasb. org / extlink & oid = 121826272 & loc = d3e32621- 109319Reference 2: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 740- SubTopic 10- Section 50- Paragraph 8- URI https: / / asc. fasb. org / extlink & oid = 121826272 & loc = d3e32632- 109319 Details Name: us- gaap_DeferredTaxLiabilitiesDeferredExpense Namespace Prefix: us- gaap_ Data Type: xbrli: monetaryItemType Balance Type: credit Period Type: instantX- DefinitionCash paid for expenses incurred during underwriting activities (the process to review insurance applications, evaluate risks, accept or reject applications, and determine the premiums to be charged) for insurance companies. ReferencesReference 1: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 230- SubTopic 10- Section 45- Paragraph 25- Subparagraph (g)- URI https: / / asc. fasb. org / extlink & oid = 126954810 & loc = d3e3536- 108585 Details Name: us- gaap_PaymentsForUnderwritingExpense Namespace Prefix: us- gaap_ Data Type: xbrli: monetaryItemType Balance Type: credit Period Type: durationX- DefinitionThe number of shares issued or sold by the subsidiary or equity method investee per stock transaction. ReferencesNo definition available. Details Name: us- gaap_SaleOfStockNumberOfSharesIssuedInTransaction Namespace Prefix: us- gaap_ Data Type: xbrli: sharesItemType Balance Type: na Period Type: durationX- DefinitionPer share amount received by subsidiary or equity investee for each share of common stock issued or sold in the stock transaction. ReferencesNo definition available. Details Name: us- gaap_SaleOfStockPricePerShare Namespace Prefix: us- gaap_ Data Type: dtr- types: perShareItemType Balance Type: na Period Type: instantX- Details Name: us- gaap_SubsidiarySaleOfStockAxis = us- gaap_OverAllotmentOptionMember Namespace Prefix: Data Type: na Balance Type: Period Type: X- Details Name: us- gaap_SubsidiarySaleOfStockAxis = us- gaap_IPOMember Namespace Prefix: Data Type: na Balance Type: Period Type: X- Details Name: us- gaap_RelatedPartyTransactionAxis = trtl_DeferredLegalFeesAssociatedWithTheInitialPublicOfferingMember Namespace Prefix: Data Type: na Balance Type: Period Type: Class A Ordinary Shares Subject to Possible Redemption (Details)- Class A Ordinary Shares [ Member ]- $ / shares 12 Months EndedDec. 31, 2022 Dec. 31, 2021Class A Ordinary Shares Subject to Possible Redemption (Details) [ Line Items ] Ordinary shares, shares authorized 200, 000, 000 Ordinary shares, par value (in Dollars per share) $ 0. 0001 Common stock voting Holders of the Company' s Class A ordinary shares are entitled to one vote for each share. Ordinary shares, shares outstanding 34, 500, 000 34, 500, 000X- ReferencesNo definition available. Details Name: trtl_ClassAOrdinarySharesSubjecttoPossibleRedemptionDetailsLineItems Namespace Prefix: trtl_ Data Type: xbrli: stringItemType Balance Type: na Period Type: durationX- DefinitionDescription of voting rights of common stock. Includes eligibility to vote and votes per share owned. Include also, if any, unusual voting rights. ReferencesReference 1: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 505- SubTopic 10- Section 50- Paragraph 3- URI https: / / asc. fasb. org / extlink & oid = 126973232 & loc = d3e21475- 112644 Details Name: us- gaap_CommonStockVotingRights Namespace Prefix: us- gaap_ Data Type: xbrli: stringItemType Balance Type: na Period Type: durationX- DefinitionMaximum number of excess stock shares permitted to be issued. ReferencesNo definition available. Details Name: us- gaap_ExcessStockSharesAuthorized Namespace Prefix: us- gaap_ Data Type: xbrli: sharesItemType Balance Type: na Period Type: instantX- DefinitionPer share amount received by subsidiary or equity investee for each share of common stock issued or sold in the stock transaction. ReferencesNo definition available. Details Name: us- gaap_SaleOfStockPricePerShare Namespace Prefix: us- gaap_ Data Type: dtr- types: perShareItemType Balance Type: na Period Type: instantX- DefinitionNumber of shares issued which are neither cancelled nor held in the treasury. ReferencesNo definition available. Details Name: us- gaap_SharesOutstanding Namespace Prefix: us- gaap_ Data Type: xbrli: sharesItemType~~

~~Balance Type: na Period Type: instantX- Details Name: us- gaap_StatementClassOfStockAxis = us- gaap_CommonClassAMember Namespace Prefix: Data Type: na Balance Type: Period Type: Class A Ordinary Shares Subject to Possible Redemption (Details)- Schedule of ordinary shares subject to possible redemption- USD ($) 11 Months Ended 12 Months EndedDec. 31, 2021 Dec. 31, 2022Schedule of Ordinary Shares Subject To Possible Redemption [ Abstract ] Gross proceeds $ 345, 000, 000 Less: Proceeds allocated to public warrants $ (14, 662, 500) Class A ordinary share issuance costs (in Shares) (29, 430, 786) Plus: Accretion of carrying value to redemption value $ 44, 093, 286 $ 4, 891, 153Class A ordinary share subject to possible redemption $ 345, 000, 000 $ 349, 891, 153X- DefinitionGross proceeds are the amount that a seller receives from the sale of an asset. These proceeds include all costs and expenses. Gross proceeds are often not the taxable amount from the sale. Instead, net proceeds are used for that calculation. Net proceeds are the amount after subtracting out fees and expenses. ReferencesNo definition available. Details Name: trtl_GrossProceed Namespace Prefix: trtl_ Data Type: xbrli: monetaryItemType Balance Type: credit Period Type: instantX- ReferencesNo definition available. Details Name: trtl_LessAbstract Namespace Prefix: trtl_ Data Type: xbrli: stringItemType Balance Type: na Period Type: durationX- DefinitionClass A ordinary share issuance costs. ReferencesNo definition available. Details Name: trtl_OrdinaryShareIssuanceCosts Namespace Prefix: trtl_ Data Type: xbrli: sharesItemType Balance Type: na Period Type: instantX- ReferencesNo definition available. Details Name: trtl_PlusAbstract Namespace Prefix: trtl_ Data Type: xbrli: stringItemType Balance Type: na Period Type: durationX- DefinitionThe cash inflow associated with the amount received from holders exercising their stock warrants. ReferencesReference 1: http: / / www. xbrl. org / 2009 / role / commonPracticeRef- Publisher FASB- Name Accounting Standards Codification- Topic 230- SubTopic 10- Section 45- Paragraph 14- Subparagraph (a)- URI https: / / asc. fasb. org / extlink & oid = 126954810 & loc = d3e3255- 108585 Details Name: us- gaap_ProceedsFromWarrantExercises Namespace Prefix: us- gaap_ Data Type: xbrli: monetaryItemType Balance Type: debit Period Type: durationX- DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. ReferencesNo definition available. Details Name: us- gaap_SharesSubjectToMandatoryRedemptionBySettlementTermsLineItems Namespace Prefix: us- gaap_ Data Type: xbrli: stringItemType Balance Type: na Period Type: durationX- DefinitionAmount of decrease to net income for accretion of temporary equity to its redemption value to derive net income apportioned to common stockholders. ReferencesNo definition available. Details Name: us- gaap_TemporaryEquityAccretionToRedemptionValueAdjustment Namespace Prefix: us- gaap_ Data Type: xbrli: monetaryItemType Balance Type: debit Period Type: durationX- DefinitionAggregate amount of redemption requirements for each class or type of redeemable stock classified as temporary equity for each of the five years following the latest balance sheet date. The redemption requirement does not constitute an unconditional obligation that will be settled in a variable number of shares constituting a monetary value predominantly indexed to (a) a fixed monetary amount known at inception, (b) an amount inversely correlated with the residual value of the entity, or (c) an amount determined by reference to something other than the fair value of issuer' s stock. Does not include mandatorily redeemable stock. The exception is if redemption is required upon liquidation or termination of the reporting entity. ReferencesNo definition available. Details Name: us- gaap_TemporaryEquityAggregateAmountOfRedemptionRequirement Namespace Prefix: us- gaap_ Data Type: xbrli: monetaryItemType Balance Type: credit Period Type: instantShareholder' s Deficit (Details)- USD ($) 1 Months Ended 12 Months EndedJul. 27, 2021 Feb. 28, 2021 Feb. 18, 2021 Dec. 31, 2022 Dec. 31, 2021Shareholder' s Deficit (Details) [ Line Items ] Preferred stock, shares authorized 1, 000, 000 1, 000, 000Converted basis, percentage 20. 00 % Class A Ordinary Shares [ Member ] Shareholder' s Deficit (Details) [ Line Items ] Ordinary shares, shares authorized 200, 000, 000 200, 000, 000Ordinary shares, par value (in Dollars per share) $ 0. 0001 $ 0. 0001Ordinary shares subject to possible redemption, shares issued 34, 500, 000 34, 500, 000Ordinary shares subject to possible redemption, shares outstanding 34, 500, 000 34, 500, 000Issued and outstanding ordinary shares 20. 00 % Ordinary shares outstanding Class B Ordinary Shares [ Member ] Shareholder' s Deficit (Details) [ Line Items ] Ordinary shares, shares authorized 20, 000, 000 20, 000, 000Ordinary shares, par value (in Dollars per share) $ 0. 0001 $ 0. 0001Ordinary shares issued 7, 187, 500 Exchange payment (in Dollars) $ 25, 000 Per share 0. 003 Share capitalization 1, 437, 500 Aggregate of founder shares 8, 625, 000 Aggregate of shares 8, 625, 000 Aggregate of shares were subject to forfeiture 1, 125, 000 No longer subject to possible forfeiture 1, 125, 000 Ordinary shares outstanding 8, 625, 000 8, 625, 000X- DefinitionAggregate of founder shares. ReferencesNo definition available. Details Name: trtl_AggregateOfFounderShares Namespace Prefix: trtl_ Data Type: xbrli: sharesItemType Balance Type: na Period Type: durationX- DefinitionAggregate of shares. ReferencesNo definition available. Details Name: trtl_AggregateOfShares Namespace Prefix: trtl_ Data Type: xbrli: sharesItemType Balance Type: na Period Type: durationX- DefinitionAggregate of shares were subject to forfeiture. ReferencesNo definition available. Details Name: trtl_AggregateOfSharesWereSubjectToForfeiture Namespace Prefix: trtl_ Data Type: xbrli: sharesItemType Balance Type: na Period Type: durationX- DefinitionCommon stock shares outstanding. ReferencesNo definition available. Details Name: trtl_CommonStockShareOutstanding Namespace Prefix: trtl_ Data Type: xbrli: sharesItemType Balance Type: na Period Type: instantX- DefinitionConverted basis percentage. ReferencesNo definition available. Details Name: trtl_ConvertedBasisPercentage Namespace Prefix: trtl_ Data Type: dtr: percentItemType Balance Type: na Period Type: durationX- DefinitionExchange payment. ReferencesNo definition available. Details Name: trtl_ExchangePayment Namespace Prefix: trtl_ Data Type: xbrli: monetaryItemType Balance Type: credit Period Type: instantX- DefinitionIssued and outstanding ordinary shares. ReferencesNo definition available. Details Name: trtl_IssuedAndOutstandingOrdinaryShares Namespace Prefix: trtl_ Data Type: dtr: percentItemType Balance Type: na Period Type: durationX- DefinitionA forfeited share is a share in a company that the owner loses (or forfeits) by failing to meet the purchase requirements. ReferencesNo definition available. Details Name: trtl_NoLongerSubjectToPossibleForfeiture Namespace Prefix: trtl_ Data Type: xbrli: sharesItemType Balance Type: na Period Type: durationX- DefinitionPer share. ReferencesNo definition available. Details Name: trtl_PerShare Namespace Prefix: trtl_ Data Type: xbrli: sharesItemType Balance Type: na Period Type: durationX- DefinitionShare~~

~~capitalization. ReferencesNo definition available. Details Name: trtl_ShareCapitalization Namespace Prefix: trtl_ Data Type: xbrli: sharesItemType Balance Type: na Period Type: durationX- ReferencesNo definition available. Details Name: trtl_ShareholdersDeficitDetailsLineItems Namespace Prefix: trtl_ Data Type: xbrli: stringItemType Balance Type: na Period Type: durationX- DefinitionFace amount or stated value per share of common stock. ReferencesReference 1: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 210- SubTopic 10- Section S99- Paragraph 1- Subparagraph (SX 210. 5- 02 (29))- URI https: / / asc. fasb. org / extlink & oid = 120391452 & loc = d3e13212- 122682 Details Name: us- gaap_CommonStockParOrStatedValuePerShare Namespace Prefix: us- gaap_ Data Type: dtr- types: perShareItemType Balance Type: na Period Type: instantX- DefinitionThe maximum number of common shares permitted to be issued by an entity' s charter and bylaws. ReferencesReference 1: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 210- SubTopic 10- Section S99- Paragraph 1- Subparagraph (SX 210. 5- 02 (29))- URI https: / / asc. fasb. org / extlink & oid = 120391452 & loc = d3e13212- 122682 Details Name: us- gaap_CommonStockSharesAuthorized Namespace Prefix: us- gaap_ Data Type: xbrli: sharesItemType Balance Type: na Period Type: instantX- DefinitionNumber of shares of common stock outstanding. Common stock represent the ownership interest in a corporation. ReferencesReference 1: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 505- SubTopic 10- Section 50- Paragraph 2- URI https: / / asc. fasb. org / extlink & oid = 126973232 & loc = d3e21463- 112644Reference 2: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 210- SubTopic 10- Section S99- Paragraph 1- Subparagraph (SX 210. 5- 02 (29))- URI https: / / asc. fasb. org / extlink & oid = 120391452 & loc = d3e13212- 122682 Details Name: us- gaap_CommonStockSharesOutstanding Namespace Prefix: us- gaap_ Data Type: xbrli: sharesItemType Balance Type: na Period Type: instantX- DefinitionThe maximum number of nonredeemable preferred shares (or preferred stock redeemable solely at the option of the issuer) permitted to be issued by an entity' s charter and bylaws. ReferencesReference 1: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 210- SubTopic 10- Section S99- Paragraph 1- Subparagraph (SX 210. 5- 02 (28))- URI https: / / asc. fasb. org / extlink & oid = 120391452 & loc = d3e13212- 122682 Details Name: us- gaap_PreferredStockSharesAuthorized Namespace Prefix: us- gaap_ Data Type: xbrli: sharesItemType Balance Type: na Period Type: instantX- DefinitionThe number of securities classified as temporary equity that have been sold (or granted) to the entity' s shareholders. Securities issued include securities outstanding and securities held in treasury. Temporary equity is a security with redemption features that are outside the control of the issuer, is not classified as an asset or liability in conformity with GAAP, and is not mandatorily redeemable. Includes any type of security that is redeemable at a fixed or determinable price or on a fixed or determinable date or dates, is redeemable at the option of the holder, or has conditions for redemption which are not solely within the control of the issuer. If convertible, the issuer does not control the actions or events necessary to issue the maximum number of shares that could be required to be delivered under the conversion option if the holder exercises the option to convert the stock to another class of equity. If the security is a warrant or a rights issue, the warrant or rights issue is considered to be temporary equity if the issuer cannot demonstrate that it would be able to deliver upon the exercise of the option by the holder in all cases. Includes stock with put option held by ESOP and stock redeemable by holder only in the event of a change in control of the issuer. ReferencesReference 1: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 210- SubTopic 10- Section S99- Paragraph 1- Subparagraph (SX 210. 5- 02 (27) (b))- URI https: / / asc. fasb. org / extlink & oid = 120391452 & loc = d3e13212- 122682 Details Name: us- gaap_TemporaryEquitySharesIssued Namespace Prefix: us- gaap_ Data Type: xbrli: sharesItemType Balance Type: na Period Type: instantX- DefinitionThe number of securities classified as temporary equity that have been issued and are held by the entity' s shareholders. Securities outstanding equals securities issued minus securities held in treasury. Temporary equity is a security with redemption features that are outside the control of the issuer, is not classified as an asset or liability in conformity with GAAP, and is not mandatorily redeemable. Includes any type of security that is redeemable at a fixed or determinable price or on a fixed or determinable date or dates, is redeemable at the option of the holder, or has conditions for redemption which are not solely within the control of the issuer. If convertible, the issuer does not control the actions or events necessary to issue the maximum number of shares that could be required to be delivered under the conversion option if the holder exercises the option to convert the stock to another class of equity. If the security is a warrant or a rights issue, the warrant or rights issue is considered to be temporary equity if the issuer cannot demonstrate that it would be able to deliver upon the exercise of the option by the holder in all cases. Includes stock with put option held by ESOP and stock redeemable by holder only in the event of a change in control of the issuer. ReferencesReference 1: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 210- SubTopic 10- Section S99- Paragraph 1- Subparagraph (SX 210. 5- 02 (27) (b))- URI https: / / asc. fasb. org / extlink & oid = 120391452 & loc = d3e13212- 122682 Details Name: us- gaap_TemporaryEquitySharesOutstanding Namespace Prefix: us- gaap_ Data Type: xbrli: sharesItemType Balance Type: na Period Type: instantX- Details Name: us- gaap_StatementClassOfStockAxis = us- gaap_CommonClassAMember Namespace Prefix: Data Type: na Balance Type: Period Type: X- Details Name: us- gaap_StatementClassOfStockAxis = us- gaap_CommonClassBMember Namespace Prefix: Data Type: na Balance Type: Period Type: Derivative Warrant Liabilities (Details)- $ / shares 12 Months EndedDec. 31, 2022 Dec. 31, 2021Derivative Warrant Liabilities (Details) [ Line Items ] Warrants expire 5 years Effective price per share $ 9. 2 Newly issued price, percentage 115. 00 % Warrant [ Member ] Derivative Warrant Liabilities (Details) [ Line Items ] Exercise price per share $ 11. 5 Public Warrants [ Member ] Derivative Warrant Liabilities (Details) [ Line Items ] Warrant outstanding 8, 625, 000 Private Placement Warrants [ Member ] Derivative Warrant Liabilities (Details) [ Line Items ] Warrant outstanding 6, 933, 333Private Placement [ Member ] Derivative Warrant Liabilities (Details) [ Line Items ] Warrants become exercisable, description Once the warrants become exercisable, the Company may redeem the outstanding warrants for cash (except as described herein with respect to the Private Placement Warrants): ● in whole and not in part; ● at a price of $ 0. 01 per warrant; ● upon a minimum of 30 days' prior~~

~~written notice of redemption; and ● if, and only if, the last sale price of Class A ordinary shares equals or exceeds $ 18. 00 per share (as adjusted for share sub- divisions, share dividends, reorganizations, recapitalizations and the like) for any 20 trading days within a 30- trading day period ending on the third trading day prior to the date on which the Company sends the notice of redemption to the warrant holders. Class A Ordinary Shares [ Member ] Derivative Warrant Liabilities (Details) [ Line Items ] Warrants become exercisable, description Commencing 90 days after the warrants become exercisable, the Company may redeem the outstanding warrants for Class A ordinary shares: ● in whole and not in part; ● at a price equal to a number of Class A ordinary shares to be determined by reference to an agreed table based on the redemption date and the " fair market value " of Class A ordinary shares; ● upon a minimum of 30 days' prior written notice of redemption; and ● if, and only if, the last sale price of Class A ordinary shares equals or exceeds $ 10. 00 per share (as adjusted per share sub- divisions, share dividends, reorganizations, recapitalizations and the like) on the trading day prior to the date on which the Company sends the notice of redemption to the warrant holders. X- ReferencesNo definition available. Details Name: trtl_DerivativeWarrantLiabilitiesDetailsLineItems Namespace Prefix: trtl_ Data Type: xbrli: stringItemType Balance Type: na Period Type: durationX- DefinitionEffective price per share. ReferencesNo definition available. Details Name: trtl_EffectivePricePerShare Namespace Prefix: trtl_ Data Type: dtr: perShareItemType Balance Type: na Period Type: durationX- DefinitionNewly issued price, percentage. ReferencesNo definition available. Details Name: trtl_NewlyIssuedPricePercentage Namespace Prefix: trtl_ Data Type: dtr: percentItemType Balance Type: na Period Type: durationX- DefinitionWarrants become exercisable description. ReferencesNo definition available. Details Name: trtl_WarrantsBecomeExercisableDescription Namespace Prefix: trtl_ Data Type: xbrli: stringItemType Balance Type: na Period Type: durationX- DefinitionNumber of warrants or rights outstanding. ReferencesNo definition available. Details Name: us- gaap_ClassOfWarrantOrRightOutstanding Namespace Prefix: us- gaap_ Data Type: xbrli: sharesItemType Balance Type: na Period Type: instantX- DefinitionPer share increase in exercise price of warrant. Excludes change due to standard antidilution provision. ReferencesReference 1: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 505- SubTopic 10- Section 50- Paragraph 3- URI https: / / asc. fasb. org / extlink & oid = 126973232 & loc = d3e21475- 112644 Details Name: us- gaap_WarrantExercisePriceIncrease Namespace Prefix: us- gaap_ Data Type: dtr- types: perShareItemType Balance Type: na Period Type: durationX- DefinitionPeriod between issuance and expiration of outstanding warrant and right embodying unconditional obligation requiring redemption by transferring asset at specified or determinable date or upon event certain to occur, in' PnYnMnDTnHnMnS' format, for example,' P1Y5M13D' represents reported fact of one year, five months, and thirteen days. ReferencesReference 1: http: / / www. xbrl. org / 2009 / role / commonPracticeRef- Publisher FASB- Name Accounting Standards Codification- Topic 820- SubTopic 10- Section 50- Paragraph 2- Subparagraph (bbb) (2)- URI https: / / asc. fasb. org / extlink & oid = 126976982 & loc = d3e19207- 110258 Details Name: us- gaap_WarrantsAndRightsOutstandingTerm Namespace Prefix: us- gaap_ Data Type: xbrli: durationItemType Balance Type: na Period Type: instantX- Details Name: us- gaap_StatementEquityComponentsAxis = us- gaap_WarrantMember Namespace Prefix: Data Type: na Balance Type: Period Type: X- Details Name: us- gaap_SubsidiarySaleOfStockAxis = trtl_PublicWarrantsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X- Details Name: us- gaap_SubsidiarySaleOfStockAxis = trtl_PrivatePlacementWarrantsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X- Details Name: us- gaap_SubsidiarySaleOfStockAxis = us- gaap_PrivatePlacementMember Namespace Prefix: Data Type: na Balance Type: Period Type: X- Details Name: us- gaap_StatementClassOfStockAxis = us- gaap_CommonClassAMember Namespace Prefix: Data Type: na Balance Type: Period Type: Fair Value Measurements (Details)- USD ($) 11 Months Ended 12 Months EndedDec. 31, 2021 Dec. 31, 2022Fair Value Measurements [ Abstract ] Derivative warrant liabilities $ 12. 3 $ 11, 000, 000X- DefinitionA derivative that gives the holder the right, but not the obligation, to buy or sell a security at a certain price before expiration. ReferencesNo definition available. Details Name: trtl_ChangeInFairValueOfDerivativeWarrantLiabilities Namespace Prefix: trtl_ Data Type: xbrli: monetaryItemType Balance Type: debit Period Type: durationX- ReferencesNo definition available. Details Name: us- gaap_FairValueDisclosuresAbstract Namespace Prefix: us- gaap_ Data Type: xbrli: stringItemType Balance Type: na Period Type: durationFair Value Measurements (Details)- Schedule of assets and liabilities- USD ($) Dec. 31, 2022 Dec. 31, 2021Quoted Prices in Active Markets (Level 1) | Public Warrants [ Member ] Liabilities: Derivative warrant liabilities $ 1, 725, 000 $ 7, 848, 750Quoted Prices in Active Markets (Level 1) | Private Warrants [ Member ] Liabilities: Derivative warrant liabilities Quoted Prices in Active Markets (Level 1) | Mutual Funds [ Member ] Liabilities: Derivative warrant liabilities Significant Other Observable Inputs (Level 2) | Public Warrants [ Member ] Liabilities: Derivative warrant liabilities Significant Other Observable Inputs (Level 2) | Private Warrants [ Member ] Liabilities: Derivative warrant liabilities 1, 386, 667 Significant Other Observable Inputs (Level 2) | Mutual Funds [ Member ] Liabilities: Derivative warrant liabilities 6, 309, 333Significant Other Unobservable Inputs (Level 3) | Public Warrants [ Member ] Liabilities: Derivative warrant liabilities Significant Other Unobservable Inputs (Level 3) | Private Warrants [ Member ] Liabilities: Derivative warrant liabilities Significant Other Unobservable Inputs (Level 3) | Mutual Funds [ Member ] Liabilities: Derivative warrant liabilities Mutual Funds [ Member ] | Quoted Prices in Active Markets (Level 1) Assets: Derivative warrant assets 349, 991, 153 Mutual Funds [ Member ] | Significant Other Observable Inputs (Level 2) Assets: Derivative warrant assets Mutual Funds [ Member ] | Significant Other Unobservable Inputs (Level 3) Assets: Derivative warrant assets X- ReferencesNo definition available. Details Name: trtl_AssetsAbstract0 Namespace Prefix: trtl_ Data Type: xbrli: stringItemType Balance Type: na Period Type: durationX- DefinitionFair values as of the balance sheet date of the net amount of all assets and liabilities resulting from contracts that meet the criteria of being accounted for as derivative instruments. ReferencesReference 1: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 815- SubTopic 10- Section 45- Paragraph 5- URI https: / / asc. fasb. org / extlink & oid = 126966630 & loc = d3e41228- 113958 Details Name: us- gaap_DerivativeAssetsLiabilitiesAtFairValueNet Namespace Prefix: us- gaap_ Data Type: xbrli: monetaryItemType Balance~~

~~Type: debit Period Type: instantX- DefinitionFair value, after the effects of master netting arrangements, of a financial liability or contract with one or more underlyings, notional amount or payment provision or both, and the contract can be net settled by means outside the contract or delivery of an asset, expected to be settled after one year or the normal operating cycle, if longer. Includes assets not subject to a master netting arrangement and not elected to be offset. ReferencesReference 1: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 210- SubTopic 20- Section 50- Paragraph 3- Subparagraph (c)- URI https: / / asc. fasb. org / extlink & oid = 51824906 & loc = SL20225862-175312 Details Name: us- gaap_DerivativeLiabilitiesNoncurrent Namespace Prefix: us- gaap_ Data Type: xbrli: monetaryItemType Balance Type: credit Period Type: instantX- ReferencesNo definition available. Details Name: us- gaap_LiabilitiesAbstract Namespace Prefix: us- gaap_ Data Type: xbrli: stringItemType Balance Type: na Period Type: durationX- Details Name: us- gaap_FairValueByFairValueHierarchyLevelAxis = us- gaap_FairValueInputsLevel1Member Namespace Prefix: Data Type: na Balance Type: Period Type: X- Details Name: us- gaap_StatementEquityComponentsAxis = trtl_PublicWarrantsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X- Details Name: us- gaap_StatementEquityComponentsAxis = trtl_PrivateWarrantsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X- Details Name: us- gaap_StatementEquityComponentsAxis = trtl_MutualFundsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X- Details Name: us- gaap_FairValueByFairValueHierarchyLevelAxis = us- gaap_FairValueInputsLevel2Member Namespace Prefix: Data Type: na Balance Type: Period Type: X- Details Name: us- gaap_FairValueByFairValueHierarchyLevelAxis = us- gaap_FairValueInputsLevel3Member Namespace Prefix: Data Type: na Balance Type: Period Type: X- Details Name: us- gaap_InvestmentTypeAxis = trtl_MutualFundsMember Namespace Prefix: Data Type: na Balance Type: Period Type: Fair Value Measurements (Details)- Schedule of level 3 fair value measurements 11 Months EndedDec. 31, 2021 $ / sharesSchedule Of Level3 Fair Value Measurements [ Abstract ] Exercise price (in Dollars per share) $ 11. 5Stock price (in Dollars per share) $ 9. 58Volatility 24. 00 % Term (years) 6 yearsRisk- free rate 0. 86 % Dividend yield 0. 00 % X- DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. ReferencesNo definition available. Details Name: us- gaap_FairValueConcentrationOfRiskFinancialStatementCaptionsLineItems Namespace Prefix: us- gaap_ Data Type: xbrli: stringItemType Balance Type: na Period Type: durationX- DefinitionAgreed- upon price for the exchange of the underlying asset relating to the share- based payment award. ReferencesNo definition available. Details Name: us- gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsExercisePrice Namespace Prefix: us- gaap_ Data Type: dtr- types: perShareItemType Balance Type: na Period Type: instantX- DefinitionThe estimated dividend rate (a percentage of the share price) to be paid (expected dividends) to holders of the underlying shares over the option' s term. ReferencesReference 1: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 718- SubTopic 10- Section 50- Paragraph 2- Subparagraph (f) (2) (iii)- URI https: / / asc. fasb. org / extlink & oid = 128089324 & loc = d3e5070- 113901 Details Name: us- gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsExpectedDividendRate Namespace Prefix: us- gaap_ Data Type: dtr- types: percentItemType Balance Type: na Period Type: durationX- DefinitionThe estimated measure of the percentage by which a share price is expected to fluctuate during a period. Volatility also may be defined as a probability- weighted measure of the dispersion of returns about the mean. The volatility of a share price is the standard deviation of the continuously compounded rates of return on the share over a specified period. That is the same as the standard deviation of the differences in the natural logarithms of the stock prices plus dividends, if any, over the period. ReferencesReference 1: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 718- SubTopic 10- Section 50- Paragraph 2- Subparagraph (f) (2) (ii)- URI https: / / asc. fasb. org / extlink & oid = 128089324 & loc = d3e5070- 113901 Details Name: us- gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsExpectedVolatilityRate Namespace Prefix: us- gaap_ Data Type: dtr- types: percentItemType Balance Type: na Period Type: durationX- DefinitionThe risk- free interest rate assumption that is used in valuing an option on its own shares. ReferencesReference 1: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 718- SubTopic 10- Section 50- Paragraph 2- Subparagraph (f) (2) (iv)- URI https: / / asc. fasb. org / extlink & oid = 128089324 & loc = d3e5070- 113901 Details Name: us- gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsRiskFreeInterestRate Namespace Prefix: us- gaap_ Data Type: dtr- types: percentItemType Balance Type: na Period Type: durationX- DefinitionPrice of a single share of a number of saleable stocks of a company. ReferencesNo definition available. Details Name: us- gaap_SharePrice Namespace Prefix: us- gaap_ Data Type: dtr- types: perShareItemType Balance Type: na Period Type: instantX- DefinitionExpected term of award under share- based payment arrangement, in' PnYnMnDTnHnMnS' format, for example,' P1Y5M13D' represents reported fact of one year, five months, and thirteen days. ReferencesReference 1: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 718- SubTopic 10- Section 50- Paragraph 2- Subparagraph (f) (2) (i)- URI https: / / asc. fasb. org / extlink & oid = 128089324 & loc = d3e5070- 113901 Details Name: us- gaap_SharebasedCompensationArrangementBySharebasedPaymentAwardFairValueAssumptionsExpectedTerm1 Namespace Prefix: us- gaap_ Data Type: xbrli: durationItemType Balance Type: na Period Type: durationFair Value Measurements (Details)- Schedule of derivative warrant liabilities 12 Months EndedDec. 31, 2022 USD ($) Schedule Of Derivative Warrant Liabilities [ Abstract ] Derivative warrant liabilities at February 3, 2021 (inception) Issuance of Public and Private Warrants- Level 3 26, 449, 166Transfer of Public Warrants to Level 1 (14, 662, 500) Transfer of Private Warrants to Level 2 (11, 786, 666) Derivative warrant liabilities at December 31, 2021 X- ReferencesNo definition available. Details Name: trtl_FairValueMeasurementsDetailsScheduleofderivativewarrantliabilitiesLineItems Namespace Prefix: trtl_ Data Type: xbrli:~~

~~stringItemType Balance Type: na Period Type: durationX- DefinitionAmount of transfer of private warrants to level 2. ReferencesNo definition available. Details Name: trtl_TransferOfPrivateWarrantsToLevel2 Namespace Prefix: trtl_ Data Type: xbrli: monetaryItemType Balance Type: debit Period Type: durationX- DefinitionAmount of transfer of public warrants to level 1. ReferencesNo definition available. Details Name: trtl_TransferOfPublicWarrantsToLevel1 Namespace Prefix: trtl_ Data Type: xbrli: monetaryItemType Balance Type: debit Period Type: durationX- DefinitionFair value, after the effects of master netting arrangements, of a financial liability or contract with one or more underlyings, notional amount or payment provision or both, and the contract can be net settled by means outside the contract or delivery of an asset, expected to be settled within one year or normal operating cycle, if longer. Includes assets not subject to a master netting arrangement and not elected to be offset. ReferencesReference 1: http: / / www. xbrl. org / 2003 / role / disclosureRef- Publisher FASB- Name Accounting Standards Codification- Topic 210- SubTopic 20- Section 50- Paragraph 3- Subparagraph (c)- URI https: / / asc. fasb. org / extlink & oid = 51824906 & loc = SL20225862- 175312 Details Name: us- gaap_DerivativeLiabilitiesCurrent Namespace Prefix: us- gaap_ Data Type: xbrli: monetaryItemType Balance Type: credit Period Type: instantX- DefinitionThe cash inflow from issuance of rights to purchase common shares at predetermined price (usually issued together with corporate debt). ReferencesReference 1: http: / / fasb. org / us- gaap / role / ref / legacyRef- Publisher FASB- Name Accounting Standards Codification- Topic 230- SubTopic 10- Section 45- Paragraph 14- Subparagraph (a)- URI https: / / asc. fasb. org / extlink & oid = 126954810 & loc = d3e3255- 108585 Details Name: us- gaap_ProceedsFromIssuanceOfWarrants Namespace Prefix: us- gaap_ Data Type: xbrli: monetaryItemType Balance Type: debit Period Type: durationSubsequent Events (Details)- Subsequent Event [ Member ] Feb. 01, 2023 USD ($) Subsequent Events (Details) [ Line Items ] Principal amount $ 500, 000Borrowed amount $ 150, 000X- DefinitionBorrowed amount. ReferencesNo definition available. Details Name: trtl_BorrowedAmount Namespace Prefix: trtl_ Data Type: xbrli: monetaryItemType Balance Type: credit Period Type: durationX- DefinitionPrincipal amount. ReferencesNo definition available. Details Name: trtl_PrincipalAmount Namespace Prefix: trtl_ Data Type: xbrli: monetaryItemType Balance Type: debit Period Type: durationX- ReferencesNo definition available. Details Name: trtl_SubsequentEventsDetailsLineItems Namespace Prefix: trtl_ Data Type: xbrli: stringItemType Balance Type: na Period Type: durationX- Details Name: us- gaap_SubsequentEventTypeAxis = us- gaap_SubsequentEventMember Namespace Prefix: Data Type: na Balance Type: Period Type:~~