

BME – GROWTH

Palacio de la Bolsa
Plaza de la Lealtad, 1
28014 Madrid

Alicante, 12th January 2023

COMMUNICATION – PRIVILEGED INFORMATION – FACEPHI BIOMETRIA, S.A.

Dear Sirs,

Under the provisions of article 17 of the Regulation (EU) No. 596/2014 on market abuse, and article 228 of the consolidated text of the Spanish Securities Market Law, approved by the Royal Legislative Decree 4/2015, of 23rd October, and related provisions, as well as in the Circular 3/2020 of BME Growth, we inform you about the following information related to the company FACEPHI BIOMETRIA, S.A. (hereinafter “Facephi” or “the Company”, interchangeably).

PRIVILEGED INFORMATION

The Company published as privileged information on the 25th of January 2021 the resolutions adopted by the Extraordinary General Shareholders’ Meeting held on that date, which included, as the first point, the delegation to the Board of Directors of the power to issue warrants convertible into shares of the Company in favour of Nice & Green, S.A. (“Nice & Green”), with the exclusion of pre-emptive subscription rights, for a maximum conversion amount of €20,000,000, as well as to increase de share capital by the amount necessary to cover the conversion of said warrants.

On November the 10th 2022, under the delegation provided by the Extraordinary General Shareholders' Meeting of the Company held on January 2021, the Board of Directors granted a public deed about the resolution adopted by the Board on November the 7th 2022, about to produce a fourth issuance of 48,076,923 warrants convertible into Company shares for a maximum conversion amount of 2,500,000 euros, the “Equity Warrants NOVEMBER 2022”, with Nice & Green being the sole recipient of the issue of the Equity Warrants (NOVEMBER 2022).

Nice & Green, on the 10th January 2023, under the provisions of the investment agreement, notified to the Company and exercised its right to convert 196,448 Equity Warrants (NOVEMBER 2022) for a conversion amount of 500,000 euros.

As a result of the foregoing, the Company will be obliged to grant a capital increase title deed to attend those Equity warrants converted. There will be an issue of 196,448 new shares, with an issuing price of 2,5452 euros (issue premium 2,5052 euros plus 0.04 euros of nominal value)

Once the capital increase deed has been granted, the share capital will be € 705,168.64, represented by 17,629,216 shares, numbered from 1 to 17,629,216, of 0,04 € of nominal value each, of the same class, equal, cumulative and indivisible.

After this third exercise by Nice & Green, 47,374,458 Equity warrants remain for a maximum conversion amount of 1,000,000 euros.

In compliance with Circular 3/2020 of the segment BME Growth of BME MTF Equity, it is expressly stated that the information hereby communicated has been produced under the sole responsibility of the company and its administrators.

We remain at your disposal for any clarification you might deem necessary.

Sincerely,

Javier Mira Miró

Chairman of the Board of Directors