

BME - GROWTH

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

Alicante, 21st July 2022

**COMMUNICATION- OTHER RELEVANT INFORMATION- GENERAL MEETING
MINUTES - FACEPHI BIOMETRIA, S.A.**

Dear Sirs,

Under the provisions of article 17 of the Regulation (EU) No. 596/2014 on market abuse, and article 227 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).

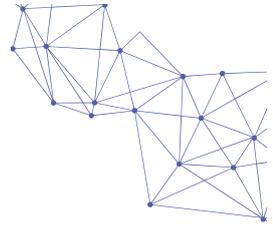
During the Ordinary General Meeting of Shareholders of FACEPHI BIOMETRÍA, S.A. (hereinafter, "FACEPHI" or the "Company"), held on 21st June 2022, at second call, with the attendance of a total of 41 shareholders, present or represented, and representing a total of 45,28% of the share capital, all the resolutions submitted to vote in accordance with the notice of the General Meeting published at the time were approved. The resolutions adopted are as follows:

FIRST: Examination and approval of the annual accounts (comprising the balance sheet, profit and loss account, statement of changes in equity, cash flow statement and notes), together with the management report for the year ended 31 December 2021.

The annual accounts of the Company for the year ended 31 December 2021 (comprising the balance sheet, the profit and loss account, the statement of changes in equity, the cash flow statement and the notes to the financial statements) together with the management report, as prepared by the Board of Directors of the Company on 31 March 2022, are unanimously approved.

SECOND: Examination and approval of the consolidated annual accounts (comprising the consolidated balance sheet, profit and loss account, statement of changes in equity, cash flow statement and notes to the financial statements, all of which are consolidated), together with the consolidated management report for the year ended 31 December 2021.

The consolidated annual accounts of the Group for the year ended 31 December 2021 (comprising the consolidated balance sheet, the consolidated income statement, the



consolidated statement of changes in equity, the consolidated cash flow statement and the consolidated notes to the financial statements) together with the consolidated management report, as prepared by the Board of Directors of the Company on 31 March 2022, are unanimously approved.

THIRD: Examination and approval, as the case may be, of the proposal for the application of the Company's results corresponding to financial year 2021.

The proposal of the Board of Directors to apply the loss for the year ended 31 December 2021, amounting 158.99 EUROS to the item "Negative results of previous years" to be offset in future years, is unanimously approved.

FOURTH: Examination and approval, as the case may be, of the management carried out by the Board of Directors of the Company for the financial year 2021.

The management of the Board of Directors during the financial year ended 31 December 2021 is It is approved by majority, with 3,650 shares/votes against.

FIFTH: Approval, as the case may be, of the remuneration to be received by the executive officers of the Company, as well as by the members of the Board of Directors during the 2022 financial year.

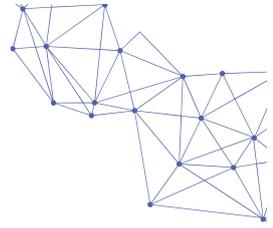
The remuneration to be received by the Executive Directors and by the members of the Board of Directors during the financial year 2021 is It is approved by majority, with 38,650 shares/votes against.

SIXTH: Modification of articles 16 and 19 of the Bylaws of FacePhi Biometrics, in order to adapt the current ones to the wording indicated in Circular 1/2020 of the National Securities Market Commission on the annual corporate governance report models of the listed joint-stock companies.

In order to adapt the current wording of articles 16 and 19 to what is contained in Circular 1/2020 of BME Growth "Requirements and Procedures applicable to the incorporation and exclusion in the BME Growth segment of BME MTF Equity" dated 30 July 2020, it is unanimously approved to modify articles 16 and 19 of the Company's bylaws, which, expressly repealing their previous wording, are worded as follows:

Article 16.- NOTIFICATION OF SIGNIFICANT SHAREHOLDINGS

The shareholder will be obliged to notify the Company of the acquisitions or sales of shares, by any title and directly or indirectly, that determine that their total participation reaches, exceeds or falls below 5% of the share capital and successive multiples. Communications must be made within a maximum period of four business days following the date on which the determining event for the communication occurred.



The Company will publicize such communications in accordance with the provisions of the BME Growth regulations.

Article 19º.- EXCLUSION FROM TRADING

In the event that the General Meeting adopts a delisting agreement for its BME Growth shares that is not backed by all the shareholders, the Company will be obliged to offer the shareholders who have not voted in favor the acquisition of its shares at the price resulting from the regulation of public offers for the acquisition of securities for the assumptions and exclusion from trading.

The Company will not be subject to the foregoing obligation when it agrees to admit its shares to trading on a Spanish regulated market simultaneously with their exclusion from trading on the Market.

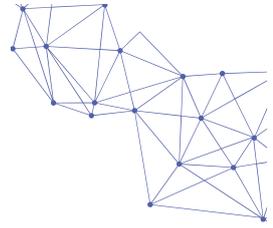
SEVENTH: Approval of the new terms and conditions of a new stock option plan for directors of the company. Ratification by the Meeting of the agreement approved by the Board of Directors of the Stock Options Plan for Directors, employees and collaborators.

In accordance with article 219 of the Revised Text of the Capital Companies Law and article 14 of the Company's bylaws, a Stock Options Plan is It is approved by majority, with 7,350 shares/votes against, for the Chief Executive Officer and the rest of the members of the Board of Directors, both executive and non-executive, previously approved by the Board of Directors at its meeting on December 15, 2021 and whose main terms and conditions are as follows:

The plan will have a duration of three (3) years (hereinafter "consolidation period") and the beneficiaries will be granted a right to receive variable remuneration consisting of participation in the increases in value experienced by the shares and which may be paid, at the Company's discretion, in cash and/or in Company shares (hereinafter "right of option"). The value of the shares taken as the reference price will be the lowest of the last seven (7) trading days immediately prior to the grant date and the accrual price will be the lowest of the last seven (7) trading days. immediately prior to the due date.

Each year the Director will have the right to consolidate 33.33% of the option rights granted, although its accrual is subject to the end of the consolidation period.

The maximum number of rights granted to the Board each year of the consolidation period will be 1% of the shares existing on December 31, 2021, which amounted to 15,134,322; that is, 151,343 actions per year.



In this regard, it should be noted that, at the meeting of the Board of Directors on December 15, 2021, it was agreed that the objectives that the beneficiaries of the plan will have to meet are:

- Permanence in the Company
- That at the end of the first cycle the Company has reached a valuation of 100 million euros
- That at the end of the second cycle the Company has reached a valuation of 150 million euros
- That at the end of the third cycle the Company has reached a valuation of 200 million euros

Likewise, it is unanimously approved to ratify the Stock Option Plan ("stock options") for directors, employees and collaborators approved by the Board of Directors at its meeting on December 15, 2021, which renders any option plan null and void. prior to it, and whose main terms and conditions are as follows:

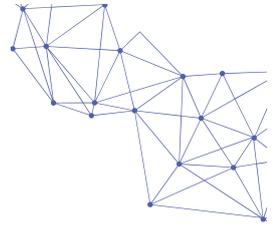
The plan will have a duration of three (3) years and the beneficiaries will be granted the right to receive variable remuneration consisting of participation in the increases in value experienced by the shares and which may be paid, at the discretion of the Company, in cash and/or in Company shares (hereinafter "option right"). The value of the shares taken as the reference price will be the lowest of the last seven (7) trading days immediately prior to the grant date and the accrual price will be the lowest of the last seven (7) trading days. immediately prior to the due date.

The potential beneficiaries will be (i) managers who are responsible for departments, as well as other managers reporting directly to the Board of Directors; (ii) employees of the Company or of any entity belonging to its group; and (iii) natural or legal persons, who are not directors, employees or managers, provide services to the Company or any entity of its group and are considered "key" to the main activity of the Company and/or its group.

In this sense, the CEO Mr. Javier Mira Miró is delegated in order to define who will be the beneficiaries of the plan each year. The beneficiaries will have the right to consolidate 33.33% of the option rights granted, although their accrual is subject to the end of the consolidation period.

The maximum number of rights granted to the beneficiaries each year of the consolidation period will be 1% of the shares existing on December 31, 2021, which amounted to 15,134,322; that is, 151,343 actions per year.

In this sense, it should be noted that, at the meeting of the Board of Directors on December 15, 2021, it was agreed that the objectives that the beneficiaries of the plan will have to meet will be set by the CEO Mr. Javier Mira Miró.



EIGHTH: Requests and questions

At the end of the question-and-answer period, no statement was made by those present whose inclusion in the minutes is expressly requested.

NINTH: Delegation of powers

It is unanimously agreed to expressly empower all the members of the Board of Directors, and in particular the Secretary of the Board of Directors, as well as the persons who have been granted general power of attorney to notarise, so that any of them, jointly and severally, may notarise the resolutions adopted, appearing before a Notary Public, and proceeding, where appropriate, to rectify, rectify or clarify the resolutions and/or the deed to which all this gives rise, until the registration of the said deed in the Companies Register, being able to request, where appropriate, partial registration.

TENTH: If appropriate, drafting, reading and approval of the minutes of the General Meeting.

The minutes were unanimously approved.

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