

BME - Growth

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

Alicante, February 19th, 2021

COMUNICACION – 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 Act, approved by the Spanish Royal Legislative Decree 4/2015, of 23rd October, and concordant provisions, as well as in the Circular 3/2020 of BME Growth, we hereby inform you about the following facts related to the company FACEPHI BIOMETRIA, S.A. (hereinafter "FacePhi" or "the Company").

PRIVILEGED INFORMATION

In accordance with the provisions of section 2.2.3 of the Circular 2/2020 of BME Growth, on the applicable requirements and procedures to capital increases of entities whose shares are negotiated in the Market, FacePhi hereby puts at the Market's disposal the following 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 15 February 2021, the Board of Directors adopted a resolution, under the delegation of the Company's Extraordinary General Shareholders' Meeting of January 25th 2021, to carry out the first issue of 48,076,923 warrants convertible into shares of the Company for a maximum conversion amount of €2,500,000 (the "Equity Warrants (FEBRUARY 2021)"), with Nice & Green being the sole subscriber of the issue of the Equity Warrants (FEBRERO 2021).

On 18 February 2021, Nice & Green, under the terms of the investment agreement, informed the Company and exercised its right to convert 237,456 Equity Warrants (FEBRUARY 2021) for a total conversion amount of €850,000.

After this first conversion of the first tranche, Nice & Green still has the right to convert EWs in the amount of €1,650,000 remaining from the first tranche, option valid until 29 May 2021, date in which the First Tranche's exercise rights will end.

As a result of the above, FacePhi will grand a deed of capital increase in order to cover the issue of the equity warrants issued. The new shares of the Company to be issued in execution of the conversion of the 237,456 Equity Warrants (FEBRUARY 2021), the issuing price for these shares being €3.5796 per share (€0.04 nominal value plus €3.5396 issue premium).



Consequently, the Company's share capital will be increased by a nominal amount of €9,498.24 (237,456 * €0.04).

After the aforementioned capital increase, the share capital is set at the sum of FIVE HUNDRED EIGHTY-SIX THOUSAND SIX HUNDRED THIRTY-NINE EUROS (€586,639), represented by FOURTEEN MILLION SIX HUNDRED SIXTY-FIVE THOUSAND NINE HUNDRED SEVENTY-FIVE (14,665,975) shares of FOUR CENTS OF EURO (0.04 euros) of nominal value each, of the same class, equal, accumulative and indivisible".

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,

Salvador Martí Varó

Chairman of the Board of Directors