

T STAMP INC
(‘Trust Stamp’ or ‘The Company’)

Trust Stamp reports US \$8.84M raised from new and existing Shareholders

07 January 2022: Trust Stamp (OTCQX: IDAI, Euronext Growth: AIID ID), a global provider of AI-powered trust and identity services used across multiple sectors, is pleased to announce the successful completion of a combined public and private fundraising, previously disclosed on 25 August 2021 [\[here\]](#). The Company closed investments totaling US \$8.84M through a combination of the fundraising and warrant executions, of which US \$59,212 is pending transfer from escrow and subject to cancellation. 3,816,967 new shares of Class A Common Stock (the "New Shares") and 1,378,766 new warrants will have been issued upon completion of all transactions. Trust Stamp has raised \$30.05M to date.

Trust Stamp CEO Gareth N. Genner comments: *"Trust Stamp's unique proposition of privacy-first, secure, and accessible biometric and digital identity solutions continues to be validated with the support of both new and returning Shareholders, strategic international partnerships, and cross-industry demand for our scaling portfolio of transformative identity, data protection, and fraud-prevention capabilities."*

The funds raised during 2021 position Trust Stamp to capitalize on global market opportunities by strengthening market penetration and further developing and commercializing innovative IP to address emerging needs of consumers and organizations in our increasingly digitally connected world.

We are thrilled to continue this growth trajectory alongside our expanding base of mission-aligned Shareholders as the key drivers for our planned uplisting to the Nasdaq Capital Market."

Details of the Offerings

The fundraising commenced on 25 August 2021, initially targeting a maximum raise of \$5M. With a central goal of raising capital to support Shareholders' equity requirements for Trust Stamp's April 2021 application to list on the Nasdaq Capital Market, Trust Stamp's Board later approved an increase in the maximum raise to \$6.2M following consultation with Nasdaq staff.

Each share issued in this round of funding is paired with a warrant to purchase an additional share for US \$4, with a subscription price per share and warrant unit of US \$4. The Regulation CF offering maintained a minimum investment of \$1,000. While the Regulation D and Regulation S offerings initially featured a minimum investment size of US \$5,000, Trust Stamp lowered the minimum investment to US \$1,000 as a result of increased investor interest.

One of the Company's earliest investors, Second Century Ventures LLC ("SCV"), together with REach® Ventures LLC ("REach®"), an SCV company, respectively exercised 2,037,560 and 400,641 warrants initially issued on 30 September 2016, totaling US \$3.32M raised and 2,438,201 New Shares issued from the execution of warrants. Following these transactions, SCV and REach® hold 2,622,995 and 932,110 outstanding warrants, respectively.

The transactions concerning the 3,816,967 New Shares are exempt from the registration requirements set out under the US Securities Act of 1933 ("The Act"). Of that, 1,106,673 New Shares have been sold to US-based and international investors pursuant to Regulation CF under The Act, 2,652,940 New Shares have been sold to US-based accredited investors pursuant to Regulation D under The Act, and 57,354 New Shares have been sold in an offshore transaction as defined in and pursuant to Regulation S under The Act.

Following the completion of all transactions, the Company will have 23,215,662 Class A Common Stock ("Common Shares") in issue.

Related party transactions

The transactions with SCV and REach® are deemed to be related party transactions pursuant to rule 5.18 of the Euronext Growth Dublin rules, as SCV maintains a right of appointment served by independent non-executive director Mark Birschbach, who is also a Managing Director of REach®. The Directors (excluding Mark Birschbach), having consulted with the Company's Euronext Growth Adviser, confirm the terms of participation to be fair and reasonable insofar as Shareholders are concerned.

Pursuant to the warrant exercise, the number of New Shares subscribed for by SCV and REach® and their resulting shareholdings on Admission are as follows:

<i>Name</i>	<i>No. of existing Common Shares</i>	<i>No. of Common Shares subscribed for</i>	<i>No. of Common Shares held following Admission</i>	<i>Percentage of issued share capital (as enlarged by the Fundraise) on Admission</i>
Second Century Ventures LLC	571,415	2,037,560	2,609,074	11.24%
REach®	0	400,641	400,641	1.73%

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About Trust Stamp

[Trust Stamp](#) is a global provider of AI-powered identity services for use in multiple sectors including banking and finance, regulatory compliance, government, real estate, communications, and humanitarian services. Its technology empowers organizations with advanced biometric identity solutions that reduce fraud, protect personal data privacy, increase operational efficiency, and reach a broader base of users worldwide through its unique data transformation and comparison capabilities.

Located in seven countries across North America, Europe, Asia, and Africa, Trust Stamp trades on the OTCQX Best Market ([OTCQX: IDAI](#)) and Euronext Growth in Dublin ([Euronext Growth: AIID ID](#)). Founded in 2016 by Gareth Genner and Andrew Gomasack, the company now employs over 90 people.

Disclaimer

The information in this announcement may contain forward-looking statements and information related to, among other things, the company, its business plan and strategy, and its industry. These statements reflect management's current views with respect to future events-based information currently available and are subject to risks and uncertainties that could cause the company's actual results to differ materially from those contained in the forward-looking statements. Investors are cautioned not to place undue reliance on these forward-looking statements, which speak only as of the date on which they are made. The company does not undertake any obligation to revise or update these forward-looking statements to reflect events or circumstances after such date or to reflect the occurrence of unanticipated events.