

## Smart Eye carries out new issue of shares through set-off of receivables

In accordance with the press release submitted 25 May 2021, whereby Smart Eye Aktiebolag (publ) ("Smart Eye") entered into an agreement to acquire all the shares in Affectiva, Inc. ("Affectiva"), Smart Eye would pay the purchase price partly through cash payment and partly through issue of shares. As a condition in the share purchase agreement a total of 339,042 shares in Smart Eye would be issued in parts of 84,301 shares one year after closing of the transaction and 254,741 shares two years after closing of the transaction.

In consideration of the above, the Board of Directors of Smart Eye, based on the authorization granted by the annual general meeting held on 2 May 2023, has resolved on a new issue of 254,741 shares. The right to subscribe for shares is only vested in a total of 11 former shareholders in Affectiva. Payment shall be made by set-off. The reason for deviation from the shareholders' preferential rights are that the issue is carried out as a so-called set-off issue where the subscription proceeds are paid by offsetting claims against Smart Eye. Therefore, it is not possible to complete the issue with preferential rights for existing shareholders.

In total, the former owners of Affectiva shall offset receivables of SEK 60,755,728.50 as payment for subscription of 254,741 shares in Smart Eye. The subscription price is SEK 238.5 per share. The subscription price is in accordance with the share purchase agreement entered into with the Sellers on 25 May 2021, which has been negotiated at arm's length and corresponds to the volume-weighted average price for the company's shares on Nasdaq First North Growth Market during the 10 trading days preceding the agreement date. The Board of Directors therefore considers that the subscription price is on market terms.

Trough the issue Smart Eye's share capital will increase by a maximum of SEK 25,474.10 from SEK 3,493,749.10 to SEK 3,519,223.20. The number of shares will increase by a maximum of 254,741 from 34,937,491 to 35,192,232.



Press Release  
12 June 2023 15:30:00 CEST

**For more information, please contact:**

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*The information was submitted for publication, through the agency of the contact person set out above, at [●]CEST on 12 June 2023.*

**About Smart Eye**

Smart Eye is the global leader in Human Insight AI, technology that understands, supports, and predicts human behavior in complex environments. We are bridging the gap between humans and machines for a safe and sustainable future. Our multimodal software and hardware solutions provide unprecedented human insight in automotive and behavioral research supported also by Affectiva and iMotions, companies we acquired in 2021.

In automotive, we are leading the way towards safer and human-centric mobility through Driver Monitoring Systems and Interior Sensing solutions. Our technology is embedded in next-generation vehicles and available as a standalone aftermarket solution for existing vehicles, fleet, and small-volume OEMs.

Our industry-leading eye tracking systems and iMotions biosensor software enable advanced research and training in academic and commercial sectors. Affectiva's Emotion AI provides the world's largest brands and market researchers with a deeper understanding of how consumers engage with their content, products, and services.

Smart Eye was founded in 1999 and is headquartered in Sweden with offices in the US, UK, Germany, Denmark, Egypt, Singapore, China and Japan. A publicly traded company since 2016, our customers include NASA, Nissan, Boeing, Honeywell, Volvo, GM, BMW, Geely, Harvard University, over 1,300 research organizations around the world, 70% of the world's largest advertisers and 28% of the Fortune Global 500 companies.

Visit [www.smarteye.ai](http://www.smarteye.ai) for more information.

Visit our investor web for more financial information: <https://smarteye.se/investors/>.

*Smart Eye is listed on Nasdaq First North Growth Market. Erik Penser is Certified Adviser.*



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For more information:

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## Attachments

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