

PRESS RELEASE

ADVERTISEMENT. This announcement is an advertisement relating to the intention of the Company (as defined below) to proceed with a private placement of units (each consisting of one ordinary share in the Company with a nominal value of €0.01 per share (Ordinary Share) and 1/3 of a warrant (Warrant)) (Units) (the Offering) and the admission of all of the Units, Ordinary Shares and Warrants to listing and trading on Euronext Amsterdam (the Admission). This announcement does not constitute a prospectus. This announcement is for information purposes only and is not intended to constitute, and may not be construed as, an offer to sell or a solicitation of any offer to buy the securities of European FinTech IPO Company 1 B.V. (the Company or EFIC1, and such securities, Securities) in any jurisdiction, including the United States, Canada, Australia, South Africa and Japan. Further details about the Offering and the Admission will be included in the prospectus relating to the Offering and Admission (the Prospectus). A request has been made with the Netherlands Authority for the Financial Markets (Stichting Autoriteit Financiële Markten) (AFM) for approval of the Prospectus, which approval has been obtained on 22 March 2021. The Prospectus will be published and made available at no cost at the start of the offer period through the corporate website of the Company (www.efic1.com), subject to securities law restrictions in certain jurisdictions. An offer to acquire Units pursuant to the Offering will be made, and any potential investor must make their investment solely on the basis of information that will be contained in the Prospectus. Potential investors must read the Prospectus before making an investment decision in order to fully understand the potential risks and rewards associated with the decision to invest in the Units. The approval of the Prospectus by the AFM may not be understood as an endorsement of the quality of the Units and the Company. This announcement also serves as the pricing statement related to the Offering as required by article 17(2) of Regulation (EU) 2017/112 (the Prospectus Regulation).



EUROPEAN FINTECH IPO COMPANY 1 ANNOUNCES

PUBLICATION OF ITS PROSPECTUS & START OF THE OFFER PERIOD

Raising up to approximately €415 million to acquire a Financial Services or Financial Technology Company operating or headquartered in Europe, including the United Kingdom, or Israel

Intended listing on Euronext Amsterdam on 26 March 2021

Amsterdam / Frankfurt / London – 22 March 2021

EFIC1 today announces the publication of its Prospectus approved by the AFM and start of the Offer Period (as defined below). This follows the [announcement](#) on 15 March 2021 by EFIC1 regarding its intention to undertake a private placement of Units (each consisting of one Ordinary Share and 1/3 of a Warrant) and to apply for admission to trading of the Units on the Euronext Amsterdam stock exchange.

EFIC1, a special purpose acquisition company (SPAC), has been launched by Martin Blessing, Ben Davey, Nick Aperghis and Klaas Meertens and intends to focus on opportunities in the broadly defined financial services (Financial Services) and financial technology (FinTech) sectors and aims to complete a business combination (a Business Combination) with a suitable partner that operates in, or is headquartered in Europe, including the United Kingdom, or Israel.

Details of the Offering are set out in the Prospectus, which will be made available on the website of EFIC1 (www.efic1.com) at no cost shortly hereafter, subject to securities law restrictions in certain jurisdictions.

The Offering will take place from 22 March 2021 until 25 March 2021 (the Offer Period), subject to acceleration or extension of the timetable for the Offering.

The final number of Units sold in the Offering will be determined at the end of the Offer Period and is expected to be announced on or around 26 March 2021. Admission to listing and trading of Units on Euronext Amsterdam is expected to commence at 09:00 CET on 26 March 2021. Settlement is expected to occur on 30 March 2021.

An affiliate of H.T.P. Investments B.V. has committed a cornerstone investment of €40 million in the Offering.

Credit Suisse is acting as the Sole Global Coordinator, Joint Bookrunner and Underwriter. ABN AMRO, acting in cooperation with ODDO BHF, is acting as Joint Bookrunner and Listing and Paying Agent. Aperghis & Co is acting as financial advisor to EFIC1 and the Sponsors in connection with this Offering.

SELECTED RISK FACTORS

Investing in EFIC1 involves certain risks. A description of these risks, which include risks relating to EFIC1 as well as risks relating to the Offering, the Ordinary Shares and the Warrants are included in the Prospectus. **Any decision to participate in the Offering should be made solely on the basis of the information contained in the Prospectus.** All capitalised terms used in this paragraph but not otherwise defined herein shall have the meaning assigned in the Prospectus. The following is a summary of selected key risks that, alone or in combination with other events or circumstances, could have a material adverse effect on EFIC1's business, financial condition, results of operations and prospects:

- (i) EFIC1 is a newly formed entity with no operating history and EFIC1 has not generated and currently does not generate any revenues, and as such prospective investors have no basis on which to evaluate EFIC1's performance and ability to achieve its business objective;
- (ii) the shareholders are heavily reliant on the ability of EFIC1 to obtain adequate information to evaluate the target business and any due diligence by EFIC1 in connection with a Business Combination may not reveal all relevant considerations or liabilities of a target business;
- (iii) there is no assurance that EFIC1 will identify or complete a suitable Business Combination opportunity by the Business Combination deadline, which could result in a loss of part or all of the Ordinary Shareholders' investment;
- (iv) the negative interest rate that EFIC1 will have to pay on the proceeds of the Offering that are held in the escrow account prior to the Business Combination decreases the amounts available for investment in a target business and amounts available to shareholders if they are entitled to them;
- (v) because EFIC1 is not limited to evaluating a target business in a particular industry, sector or geographic region and it has not yet identified a specific potential target business with which EFIC1 wishes to complete a Business Combination, prospective investors have no basis on which to evaluate the possible merits or risks of a target business' operations;
- (vi) EFIC1 may seek acquisition opportunities outside of its target industries or sectors including industries or sectors which may be outside of the Board's areas of expertise;
- (vii) EFIC1 intends to complete the Business Combination with a single target business or company with the proceeds of the Offering, meaning EFIC1's operations may depend on a single business or company that is likely to operate in a non-diverse industry or segment of an industry. This lack of diversification may materially negatively impact EFIC1's operations and profitability;
- (viii) if EFIC1 seeks shareholder approval of the Business Combination, the Sponsors are expected to vote in favour of such Business Combination, regardless of how the other holders of Ordinary Shares vote;
- (ix) EFIC1's ability to successfully complete the Business Combination and to be successful thereafter is dependent upon a small group of individuals and other key personnel. The loss of key personnel could negatively impact the target business' success;
- (x) the Leadership Team may allocate their time to other businesses leading to potential conflicts of interest in their determination as to how much time to devote to EFIC1's affairs, which could have a negative impact on EFIC1's ability to complete a Business Combination and its operations following the Business Combination; and
- (xi) if EFIC1 fails to complete a Business Combination before the Business Combination Deadline and distributes the amounts held in the escrow account as liquidation proceeds or consideration in the share repurchase arrangement, holders of Ordinary Shares could receive less than €10.00 per Ordinary Share or nothing at all.

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The risk factors set out in this announcement represent only a partial summary of the risk factors that are set out in the Prospectus and are not intended to be a full or comprehensive list of risks and uncertainties relating to EFIC1 or any of its Securities.

ENQUIRIES

European FinTech IPO Company 1 B.V.

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1017 CA Amsterdam
The Netherlands

The Company is registered in the trade register of the Netherlands Chamber of Commerce (*handelsregister van de Kamer van Koophandel*) under number 81697244.

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This announcement is not for publication or distribution, directly or indirectly, in or into the United States. This announcement is not an offer of securities for sale into the United States. The Securities have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the Securities Act), and may not be offered or sold in the United States, absent registration or an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act. The Company will not be registered in the United States as an investment company under the U.S. Investment Company Act of 1940, as amended. No public offering of Securities is being made in the United States.

In the United Kingdom, these materials are only being distributed to, and are only directed at, and any investment or investment activity to which they relate is available only to, and will be engaged in only with, "qualified investors" (as defined under Article 2(e) of Regulation (EU) 2017/1129 as it forms part of domestic law by virtue of the European Union (Withdrawal) Act 2018) (the UK Prospectus Regulation) and who are (i) persons having professional experience in matters relating to investments who fall within the definition of "investment professionals" in Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005 (the Order); or (ii) high net worth entities falling within Article 49(2)(a) to (d) of the Order (all such persons together being referred to as "relevant persons"). Persons who are not relevant persons should not take any action on the basis of these materials and should not act or rely on them.

The Company has not authorised any offer to the public of Securities in any Member State of the European Economic Area (EEA). With respect to any Member State of the EEA (each a Relevant Member State), no action has been undertaken or will be undertaken to make an offer to the public of Securities requiring publication of a prospectus in any Relevant Member State. As a result, the Securities may only be offered in Relevant Member States (i) to any legal entity which is a qualified investor as defined in the Prospectus Regulation; or (ii) in any other circumstances falling within Article 1(4) of the Prospectus Regulation. For the purpose of this paragraph, the expression "offer of securities to the public" means the communication in any form and by any means of sufficient information on the terms of the offer and the Securities to be offered so as to enable the investor to decide to purchase or subscribe for the Securities and the expression "Prospectus Regulation" means Regulation (EU) 2017/1129 and includes any relevant delegated regulations.

The Units, Ordinary Shares and the Warrants are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the EEA. For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client as defined in point (11) of Article 4(1) of Directive 2014/65/EU (as amended, MiFID II); (ii) a customer within the meaning of Directive 2002/92/EC (as amended, the Insurance Mediation Directive), where that customer would not

qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II or (iii) not a qualified investor as defined in the Prospectus Regulation. Consequently no key information document required by Regulation (EU) No 1286/2014 (as amended, the PRIIPs Regulation) for offering or selling the Units, Ordinary Shares and the Warrants or otherwise making them available to retail investors in the EEA has been prepared and therefore offering or selling the Units, Ordinary Shares and the Warrants or otherwise making them available to any retail investor in the EEA may be unlawful under the PRIIPs Regulation.

The Units, Ordinary Shares and the Warrants are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the United Kingdom. For these purposes, a "retail investor" means a person who is one (or more) of: (i) a retail client, as defined in point (8) of Article 2 of Regulation (EU) No 2017/565 as it forms part of domestic law by virtue of the European Union (Withdrawal) Act 2018 (the EUWA); (ii) a customer within the meaning of the provisions of the Financial Services and Markets Act 2000 (FSMA) and any rules or regulations made under the FSMA to implement Directive (EU) 2016/97, where that customer would not qualify as a professional client, as defined in point (8) of Article 2(1) of Regulation (EU) No 600/2014 as it forms part of domestic law by virtue of the EUWA; or (iii) not a qualified investor as defined in Article 2 of the UK Prospectus Regulation. Consequently, no key information document required by Regulation (EU) No 1286/2014 as it forms part of domestic law by virtue of the EUWA (the UK PRIIPs Regulation) for offering or selling the Units, Ordinary Shares and the Warrants or otherwise making them available to retail investors in the UK has been prepared and, therefore, offering or selling the Units, Ordinary Shares and the Warrants or otherwise making them available to any retail investor in the UK may be unlawful under the UK PRIIPs Regulation.

No action has been taken by the Company that would permit an offer of Securities or the possession or distribution of these materials or any other offering or publicity material relating to such Securities in any jurisdiction where action for that purpose is required.

The release, publication or distribution of these materials in certain jurisdictions may be restricted by law and therefore persons in such jurisdictions into which they are released, published or distributed, should inform themselves about, and observe, such restrictions.

These materials may include statements, including the Company's financial and operational medium-term objectives that are, or may be deemed to be, "forward-looking statements". These forward-looking statements may be identified by the use of forward-looking terminology, including the terms "believes", "estimates", "plans", "projects", "anticipates", "expects", "intends", "may", "will" or "should" or, in each case, their negative or other variations or comparable terminology, or by discussions of strategy, plans, objectives, goals, future events or intentions. Forward-looking statements may and often do differ materially from actual results. Any forward-looking statements reflect the Company's current view with respect to future events and are subject to risks relating to future events and other risks, uncertainties and assumptions relating to the Company's business, results of operations, financial position, liquidity, prospects, growth or strategies. Forward-looking statements speak only as of the date they are made.

Each of the Company, as well as Credit Suisse Securities, Sociedad de Valores, S.A. (Credit Suisse), the Underwriter, and ABN AMRO Bank N.V. (ABN AMRO), the Joint Bookrunner, and their respective affiliates expressly disclaims any obligation or undertaking to update, review or revise any forward-looking statement contained in these materials whether as a result of new information, future developments or otherwise.

Credit Suisse and ABN AMRO are acting exclusively for the Company and no one else in connection with any offering of Securities. They will not regard any other person as their respective clients in relation to any offering of Securities and will not be responsible to anyone other than the Company for providing the

protections afforded to their respective clients nor for providing advice in relation to any offering of Securities, the contents of these materials or any transaction, arrangement or other matter referred to herein. Neither Credit Suisse nor ABN AMRO, or any of their respective subsidiary undertakings, affiliates or any of their respective directors, officers, employees, advisers, agents, alliance partners or any other entity or person accepts any responsibility or liability whatsoever for, or makes any representation, warranty or undertaking, express or implied, as to the truth, accuracy, completeness or fairness of the information or opinions in these materials (or whether any information has been omitted from these materials) or any other information relating to the group, its subsidiaries or associated companies, whether written, oral or in a visual or electronic form, and howsoever transmitted or made available or for any loss howsoever arising from any use of these materials or its contents or otherwise arising in connection therewith. Accordingly, Credit Suisse and ABN AMRO disclaim, to the fullest extent permitted by applicable law, all and any liability, whether arising in tort or contract or that they might otherwise be found to have in respect of these materials and/or any such statement.

This announcement does not constitute a prospectus. An offer to acquire Securities pursuant to the proposed offering will be made, and any investor should make his investment, solely on the basis of information that will be contained in the prospectus to be made generally available in the Netherlands in connection with such offering. When made generally available, copies of the prospectus may be obtained at no cost from the Company or through the website of the Company.

This document contains information that qualifies as inside information within the meaning of Article 7(1) of Regulation (EU) No 596/2014 on market abuse.

In connection with the Offering, each of Credit Suisse and ABN AMRO and any of their affiliates, may take up a portion of the Units in the Offering as a principal position and, in that capacity, may retain, purchase, sell, offer to sell for its own account such Units and other securities of the Company or related investments in connection with the Offering or otherwise. In addition, each of Credit Suisse and ABN AMRO and any of their affiliates may enter into financing arrangements (including swaps or contracts for differences) with investors in connection with which each of Credit Suisse and ABN AMRO and any of their affiliates may from time to time acquire, hold or dispose of Units. None of the Underwriters or their affiliates intends to disclose the extent of any such investment or transactions otherwise than in accordance with any legal or regulatory obligations to do so.

Information to distributors

Solely for the purposes of the product governance requirements contained within: (a) MiFID II; (b) Articles 9 and 10 of Commission Delegated Directive (EU) 2017/593 supplementing MiFID II; and (c) local implementing measures (together, the MiFID II Product Governance Requirements), and disclaiming all and any liability, whether arising in delict, tort, contract or otherwise, which any "manufacturer" (for the purposes of the MiFID II Product Governance Requirements) may otherwise have with respect thereto, the Units have been subject to a product approval process, which has determined that the Units, the Ordinary Shares and the Warrants are: (i) compatible with an end target market of investors who meet the criteria of professional clients and eligible counterparties, each as defined in MiFID II; and (ii) eligible for distribution through all distribution channels as are permitted by MiFID II (the Target Market Assessment). Notwithstanding the Target Market Assessment, "distributors" (for the purposes of the MiFID II the Product Governance Requirements) should note that: the price of the Ordinary Shares and the Warrants may decline and investors could lose all or part of their investment; the Ordinary Shares and the Warrants offer no

guaranteed income and no capital protection; and an investment in the Units, the Ordinary Shares and the Warrants is compatible only with investors who do not need a guaranteed income or capital protection, who (either alone or in conjunction with an appropriate financial or other adviser) are capable of evaluating the merits and risks of such an investment and who have sufficient resources to be able to bear any losses that may result therefrom. The Target Market Assessment is without prejudice to the requirements of any contractual, legal or regulatory selling restrictions in relation to the Offering.

For the avoidance of doubt, the Target Market Assessment does not constitute: (a) an assessment of suitability or appropriateness for the purposes of MiFID II; or (b) a recommendation to any investor or group of investors to invest in, or purchase, or take any other action whatsoever with respect to the Units.

Each distributor is responsible for undertaking its own target market assessment in respect of the Units, the Ordinary Shares and the Warrants and determining appropriate distribution channels.