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THIS ANNOUNCEMENT CONTAINS INSIDE INFORMATION FOR THE PURPOSES OF ARTICLE 7 OF THE MARKET ABUSE REGULATION (EU) 596/2014 AS IT FORMS PART OF UK DOMESTIC LAW BY VIRTUE OF THE EUROPEAN UNION (WITHDRAWAL) ACT 2018 ("MAR"), AND IS DISCLOSED IN ACCORDANCE WITH THE COMPANY'S OBLIGATIONS UNDER ARTICLE 17 OF MAR. IN ADDITION, MARKET SOUNDINGS (AS DEFINED IN MAR) WERE TAKEN IN RESPECT OF CERTAIN OF THE MATTERS CONTAINED IN THIS ANNOUNCEMENT, WITH THE RESULT THAT CERTAIN PERSONS BECAME AWARE OF SUCH INSIDE INFORMATION, AS PERMITTED BY MAR. UPON THE PUBLICATION OF THIS ANNOUNCEMENT, THIS INSIDE INFORMATION IS NOW CONSIDERED TO BE IN THE PUBLIC DOMAIN AND SUCH PERSONS SHALL THEREFORE CEASE TO BE IN POSSESSION OF INSIDE INFORMATION.

## Fonix Mobile PLC

("Fonix" or the "Company")

### Result of Secondary Placing

Fonix Mobile plc (AIM:FNX), the UK focused mobile payments and messaging company, announces that it has been informed by the Selling Shareholders that, further to the announcement made at 7 a.m. on 23 June 2022 (the "**ABB Announcement**"), they have successfully sold a total of 6,666,667 Placing Shares at a price of 150 pence per Placing Share. The Placing Shares in aggregate represent approximately 6.67 per cent. of the Company's issued share capital.

Capitalised terms in this announcement shall have the same meaning ascribed to them as in the ABB Announcement unless the context requires otherwise.

On completion of the Placing the Selling Shareholders, shall have the following resultant shareholdings:

<u>Selling Shareholder</u>	<u>Shareholding immediately prior to the Placing</u>	<u>Number of Placing Shares sold</u>	<u>Resultant holding</u>	
			<u>Ordinary Shares</u>	<u>% of Issued Share Capital</u>
William Neale* (Non-Executive Director) <sup>1</sup>	26,432,749	3,605,461	22,827,288	22.8%
Richard Thompson* <sup>2</sup>	10,180,933	1,388,692	8,792,241	8.8%
Robert Weisz* (Chief Executive Officer)	8,482,361	1,157,005	7,325,356	7.3%
Marcus Kern <sup>3</sup>	1,137,426	155,146	982,280	1.0%
Rupert Horner* <sup>4</sup>	942,778	128,596	814,182	0.8%
Stephen George	738,306	73,830	664,476	0.7%

Andrew Oliver*	536,137	73,130	463,007	0.5%
Louisa Harris	454,968	62,058	392,910	0.4%
Anthony Baladi	227,490	22,749	204,741	0.2%
Total	49,133,148	6,666,667	42,466,481	42.5%

\* Denotes a member of the Concert Party. The resultant holding of the Concert Party on completion of the Placing is 40,222,074 ordinary shares in the Company, representing 40.2% of the total voting rights in the Company.

1. All shares held by William Neale are held through Ganton Limited, a company owned and controlled by William Neale.
2. All shares held by Richard Thompson are held through Starnevesse Limited a company owned and controlled by Richard Thompson
3. Includes shares held by Margaraeta Kern, wife of Marcus Kern
4. All shares held by Rupert Horner are held through Magnolia Capital Limited a company owned and controlled by Rupert Horner
5. Of Andrew Oliver's total holding, 378,007 are held through Sparticus Limited, a company owned and controlled by Andrew Oliver

The notification at the end of this announcement, set out in accordance with the requirements of the EU Market Abuse Regulation, provides further details of the transactions.

The Placing was conducted through an accelerated bookbuild by finnCap Ltd ("**finnCap**") acting as bookrunner. Proceeds of the Placing are payable in cash on usual settlement terms and the Placing is expected to settle on or around 7 July 2022.

#### **Enquiries:**

#### **Fonix Mobile plc**

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Rob Weisz, Chief Executive Officer

Michael Foulkes, Chief Financial Officer

#### **finnCap Ltd (Nominated Adviser & Broker)**

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Jonny Franklin-Adams / Seamus Fricker (Corporate Finance)

Alice Lane / Sunila de Silva (ECM)

#### **Notes to editors**

Founded in 2006, Fonix provides mobile payments and messaging services for clients across media, telecoms, entertainment, enterprise and commerce.

When consumers make payments, they are charged to their mobile phone bill. This service can be used for ticketing, content, cash deposits and donations. Fonix's service works by charging digital payments to the mobile phone bill, either via carrier billing or SMS billing. Fonix also offers messaging solutions.

Based in London, Fonix is a fast growth business used by blue chip clients such as ITV, Bauer Media, BT, Global Media, Comic Relief and Children in Need to name a few.

**Notification and public disclosure of transactions by persons discharging managerial responsibilities and persons closely associated with them**

<b>1.</b>	<b>Details of the person discharging managerial responsibilities / person closely associated</b>		
a)	Name	Robert Weisz	
<b>2.</b>	<b>Reason for the Notification</b>		
a)	Position/status	Chief Executive Officer	
b)	Initial notification/Amendment	Initial Notification	
<b>3.</b>	<b>Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor</b>		
a)	Name	Fonix Mobile plc	
b)	LEI	213800GBZCWQ7HR2ZE92	
<b>4.</b>	<b>Details of the transaction(s): section to be repeated for (i) each type of instrument; (ii) each type of transaction; (iii) each date; and (iv) each place where transactions have been conducted</b>		
a)	Description of the Financial instrument, type of instrument	Ordinary shares of 0.01p each ("Ordinary Shares")	
	Identification code	GB00BN789668	
b)	Nature of the transaction	Sale of Ordinary Shares	
c)	Price(s) and volume(s)	<b>Price(s)</b>	<b>Volume(s)</b>
		150p	1,157,005
d)	Aggregated information: <ul style="list-style-type: none"> <li>Aggregated volume</li> <li>Price</li> </ul>	As in 4c) above	
e)	Date of the transaction	23 June 2022	
f)	Place of the transaction	London Stock Exchange, AIM Market (XLON)	

<b>1.</b>	<b>Details of the person discharging managerial responsibilities / person closely associated</b>	
a)	Name	William Neale

<b>2.</b>	<b>Reason for the Notification</b>	
a)	Position/status	Non-Executive Director
b)	Initial notification/Amendment	Initial Notification
<b>3.</b>	<b>Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor</b>	
a)	Name	Fonix Mobile plc
b)	LEI	213800GBZCWQ7HR2ZE92
<b>4.</b>	<b>Details of the transaction(s): section to be repeated for (i) each type of instrument; (ii) each type of transaction; (iii) each date; and (iv) each place where transactions have been conducted</b>	
a)	Description of the Financial instrument, type of instrument	Ordinary shares of 0.01p each ("Ordinary Shares")
	Identification code	GB00BN789668
b)	Nature of the transaction	Sale of Ordinary Shares
c)	Price(s) and volume(s)	<b>Price(s)</b>
		<b>Volume(s)</b>
		150p
		3,605,461
d)	Aggregated information: <ul style="list-style-type: none"> <li>• Aggregated volume</li> <li>• Price</li> </ul>	As in 4c) above
e)	Date of the transaction	23 June 2022
f)	Place of the transaction	London Stock Exchange, AIM Market (XLON)

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No prospectus, admission document or offering document has been or will be prepared in connection with the Placing. Any investment decision to buy securities in the Placing must be made solely on the basis of publicly available information. Such information is not the responsibility of and has not been independently verified by the Selling Shareholders, finnCap or any of their respective affiliates.

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finnCap, which is authorised and regulated by the Financial Conduct Authority in the United Kingdom, is acting only for the Selling Shareholders in connection with the Placing and will not be responsible to anyone other than the Selling Shareholders for providing the protections offered to the clients of finnCap, nor for providing advice in relation to the Placing or any matters referred to in this

announcement, and apart from the responsibilities and liabilities (if any) imposed on finnCap by the Financial Services and Markets Act 2000, any liability therefore is expressly disclaimed. Any other person in receipt of this announcement should seek their own independent legal, investment and tax advice as they see fit.

References to time in this announcement are to London time, unless otherwise stated. All times and dates in this announcement may be subject to amendment.

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Neither the content of the Company's website nor any website accessible by hyperlinks on the Company's website is incorporated in, or forms part of, this announcement.

#### **Information to Distributors**

**Solely for the purposes of the product governance requirements contained within: (a) EU Directive 2014/65/EU on markets in financial instruments, as amended ("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 tort, contract or otherwise, which any "manufacturer" (for the purposes of the MiFID II Product Governance Requirements) may otherwise have with respect thereto, the Placing Shares have been subject to a product approval process, which has determined that the Placing Shares are: (i) compatible with an end target market of (a) retail investors, (b) investors who meet the criteria of professional clients and (c) 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 should note that: the price of the Placing Shares may decline and investors could lose all or part of their investment; the Placing Shares offer no guaranteed income and no capital protection; and an investment in the Placing Shares 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 Placing. Furthermore, it is noted that, notwithstanding the Target Market Assessment, finnCap will only procure investors who meet the criteria of professional clients and eligible counterparties.**

**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 Placing Shares.**

**Each distributor is responsible for undertaking its own target market assessment in respect of the Placing Shares and determining appropriate distribution channels.**

