Facedrive: A \$1B+ ESG Stock Promote with a Collapsing Core Business, Flailing Business Pivots, and Multi-Million Dollar Payments to an Opaque BVI Entity; 95% downside

- Facedrive recently went public with the core premise of being an "eco-friendly" ride hailing app allowing users to select electric vehicle or hybrid options. EV excitement has fueled the stock to a \$1.4 billion market cap and an absurd 908x revenue multiple.
- Facedrive's Canada-based ridesharing business appears to be dramatically impaired by COVID. While the company claims "13,000" registered drivers on the platform, we estimate current active drivers at ~500-600 total.
- Rather than focusing on tackling just one resource-intensive highly competitive market like ridesharing, Facedrive recently entered a second—food delivery. We found Facedrive's platform has a total of 17 restaurants compared to UberEats' 400,000 and GrubHub's 300,000.
- We called several of the "most popular" restaurants on the Facedrive Foods page. One didn't seem to have a working phone number, and two said they don't use Facedrive anymore.
- Despite all this, Facedrive has propelled itself to a shocking \$1.4 billion market cap on a slew of buzzword-laden press releases. This has been helped by stock promoters who received payment through an opaque newly-renamed BVI-registered entity. The deal was inappropriately disclosed as being related to marketing the rideshare platform (not the stock). The site admits in its disclaimers that stocks often plunge after their promotion cycle ends.
- In May 2020, Facedrive paid \$8.2 million to promoters for 1 month of services. This is the largest promotion payment we have ever seen, and was greater than Facedrive's entire operating budget over the last twelve months (LTM).
- Additionally, the company has engaged in multiple related party transactions. Its 2019 filing statement detailed paying 4 entities controlled by its CEO, representing approximately 24% of its 2019 operating expenses.
- We do not think Facedrive's core ride hailing business is viable and we find its "marketing" and related party spends to be extraordinary and alarming. We have serious doubts about the veracity of the company's claims relating to its ill-conceived side projects that appear hastily thrown together for PR value.
- Facedrive's CEO was Chairman/CEO of another a public company, Creative Vistas, which precipitously plummeted 99%.
- We believe this "story" stock is heading toward a hard repricing, as we see *de minimis* overall value in the company's operations. Our 1-year price target is \$0.70, representing 95% downside.

Background: A Struggling Ridesharing Company with Limited Resources and No Defensible Competitive Niche

Facedrive was founded in 2016 with the core premise of being an "eco-friendly" ridesharing app. It allows riders to choose environmentally friendly vehicles by giving them electric, hybrid or gas-powered options.

The company soft launched its app in Ontario in late 2017 and currently operates in a handful of Canadian locations [Pg. 21].

Facedrive's stock, on the other hand, gives the impression of a robust business; recently rocketing higher with the help of numerous buzzword-laden press releases, despite limited tangible underlying operations.

The stock has spiked about ~640% since it <u>came public via reverse merger</u> in September 2019, propelled by over \$8 million in paid promotion inappropriately disclosed as platform marketing. This is the most expensive stock promotion campaign we have ever seen.

Facedrive currently trades at a ~\$1.4 billion valuation, or an obscene ~908x revenue multiple based on run-rate from last quarter's \$388k sales. This makes Facedrive the most expensive technology company over \$1bn in the world on an EV / sales basis. We believe Facedrive's ride hailing business is fundamentally flawed and unlikely to generate significant sales (particularly based off of our current research, to be presented). Meaningful sales growth would come at the cost of significant cash that the company doesn't have.

The ridesharing industry operates as an intensely price competitive near duopoly, where incumbents Uber and Lyft have incurred a cumulative multi-billion dollar annual cash burn in order to even maintain market share. Ridesharing is generally priced near the cost to provide the ridesharing service, where Facedrive is forced to offer services below market price due to lack of brand recognition.

Facedrive has very few users, minimal resources, and no sustainable differentiator (Uber or Lyft could easily add electric vehicle options if they ever felt it worthwhile to eliminate Facedrive's supposed 'niche'.)

COVID materially disrupted the ridesharing industry earlier in the year; a shock that even Uber and Lyft have not fully recovered from. Analysts now expect that Lyft will do 40% less sales than was estimated at the start of the year.

Likely seeing the writing on the wall for its ridesharing prospects, the company has decided to pivot wildly with launches of products spanning an array of disparate industries. These include:

- 1. A COVID-19 contact tracing app
- 2. An Uber Eats / GrubHub clone
- 3. An eCommerce marketplace
- 4. A trivia app

All of these endeavors are, at best, poorly conceived and executed ideas or, at worst, a series of PR stunts with limited real business intention behind them. Given Facedrive's lack of progress in these areas, we lean toward the latter.

Facedrive displays several more worrying signs, including numerous related party transactions with its CEO and a highly unusual series of payments to an opaque newly-named entity in the British Virgin Islands.

We think Facedrive is a story stock whose tale is in the process of unraveling. We anticipate a sharp repricing of shares in the immediate future and see de minimis overall value in the company's operations.

Part I—Troubling Signs: An \$8.2 Million Payment to an Opaque BVI Entity for a Month of "Marketing", Numerous Related Party Transactions, and a CEO with a History of Destroying Shareholder Value

Facedrive's Unusual Deal With "Medtronics Online Solutions Ltd", A Newly Renamed BVI Entity

In May 2020, Facedrive <u>announced</u> it had hired a company called Medtronics Online Solutions Ltd. to "perform marketing and strategic consulting services". In the announcement, Facedrive's CEO strongly suggested that the services were part of a global marketing campaign to expand visibility of the company's ridesharing platform, its core business:

"As Facedrive prepares for global expansion, it is more important than ever to get our 'peopleand-planet first' message across to audiences not only in Canada, but in the United States and Europe, in the most efficient and effective way. With that in mind, I am excited to work with Medtronics, whose unique marketing strategy and proven global outreach will help us ensure that our first-of-its-kind eco-friendly ride-sharing platform reaches the widest audience possible with maximum impact," said Facedrive CEO Sayan Navaratnam."

The price for the "marketing and strategic consulting" services was steep. The company later <u>disclosed</u> that it had paid Medtronics 800,000 shares for its initial month of services, valued at \$8.2 million, *and* an obligation to pay 105,000 shares *each month for the next 7 months*. The shares are subject to certain lock-up restrictions, per the arrangement.

Neither announcement stated which jurisdiction Medtronics was located in – and finding it was no trivial task. Medtronics is described as having a global marketing presence, yet Google has just 3 results for the entity outside of the Facedrive announcement (and all 3 were actually related to the announcement).



We located the entity in the British Virgin Islands, registered to nominee directors. <u>BVI Corporate</u> records show that the entity had been named Leacap Ltd. up until about a month before the Facedrive contract, when it changed its name to Medtronics.

POST-INCORPORATION	ON TRANSACTIONS	Page 1 of 4
Change of Company N	Name or Add/Change of Foreign Character Name	
BVI Company No.	1975800	
Company Name	: LEACAP LTD	
Foreign Character Name	*	
Company Type 2	: Segregated Portfolio Company	
	Restricted Purpose Company Non-Profit Organisation Private Trust Company	
Type Of Company Name Change	Only English Name Only Foreign Name Both English and Foreign Name Retain English Name and Remove Foreign Name Change English Name and Remove Foreign Name	
Proposed Name:	: Medtronics Online Solutions	
Suffix:	Ltd	
Date of Change:	13/02/2020	

Medtronics Appears to Be Associated with OilPrice.Com, a Stock Promotion Site. But This Apparent Promotional Arrangement Has Unusual Features

LeaCap Ltd. is <u>associated</u> with OilPrice.com, a website known for stock promotion. The site has issued at least 7 articles touting the glowing promises of Facedrive and its stock since March. [1,2,3,4,5,6,7]

We found the deal with Medtronics to be unusual for a number of reasons:

- **1. Size.** Facedrive paid \$8.2 million to Medtronics in an initial payment. Facedrive's entire operating budget over the last twelve months (LTM) was \$6.3 million, meaning the company paid 130% of its LTM operating budget for one month of services, with additional payments to follow. [Pg. 4, Pg. 8, Pg. 4] Typically, promoters are paid in the 5 or low 6 figures (i.e. \$20-\$150k). We have yet to see a promoter paid this much or in such disproportion to a company's financials.
- **2. Opacity.** The newly-changed Medtronics BVI entity had zero online footprint, making it challenging to even identify. BVI requires users to pay in order to even search a company name.
- **3. Misleading Disclosure.** As shown above, the Facedrive announcement suggested Medtronics is being paid to market its *platform*, not its stock. We view Facedrive's disclosure as misleading. Furthermore, OilPrice.com added a custom <u>disclaimer</u> to its Facedrive articles that strikes us as a fig leaf meant to mirror Facedrive's dubious disclosure:

"An affiliated company of Oilprice.com... has signed an agreement to be paid in shares to provide services to expand ridership and attract drivers in certain jurisdictions outside Canada and the United States."

Facedrive <u>doesn't currently operate</u> anywhere outside of Canada and has barely made headway in its home market, as we will show.

If it was not clear enough, OilPrice.com characterizes itself as the following:

Who Visits OilPrice.com?

Our rapidly expanding and influential audience consists of investors, fund managers, resource bankers, traders, energy market professionals and high net worth individuals from around the world, but mainly the US, Canada, UK and Australia.

In other words, this is a stock promotion agreement between Oilprice.com and Facedrive which has been inappropriately disclosed as a marketing agreement for the *platform*.

Furthermore, the content is unmistakably promotional. On <u>Apr 21st</u>, OilPrice.com published an article about "6 Visionaries Shaping the Future of Transportation", which compared major public company CEOs such as Amazon's Jeff Bezos, Google's Sundar Pichai, Tesla's Elon Musk, Virgin's Richard Branson… and Facedrive's Sayan Navaratnam.

#2 Sayan Navaratnam

While Branson, Bezos and Musk are busy with "fly-me-to-the-moon" sentiments, Sayan Navaratnam-- planning to join the other transportation gurus—is quietly making moves on a more Earthly scale.

Another article describes Facedrive as part of the sustainability movement and <u>declares</u> "Buffet [sic], Bezos And Blackrock Are Betting Big On This \$30 Trillion Mega-Trend".

What does that have to do with recruiting drivers outside of the U.S. and Canada?

(It does not appear that Buffett or Blackrock have stakes in Facedrive. Also, the name is spelled "Buffett" with two t's—a buffet is a self-serve style of casual dining.)

Buffet, Bezos And Blackrock Are Betting Big On This \$30 Trillion Mega-Trend

By Ian Jenkins - May 28, 2020, 6:00 PM CDT



OilPrice.com shows the following <u>disclaimer</u> on its articles, which suggests that stocks it profiles have a habit of spiking then plummeting once it stops touting them. The language appears to us to be all but saying "stocks featured on our site pump then dump":

"This communication is for entertainment purposes only... Frequently companies profiled in our alerts experience a large increase in volume and share price during the course of investor awareness marketing, which often end as soon as the investor awareness marketing ceases."

We expect Facedrive is already on the back half of this "awareness marketing" trajectory.

mega trend of sustainable investing, their competition may have caught up.

Related-Party Transactions—The Company Paid 24% of its 2019 Operating Expenses to Related Parties Controlled by the CEO

We found other troubling signs in Facedrive's brief history as a public company. Despite its modest size, Facedrive has relied extensively on a network of companies controlled by its CEO. The company's 2019 filing statement detailed paying no fewer than 4 entities controlled by its CEO, providing everything from marketing, to call center services, product development and office space. [Pg. 64]

Non-Arm's Length Party Transactions

Dynalyne, a related company controlled by Sayanthan Navaratnam, the CEO, director and co-founder of Facedrive, provides consulting services and product development to Facedrive. Total expenses charged to Facedrive were \$390,700 for the three-month period ended March 31, 2019 and \$568,000 for the fiscal year ended December 31, 2018.

Facedrive also engages DependableIT through Dynalync, a related company controlled by Sayanthan Navaratnam, the CEO, director and co-founder of Facedrive, to provide call center services to Facedrive. See "Part III – Information Concerning Facedrive – General Development of the Business". Total expenses charged to Facedrive for DependableIT's services are included in the expenses charged by Dynalync.

Decosta is a related company controlled by Sayanthan Navaratnam, the CEO, director and co-founder of Facedrive, provides marketing services to Facedrive. Total expenses charged to Facedrive was \$60,000 for the fiscal year ended December 31, 2018.

Connex is a related company controlled by Sayanthan Navaratnam, the CEO, director and co-founder of Facedrive, subleases offices space in Ontario to Facedrive. See "Part III – Information Concerning Facedrive – Narrative Description of the Business – Platform Offerings – Facedrive Locations". In addition, Facedrive was indebted to Connex in the aggregate principal amount of \$750,000 evidenced by a demand non-interest bearing promissory note. The indebtedness owing to Connex represents payment made by Connex on Facedrive's behalf for operating expenses and was repaid in Facedrive Class B Shares pursuant to a debt conversion agreement dated March 31, 2019.

In total, the company expensed \$1.26 million to related entity Dynalync for R&D and operational support in 2019, representing over 24% of the company's annual operating expenses. [Pg. 9]

Facedrive's CEO Already Has One Public Company Failure. The Stock is Down 99% Over its Life and Currently Trades on The OTC Pink Sheets.

This also isn't Facedrive CEO Sayan Navaratnam's first foray into the public markets.

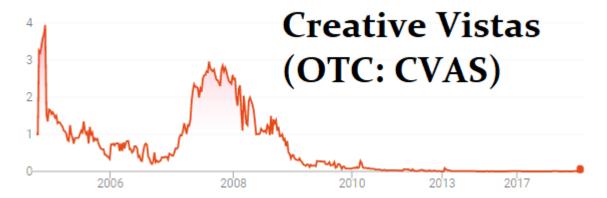
He was also Chairman/CEO of Creative Vistas, a broadband systems integrator primarily focused on servicing Canadian customers of Rogers Communications. Navaratnam was named Chairman and CEO of the company in 2004. [Pg. 3]

Despite glowing initial promises, the company was ultimately unable to service its debt due to lackluster revenue and cash flow. Navaratnam ended up <u>purchasing the company</u>'s main operating <u>subsidiary</u> for \$1 plus the assumption of the company's debt. [Pg. 20]

In February 2011, the company <u>ceased being quoted</u> on the OTC Bulletin Board and was relegated to the OTC Pink Sheets.

It appeared to cease filing around 2012 and trades today for \$0.03 on the U.S. Over the Counter markets – representing ~99% downside for anyone who owned the stock at almost any point during its primary operating history.

Navaratnam is <u>still listed</u> on the company's website as the Chairman of the Board, which describes him as "the visionary who plays a key role for the growth strategy of Creative Vistas".



Given that Navaratnam brings the same "visionary" talents to Facedrive, we decided to dig further into the company's prospects and operations.

Part II: Swimming Against a Tidal Wave—Facedrive Has Little-to-No Long-Term Prospects in Ridesharing

In an industry with virtually no *technological* barriers to entry, ridesharing companies are locked in an arms race to establish the largest rider & driver networks as the key competitive moat. After ~3 years of operation, Facedrive is nowhere close to making a dent.

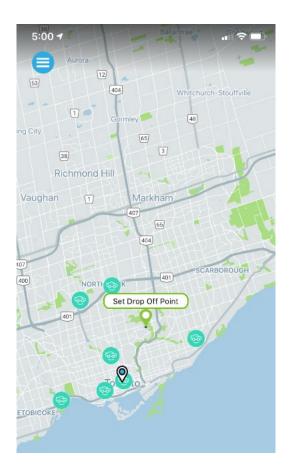
Facedrive Claims 13,000 Drivers, But the App Shows Few Drivers in Its Key Markets

Creating a vibrant network of drivers and users is essential for the success of any ridesharing platform.

A March 2020 Facedrive <u>investor presentation</u> seemed to suggest great progress along that path, boasting of 13,000 drivers *registered* on its platform. **However, after our own analysis, interviews, and testing we suspect the number of active drivers is significantly lower, likely in the range of 500-600.**

For context, the company reported gross fees from rides of \$852,200 in Q1 2020, which implies about 6-7 rides per working day for 500-600 drivers, given the historical average fee of \$10/ride. [Presentation Pg. 20]

This estimate was corroborated by our field testing. In the key Downtown Toronto region, we found the app regularly had only 2-4 drivers available. The most drivers we found at one time in Downtown Toronto was 7, which appeared on 5:00pm on a Friday (end of week rush hour/happy hour).



Facedrive support confirmed that all available drivers appear on the app's map.

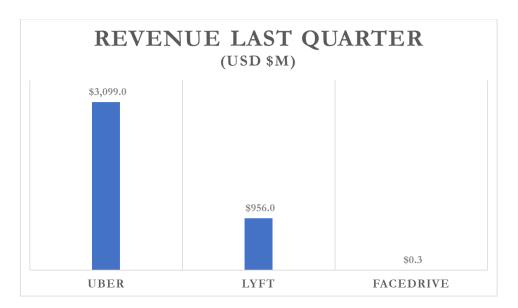
Anecdotally, an industry colleague attempted a short trip in Toronto but the app was unable to match them with a ride after a 10-minute wait. After the match failed, **Facedrive support called their phone to ask if they still wanted a ride** (like a traditional, non-app-based taxi service). They described the experience as "very strange".

In a call with Facedrive support, the rep acknowledged to us that they do not have enough drivers in Downtown Toronto and that they often attempt to call in drivers from other areas, which increases wait times and worsens the user experience. He said in Scarborough they were more active, with $^{\sim}10$ -15 drivers on the road at any given time.

Our review of the app showed that in Ottawa, which the company <u>launched</u> amidst much fanfare in the beginning of July, generally had zero to two drivers at a time. London, Ontario had around 10-15 drivers on the road during our testing.

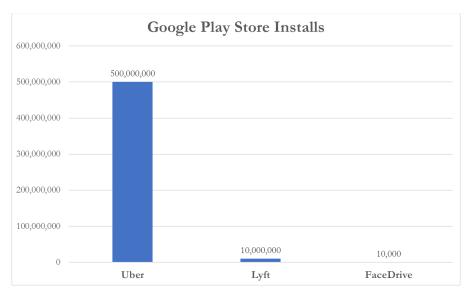
With Few Drivers, It Is No Wonder Facedrive Has Minimal Revenues

After ~3 years of operation, Facedrive's revenue doesn't even show up relative to competitors.



Facedrive Has Minimal Android and iOS Installs Relative to Its Main Competitors

We get another glimpse of how Facedrive fares relative to industry leaders by tracking downloads on Android's Google Play store and Apple's App store. On Google Play, the largest market, <u>Uber</u> has 500+ million installs and <u>Lyft</u> has 10+ million, while <u>Facedrive</u> has barely eclipsed 10,000.

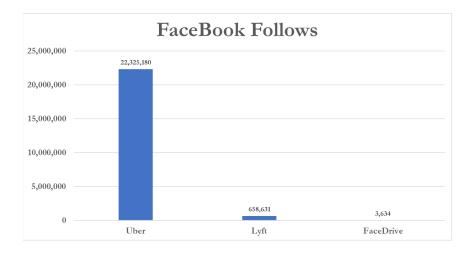


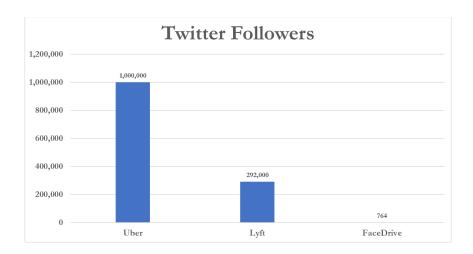
On the Apple App Store, which doesn't display installs but does show number of ratings, we see Uber with 1.2 million ratings, Lyft with 8.2 million and Facedrive with just 10.



Facedrive Has a Virtually Non-Existent Social Media Presence

Despite its lack of userbase and lack of revenue, Facedrive seems well-suited for social media, where it could gain support for its stated mission of sustainability. However, we see that as of this writing it has only 3,634 follows on Facebook and 764 followers on Twitter. These numbers pale in comparison to the combined millions of followers shared between Uber and Lyft.





Facedrive's User Reviews on Google and Apple Are Worse Than Both of Its Main Competitors

Beyond its lack of revenue, lack of a user base, and lack of social media presence, Facedrive has worse user reviews than rivals, making it tough to gain market share based on user satisfaction and word of mouth.

Facedrive users regularly complain of being unable to get rides and poor/delayed customer service.

App Ratings

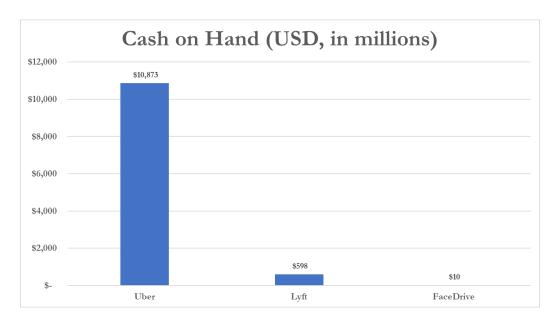
	Uber	Lyft	F	aceDrive
App Store		4.7	4.9	4.4
Google Play		3.9	3.8	3.2

Cash Poor: Facedrive Has Less Than 0.1% of the Cash Balance of Its Industry Leading Competitor; With Cash of Just US\$10 Million Compared to Uber's US\$10.8 Billion

Facedrive clearly has a lot of catching up to do, which in the capital-intensive ridesharing industry requires substantial cash resources. The path to winning new drivers and riders often requires cash incentives, lower rates and extensive hardware and support infrastructure.

Uber, for example, has an accumulated deficit of over \$19 billion owing to its "first mover advantage" and large historical expenditures that propelled it to dominate new markets around the globe. [Pg. 4] It will likely burn substantially more cash before reaching profitability (if it ever gets there). Last quarter alone, Uber burned about \$850 million in cash. [Pg. 9]

As of the latest quarter, Uber and Lyft had war chests of about \$10.8 billion and \$600 million, respectively. By comparison, Facedrive's change purse consists of ~\$10 million, which includes the proceeds from its recent <u>financing rounds</u>.



Over the past 4 quarters, Facedrive has burned \$5.2 million in operating cash flow while generating only \$951 thousand in revenue. These numbers do not bode well, and Facedrive's cash burn has increased alongside revenue quarter by quarter.

Part III: Off-Road—Facedrive's Numerous Business Pivots Suggest a Company Flailing Without Clear Direction after a Lack of Success in its Core Rideshare Business

Startups that struggle with their original idea will often undergo a "pivot" or a significant change in business direction, in an effort to reinvent themselves and find a sustainable niche. Sometimes, when businesses try to opportunistically cash in on trendy PR lingo that has lifted other companies' stock prices, they will engage in *more than one* pivot (see our recent <u>reporting</u> on Ideanomics, for example).

Given its hurdles in ride hailing, we were not surprised to see Facedrive attempt to change course. However, rather than picking one project, the company has launched numerous disparate buzzword-laden projects in the past several months, including:

- 1. A **COVID-19** contact tracing app that aims to employ "AI" (COVID stocks have surged over the last few months.)
- 2. An Uber **Eats**/Grubhub clone called Facedrive Foods (Grubhub was recently the target of a takeover bidding war.)
- 3. An eCommerce **marketplace** (eCommerce stocks are skyrocketing as lockdown has kept everyone at home.)
- 4. A trivia app.

Facedrive is single-handedly attempting to succeed in ride share, ESG, COVID-19 tracing, AI, food delivery, and more. The company and its' promoters use terms such as AI, Machine Learning, TaaS (Transportation as a Service), ESG, and EV to describe itself. While the collective endeavors have lent themselves well to numerous buzzword-laden press releases, none of the efforts appear to be succeeding.

Facedrive's Pivot to COVID-19 Contact Tracing App Developer—Emails with Partners Raise Questions About the Company's Claims of Advanced Progress

COVID-19 had a materially negative impact on ride sharing services (ex. Lyft's Q2 consensus revenue estimates were cut 66%). At first, the company conflated itself with COVID by stating that it will offer discounted rides for healthcare workers and dedicated "COVID-19 Trained" drivers.

Then, Facedrive announced a hard pivot.

On <u>April 20th 2020</u>, the company announced that it had created an app to help with COVID-19 contact tracing. The language of the announcement strongly suggested the app was already developed/created and was approaching a near-term release:

"Facedrive...is pleased to announce that in collaboration with University of Waterloo, has developed (sic) "TraceScan", a digital contact-tracing app designed to support nationwide efforts to slow the spread of COVID-19."

"TraceScan was created in an effort to offer ongoing frontline assistance in response to the COVID-19 pandemic"

"The app is expected to release within the next 30 days."

Despite these representations, we reviewed emails with the University of Waterloo professor leading the project which directly contradict Facedrive's statements.

As of May 17th, almost a month after Facedrive's above April 20th announcement, the professor stated that a Memorandum of Understanding (MoU) was in place, but no agreement had been formalized and resources still needed to be allocated to the project. Note that according to Facedrive's April 20th announcement, the "developed" app was set to be released around this time. Contrary to these representations, there apparently was not even a final agreement in place to *begin* development.

Despite the apparent lack of an agreement, Facedrive has continued to issue press releases suggesting significant progress.

On May 28th, the company <u>announced</u> that the University of Waterloo was working to enhance the TraceScan platform with AI, which it expected would be ready for testing in 30 to 90 days. Waterloo was also apparently developing Bluetooth-based wearables:

"Facedrive Health and Waterloo researchers are also developing Bluetooth-based wearables that will improve contact tracing accuracy and real-time monitoring of the recovery progress through measurement of specific vital signs."

Despite this announcement, in late June, emails reviewed with the University of Waterloo showed that the contract appeared to still be unsigned, and that the new focus was on applications for the workplace.

The change of focus to the workplace is likely because Facedrive had been competing for a contract from the government of Canada to be the country's official COVID-19 tracing app. In mid-June, the government

<u>announced</u> that it selected its own <u>Federally-backed project</u> for the task, closing the door to a major potential opportunity for Facedrive.

The company continues to tout its app, however. This week, Facedrive <u>announced</u> that its wearables were available on the Microsoft App store "by invitation only". This means that the app is not accessible to the general public, making it very difficult to assess its functionality.

We have reached out to the University of Waterloo professor for an update on the project this week but have not heard back as of this writing.

We have also reached out directly to Facedrive's CEO to ask for clarification on (i) the status of the company's contact tracing app; (ii) whether/where it is actively being used; (iii) whether the wearables are able to be purchased; (iv) who manufactures the wearables, and; (v) whether a formal contract (not an MoU) is or ever was in place with the University of Waterloo.

We have not heard back as of this writing, but we hope the CEO provides the market more clarity on what exactly they have developed and when they developed it — especially given the claims and relatively vague details provided in company press releases.

Facedrive Foods—An Uber Eats/Grubhub Clone with No Credible Shot at Success

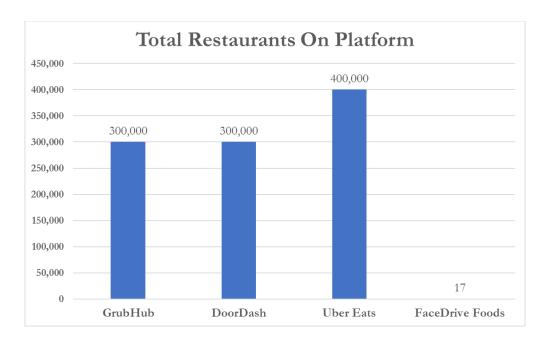
Rather than focusing on tackling just one resource-intensive highly competitive market like ridesharing, Facedrive recently entered a second—food delivery.

Facedrive launched "<u>Facedrive Foods</u>" around <u>May of this year</u> in an attempt to compete with Uber Eats. (Facedrive Foods is alternately referred to as <u>Eats by Facedrive</u> on its website, without clear explanation for the mixed branding).

One of the benefits of having a large, vibrant, user network is the ability to launch new complimentary services. This is probably why Uber launched Uber Eats, which tapped into its large existing network of drivers and users to monetize personal transportation in a different way.

This is also probably why Facedrive, with its lack of an existing significant network, should **not** be launching a food delivery service.

Unsurprisingly, Facedrive Foods/Eats by Facedrive appears to be struggling. As of this writing, a total of 17 restaurants are <u>available</u> on its platform. Here is how Facedrive's platform compares to the primary apps in this steeply competitive market:



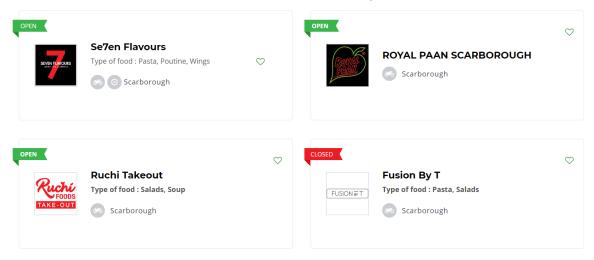
The company has also made a rather big deal out of an acquisition of certain assets of bankrupt Foodora, a failed food delivery service in Canada.

Facedrive has issued <u>multiple</u> announcements about what it termed the "<u>major</u>" acquisition of Foodora assets, which seem to consist of marketing lists purchased from the company out of bankruptcy. Terms of the <u>deal</u> show that Facedrive paid \$500,000 for the customer and restaurant lists of the failed company and can now market to them "subject to customer consent and opt in".

Facedrive Foods—We Called Several of the "Most Popular" Restaurants on the Platform. Two Said They Don't Work with Facedrive Anymore and the 3rd Had a Non-Working Number

We called the first several "most popular" restaurants on the Facedrive Foods page.

Choose From Most Popular



Here is what we were found (we have the calls recorded):

- 1. Se7en Flavours: The phone number from Google and other websites didn't work for us.
- 2. Royal Paan: The person answering said they use DoorDash, Uber and Skip but not Facedrive.
- 3. Ruchi Takeout: The person answering checked with co-workers to see if they still work with Facedrive and then replied "No we don't do that anymore, Facedrive."
- 4. "Fusion by T": We couldn't actually locate a store front for Fusion by T as it appears to be a catering service. We noticed an Instagram account that seemed affiliated with Facedrive as it linked directly to the site.



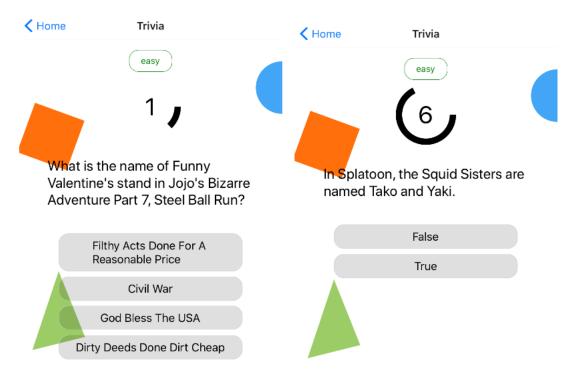
Facedrive's Newly Launched Trivia App Somehow Managed to Rack Up Dozens of 5-Star Reviews Before it Even Launched

On June 17th the company announced the <u>launch</u> of a trivia app in order to "encourage building connections and practice social distancing" during COVID. It is a <u>separate app</u> from Facedrive requiring its own download.

As of this writing, the app had 2 reviews on the Apple App store, and about 150 reviews on Google Play.

About 1/3 of the apps ratings on <u>Google Play</u> were from June 11th—six days before the <u>announced</u> launch of the app. All were 5 stars. Exactly one month later, on July 11th, the app gained another burst of 17 reviews, all but one of which were 4 stars, including reviews from users such as "Justin Bieber" and "Tom Hanks".

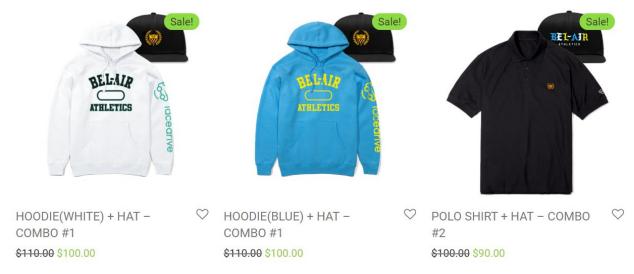
We tried the app and found the questions to be fairly unusual:



It is unclear what the monetization plan for the trivia app might be if it ever manages to establish a significant userbase.

Facedrive's New "MarketPlace"—An eCommerce Store That Once Again Seems to Spread the Company Thin, with Little to Show for It

In May 2020 Facedrive <u>launched</u> the "highly anticipated" Facedrive <u>MarketPlace</u>, which seems to largely sell hoodies and hats branded with Facedrive and a brand called "Bel Air" for ~\$100. We can't imagine these are hot sellers.



With limited engineering resources, including a historical reliance on outsourced product development, it seems that Facedrive is spreading its thin resources broadly.

Conclusion: A Frothy Market Lifts Many Boats, But We Don't Expect This to Remain One of Them. Like All Stock Promotes, Facedrive Will Fall Back to Earth

We do not think Facedrive's core ride hailing business is viable and we find its "marketing" and related party spends to be extraordinary alarming – recall this is the largest payment we have ever seen for stock promotion. We have doubts about the veracity of the company's claims relating to its COVID contact tracing app. Its trivia app, its Uber Eats clone, and its marketplace strike us as ill-conceived side projects likely hastily thrown together for show.

With about a year of cash on its books, Facedrive will almost assuredly launch more 'new' initiatives, but we think this "story" stock is heading toward a hard repricing and see eventual full downside.

Disclosure: We are short shares of Facedrive

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 From:
 Sunny Puri

 To:
 Nathan

 Subject:
 RE: FD

Date: Thursday, July 23, 2020 8:00:53 AM

Attachments: <u>image001.qif</u>

Back in 5-10.

-Sunny Puri | Anson Funds

Phone: (416) 447-8874 | Mobile: (416) 317-7874

From: Nathan <nathan@hindenburgresearch.com>

Sent: July 23, 2020 7:42 AM

To: Sunny Puri <spuri@ansonfunds.com>; Michael Roussel <mroussel@ansonfunds.com>

Subject: RE: FD

Review attached for any required final edits/changes.

Nathan Anderson, CFA, CAIA | Founder | O: (917) 378-1158 | www.hindenburgresearch.com |

Linkedin

From: Sunny Puri < spuri@ansonfunds.com >

Sent: Thursday, July 23, 2020 6:33 AM

To: Nathan < nathan@hindenburgresearch.com >; Michael Roussel < mroussel@ansonfunds.com >

Subject: RE: FD

Updated, use this, ignore last.

From: Nathan < nathan@hindenburgresearch.com >

Sent: July 23, 2020 6:29 AM

To: Sunny Puri <<u>spuri@ansonfunds.com</u>>; Michael Roussel <<u>mroussel@ansonfunds.com</u>>

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This all looks based on the old draft rather than the new draft?

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To: Nathan < nathan@hindenburgresearch.com >; Michael Roussel < mroussel@ansonfunds.com >

Subject: RE: FD