

ASX RELEASE

ASX Code: ESE

24 June 2020

Notice Under Section 708A(5) of the Corporations Act 2001

This notice is given by eSense-Lab Limited (**ASX:ESE**) ("**eSense**" or the "**Company**") in relation to the issue of the following issues of CHESS Depository Interests over ordinary shares (**Shares**) by the Company:

- a. 251,250,000 Shares issued by the Company on 24 June 2020 pursuant to the Placement announced on 14 April 2020;
- b. 2,000,000 Shares issued by the Company on 24 June 2020 under the Company's CEO Employment Terms that were approved by the Company's Shareholders at the Annual General Meeting held on 9 June 2020; and
- c. 4,611,111 Shares issued by the Company on 24 June 2020 issued under ASX Listing Rule 7.1 to consultants for services provided to the Company

Further information relating to the issue of the Shares is detailed in the attached Appendix 2A.

The Corporations Act 2001 (Cth) (**Act**) restricts the on-sale of securities issued without disclosure unless the sale is exempt under section 708 or 708A of the Act. By giving this notice, the Shares detailed in the attached Appendix 2A will fall within the exemption in section 708A(5) of the Act.

Pursuant to section 708A(5)(e) of the Act the Company gives notice that:

- a. the Shares were issued without disclosure to investors under Part 6D.2 of the Act;
- b. the Company is providing this notice under paragraph (5)(e) of section 708A of the Act;
- c. as at the date of this notice, the Company has complied with the provisions of Chapter 2M of the Act as they apply to the Company;
- d. as at the date of this notice, the Company has complied with section 674 of the Act; and
- e. as at the date of this notice, there is no information:
 - i. that has been excluded from a continuous disclosure notice in accordance with the ASX Listing Rules; and
 - ii. that investors and their professional advisers would reasonably require for the purpose of making an informed assessment of:
 - A. the assets and liabilities, financial position and performance, profits and losses and prospects of the Company; or
 - B. the rights and liabilities attaching to the Shares.

The Company notes that it is in negotiations with various parties in relation to potential distribution agreements for products that are the subject of the recent joint ventures announced to ASX. Details on these arrangements will be announced to ASX if and when the Company is able to conclude negotiations and sign binding agreements.

This announcement has been authorised by the Board of Directors of eSense.



Ends

For further information, please contact:

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About eSense-Lab | Registered office: Suite 6, 295 Rokeby Road, Subiaco Western Australia, Australia 6008

eSense-Lab Ltd (ASX:ESE) is a life sciences company creating virtual plant-based products for medicinal and recreational consumption. Headquartered in Israel, eSense-Lab combines genetics, mRNA expression, phytochemical characterisation and unique formulations to generate comprehensive models of rare or high value plants. With multi-disciplinary research and development expertise, eSense has game-changing techniques and unique reverse-engineering capabilities, placing it at forefront of the growing international terpene market. eSense has created virtual cannabis, with all the characteristics of the real plant, without the psychoactive and heavily regulated cannabinoid compound, for mass consumer consumption.

To learn more, please visit www.esense-lab.com.

