



ASX ANNOUNCEMENT

23 October 2017

ESENSE-LAB SIGNS BINDING OFF-TAKE AGREEMENT WITH SINGAPORE STRATEGIC PARTNER VALUED AT MINIMUM US\$540,000 to US\$600,000

- Binding Conditional Off-take Agreement valued at a **minimum of US\$540,000 to US\$600,000 within the first 12 months**
- Distribution pending of eSense products into **the rapidly growing Asian market**

Life sciences company **eSense-Lab Ltd** (“**eSense**” or the “**Company**”), (**ASX:ESE**), is pleased to advise that it has signed a Binding Off-take Agreement (“**Agreement**”) with Singapore strategic partner, Advanced Technology Management Private Limited (“**ATM**”), for the distribution of eSense’s product line within Singapore (“**Territory**”).

ATM is a leader in cross-border business development, advising in setting up and managing business centers in Asia. ATM has been consistently owned and managed by the same team since establishment in 2007, and has a track record of providing independent advice to diverse corporate and technology sponsor clients from North America, Europe and Asia.

ATM has assisted numerous multinational corporations and technology companies to increase strategic value by bringing to bear knowledge and expertise on transactions and alliances between companies in Asia and the West. ATM work across many sectors and have strong regional experience in Asia, with particularly deep expertise in the, Healthcare & Life Sciences, Technology, Chemicals Industrials and Services sectors.

Pursuant to the terms of the agreement, ATM has agreed to purchase a minimum quantity of eSense’s products within the first 12 months. ATM will pay a pre-determined price depending on the type of product or formulation, with the value of the Agreement based on the **minimum commitments being between US\$540,000 and US\$600,000** (depending on the type of products purchased).

Commenting on the Agreement, CEO Haim Cohen, said: “I am very pleased that eSense has executed another significant commercial order for its unique medical cannabis terpene profiles. This is an excellent outcome for the Company in entering its first territory within the rapidly growing and extensive Asian market. We are looking forward to a long-standing relationship with ATM and will work closely with our new partner to expand eSense’s product output within this exciting territory. This relationship further demonstrates the ability for eSense’s unique, high quality products to be rapidly adopted and commercialized across numerous end applications and territories.”



Additional Terms of the Agreement

The total sum of payments due to eSense under the minimum commitments pursuant to the Agreement will be satisfied in stages, and allows for ATM to receive any necessary Approvals (if required) for sales and distribution within the territory, as well as for marketing, sales and distribution to commence (“**Approvals**”).

ATM is required to apply for and use its best efforts to obtain all such Approvals (if required), with eSense required to provide all reasonable assistance required in connection with this process. It is anticipated that these Approvals will be received within three to six months of the date of the Agreement. eSense may terminate the Agreement if the Approvals are not obtained within 9 months of the Agreement.

The Agreement is binding and as such grants ATM exclusivity for distribution with the Singapore territory. eSense has the right to either terminate the Agreement, or continue with the Agreement subject to this right of exclusivity ceasing to apply in the event that ATM fails to satisfy its minimum commitments under the Agreement.

The Agreement is for an initial term of one year (unless terminated earlier) commencing on the date that the Approvals have been obtained, and will automatically renew for one year terms unless either party provides the other with written notice at least 90 days prior to the expiry of the term that it elects not to renew the Agreement.

The Agreement contains additional provisions considered customary for agreements of this nature, including with respect to intellectual property, representations and warranties, indemnification and general provisions.

This announcement brings the Company out of trading halt.

Ends

About eSense-Lab

eSense-Lab (ASX: ESE) is a life sciences company specialising in the commercialisation of the phytochemical profiling of plants. The Company combines genetics, mRNA, protein expression and phytochemical profiles to generate a comprehensive model of rare or high value plants. eSense-Lab can then use this model to ‘reverse engineer’ a terpene profile, which is a naturally occurring formulation of different individual terpenes which together account for many of the plant’s health and medical benefits, whilst also exactly replicating the flavour, fragrance and other desired characteristics of the targeted plant, at a more sustainable and cheaper cost.

To learn more about eSense – Lab, visit www.esense-lab.com

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