

ASX RELEASE

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PROPOSED ACQUISITION OF MY PLAY COMPANY LIMITED

iSentric Limited (ASX:ICU) is pleased to announce that it has today executed a term sheet for the proposed acquisition of My Play Company Limited ("My Play"). My Play is a leader in the mobile gaming market in Myanmar.

Myanmar with a population of 54.7 million people, is a frontier market in South East Asia which has experienced significant growth the telecommunications industry through the expansion of existing carriers and entry of new carriers. Myanmar has 45 million mobile phone subscribers which is continuing to grow and likely to cross the 100% penetration rate (one phone per person) this year.

The growth in Myanmar's mobile phone penetration has enabled the mobile gaming market to experience significant growth, which is reflective of the mobile gaming market in South East Asia which is currently valued in excess of \$US 1 billion and expected to grow to \$US2.2 billion by 2018.

My Play's suite of games and its experienced management team will work with iSentric's Digital Media Services division to;

- Continue to expand the business in Myanmar;
- Leverage the mobile gaming product suite into iSentric's Malaysian, Indonesian and other South East Asian operations; and
- Utilise the My Play payment platform to extend iSentric's current Digital Payments technology.

Details of the Proposed Acquisition

iSentric propose to fund the acquisition of My Play with a combination of shares and cash, which will be finalised after iSentric has completed due diligence. Key elements of the Term Sheet include;

1. Consideration will be capped at \$A6 million,
 - a. With consideration split 50% cash and 50% iSentric shares;
 - b. Payable over three tranches;
2. Consideration will be based on future earning of My Play with earn-out over a two-year period;
3. Key management will be required to execute employment contracts of not less than three years; and
4. iSentric shares issued as part of the consideration will be subject to escrow for 12 months from the dates of issue.

The proposed acquisition is subject to due diligence and receipt of all regulatory approvals.



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Background on My Play

My Play was founded by Mr. Myint Kyaw Thu and Mr. Zaw Ye Myint, and is a game developer and publisher specialising in mobile games development in Myanmar. The founders have operated in the gaming industry for more than 10 years.

Currently, My Play has 3 games amongst the Top 10 local mobile games in Myanmar (Shan Koe Mee World, Pawthoot Run and Trishaw Master Nga Pain). These games are part of a portfolio of products showcased on My Play's own social gaming platform which currently has 1 million active gamers.

My Play is more than just a game developer; My Play's own social gaming platform is an integrated social platform which serves as the basis for their multiplayer card games and role playing games, with comprehensive features which allow users to chat, trade virtual currencies, virtual items, stickers whilst providing news broadcasting platform.

My Play has also developed its own payment platform, MyPAY which has over 160 agents throughout Myanmar which are currently used for in game purchases.

My Play's gaming platform is connected to all telecommunication companies in Myanmar, Telenor, MPT and Oredoo which provides access to over 45 million mobile subscribers.

My Play's has been recognised through a number of awards, including;

1. In August 2015, My Play became finalist in ACYIF 2015 (ASEAN Youth Creative Industry Fair), which is the first competition of its kind where it aims to spotlight at innovative and creative works from youths of ASEAN and Japan; and
2. At 2016 Tokyo Game show, Rickshaw Napain of the game Trishaw Master Nga Pain won best character award.

CEO of iSentric, Sean Tham said: "The proposed acquisition meets all the key acquisition criteria of the company. My Play is profitable and has unique mobile game technology which we plan to utilise through our existing Gamebuffet platform in Malaysia and Indonesia. The MyPAY platform also provides an excellent fit with iSentric's Digital Payment division.

A significant advantage of My Play's games and technology platform is that subscribers access the games through mobile applications, which allows the business to reach all smart phone subscribers, and is therefore not dependent on any one telecommunication carrier. My Play has an experienced and committed management team, and I am confident that upon completion of the proposed acquisition that My Play will maintain its high growth for a number of years to come".

For further information:

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