

ASX Release

Odotech transaction

21 December 2017

Further to recent announcements regarding the Odotech transaction, Envirosuite Limited (“the Company”) is pleased to provide the attached presentation setting out the key transaction details as well as the rationale and integration strategy.

The Company also advises that it will release its quarterly updates ongoing in the month following the end of each quarter with the next update being in January 2018.

For further information contact enquiries@envirosuite.com

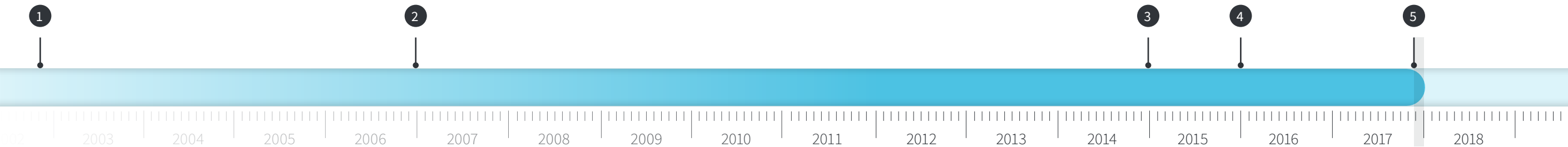
Envirosuite Investor update

Odotech transaction

Odotech Transaction - Timeline

- 1 **2000** Odotech Inc operates global operations out of Montreal, Canada
- 2 **2007** Odotech starts selling its OdoWatch platform – Odour and air quality monitoring
- 3 **2015** Envirosuite identifies Odotech as potential acquisition target
- 4 **FY2016-17** Envirosuite holds exploratory discussions with Odotech with aim of acquiring client base and migrating to Envirosuite's platform

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 - a **Early November 2017** Trustee appointed for Odotech Inc
 - b **Late November 2017** Envirosuite makes bid for Odotech Inc assets
 - c **Early December 2017** Envirosuite bid accepted subject to Due Diligence and Court Approval
 - d **December 20th 2017** Court Approves bid, transaction completed



Transaction details



- \$450,000 CAD (\$458,000 AUD) to acquire the assets of Odotech Inc
- One-off cash settlement
- Sale structured as an asset purchase with key assets including:
 - Existing client projects and maintenance contracts
 - Family of patents related to the Enose (electronic nose) hardware, business names, trademarks, domain names
 - Digital marketing materials
 - OdoWatch software platform
 - Inventory of sensor hardware
 - Accounts receivable (circa \$300K)
 - Shares in continuing Chilean entity
- Offers of employment made and accepted by 12 Odotech employees in Canada
- 9 employees continuing in Chile
- Offices retained in Montreal (Canada) and Santiago (Chile)



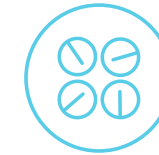
Odotech acquisition rationale for Envirosuite



Attractively priced opportunity to acquire an existing client base, extensive commercial relationships, intellectual property and additional technical functionality



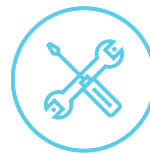
Complements Envirosuite's international expansion strategy



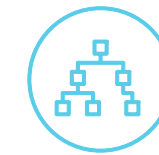
Further strengthens Envirosuite's positioning in one of its key market verticals – Wastewater



Adds deep industry knowledge, expertise and an instant presence in target geographies



The technical integration provides scope for additional functionality across all Envirosuite platform applications

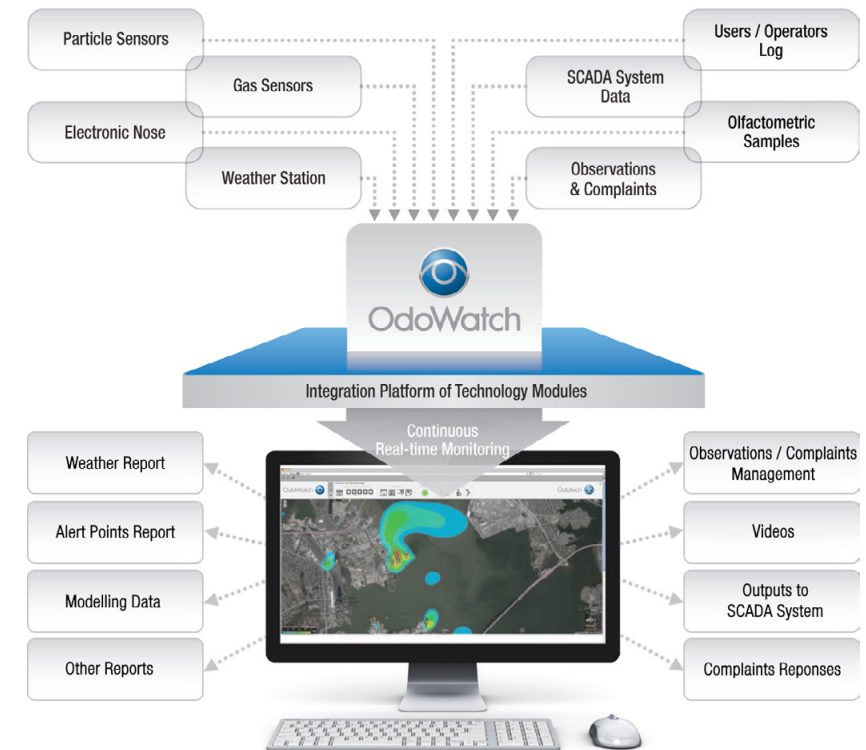


Envirosuite adds significant additional value to Odotech clients through adding the key proprietary pillars of its platform including: complaints management, source identification and predictive functionality



Odotech's historical market offering

- Odour monitoring and management solution for industry and government
- 'OdoWatch' is Odotech's platform and typically includes sensor hardware, real-time software platform and maintenance services.
- The platform has been installed at 120 sites historically and there are over 70 existing clients around the world
- Historical revenue model generally comprised of an upfront capex fee followed by an optional maintenance fee commencing after the 1 year warranty period
- Envirosuite intends to transition clients to it's recurring subscription revenue model



Envirosuite and Odotech are highly complementary

	Envirosuite	Odotech
Offices	Brisbane, Sydney, San Francisco (USA), Denver (USA), Madrid (Spain)	Montreal (Canada), Santiago (Chile)
People	28	23
Clients	35	70+
Revenues	\$1.574 mil*	\$4.56 mil*
Revenue model	SaaS	Product sales and consulting
Sectors	Wastewater Mining Regulatory Oil & Gas Ports	Wastewater Pulp & Paper Composting Municipal Government

* Annualised Envirosuite subscription revenues as at 30 June 2017

* Audited revenue for the Odotech Group for the Canadian FYE 30 April 2017 (assuming 1:1 exchange rate AUD/CAD). It is important to note however that as Envirosuite purchased selected assets from the bank appointed Trustee and that given the intended remodeling of revenues to Saas, that Odotech's historical revenues should not be relied upon as a guide to future performance.



Sample of existing Odotech Clients

Name	Country
City of Edmonton	Canada
City of Ottawa	Canada
Consulair	Canada
Énergie Valéro/Ultramar	Canada
Greater Vancouver Regional District	Canada
Harmony Beef Company	Canada
Régie des Matières Résiduelles	Canada
Stablex	Canada
Apcytel	Colombia
Veolia Water Technologies	France

Name	Country
Geotermica Para El Desarrollo	Mexico
Doosan Heavy Industries	Oman
Yorkshire Water	UK
United Utilities	UK
Clean Water/San Francisco	USA
EnviroSolutions Inc.	USA
Trinity River Authority	USA
City of Escalon	USA
City of Cincinnati	USA
Port of Anacortes	USA

Envirosuite also inherits existing work in progress as well as a global prospect pipeline



Integration Strategy

- Secure existing and prospective clients
- Technical integration of OdoWatch into Envirosuite to produce the world's leading platform for odour monitoring and management
- Ensure newly engaged employees are well integrated with the existing Envirosuite team and aligned with the group strategy
- Collect receivables and complete existing projects
- Potentially migrate all clients to the Envirosuite platform and SaaS revenue model as soon as commercially practical
- Engage and develop strategic distribution partners
- Maintain patented intellectual property for potential future value realisation such as sale or licensing





For more information please contact:

[Peter White](#)
Chief Executive Officer

Phone: +61 7 3004 6404
Email: peter.white@envirosuite.com

www.envirosuite.com

