



3 May 2021

Australian Securities Exchange (ASX) Announcement

### Total Brain signs HoA for Direct-to-Consumer market with Hamptons Life

**Total Brain (ASX: TTB, the Company)** has entered into a non-binding Heads of Agreement (HoA) with Hamptons Life to provide an exclusive, perpetual global license for the development and commercialization of a Direct-to-Consumer (D2C) version of the Total Brain platform.

Hamptons Life is a fast-growing health and wellness organization focused on disease prevention through lifestyle changes. The partnership is focused on the development and commercialization of a Direct-to-Consumer version of the Total Brain platform and the co-development of a product that integrates physical fitness, mental health, and nutrition using clinical-grade science. The key commercial terms, to be included in a binding legal agreement which will be executed in the near term, are:

- A\$6m fee to TTB, paid upfront, for a perpetual, global exclusivity license, product integration and development services performed over 3 years;
- An annual maintenance fee to TTB of A\$0.35m;
- An option for TTB to acquire up to 50% ownership in the D2C business within 5 years;
- Minimum annual commercial outcomes required for exclusivity to be maintained.

Total Brain continues to execute its current business strategy (B2B, Affinity, Clinical markets) while accelerating its Direct-to-Consumer strategy at low-risk with an aligned group of partners with deep roots in the health and wellness category.

Louis Gagnon, Total Brain Managing Director and CEO stated that “our priority remains the closing of the existing B2B, Affinity and Clinical opportunities sitting in our sales pipeline which includes but is not limited to those that are a result of our relationship with partners such as IBM. If we can convert these opportunities and successfully develop this partnership to combine mental health-exercise-nutrition resources to build the best “lifestyle medicine” applications in the world, we will not only accelerate our strategy but we will significantly increase our number of end users (database) and our short and long-term value to shareholders.”

Matt Burgess, Hamptons Life CEO, stated “we are thrilled to partner with Total Brain on a cutting-edge product that addresses all aspects of a person’s health – both physical and mental. We look forward to integrating our offerings to provide consumers a best-in-class, clinical-grade, data-driven solution that can deliver preventive healthcare at a large scale.”

### Investor Conference Call

Investors are invited to participate in a conference call with TTB management on **Tuesday, 4<sup>th</sup> May 2021, at 10:00am (AEST)**, via the following toll-free dial-in numbers:

Australia: 1 800 896 323 / United States: 1 855 731 0983; passcode: 12352182.

Investors are encouraged to submit questions in advance of the call to Nigel Kassulke at [Nigel.Kassulke@teneo.com](mailto:Nigel.Kassulke@teneo.com).



*This release has been approved by the Directors of the Company.*

For further queries please contact:

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**About Total Brain Limited (ASX: TTB)**

Total Brain Limited is a San Francisco and Sydney-based company that has developed and offers Total Brain, the world's first mental health self-monitoring & self-care platform powered by the largest standardized brain database. Its SaaS platform has helped more than 1 million registered users to-date scientifically measure and optimise their brain capacities while managing the risk of common mental conditions. Benefits for employers, large organisations and insurers include productivity improvements and healthcare cost reduction. For more information, please visit [www.totalbrain.com](http://www.totalbrain.com) and follow us on [Twitter](#), [LinkedIn](#) and [Facebook](#).

**About Hamptons Life**

Hamptons Life is a fast-growing health and wellness organization focused on disease prevention through lifestyle changes. The company's mission is to enhance the quality of life of its members and community, while advocating for preventive healthcare globally. Hamptons Life is headquartered in Sydney with presence in the United States. For more information, please visit [www.hamptons.life](http://www.hamptons.life).