SenSen Investor Presentation
5 November 2021

ASX: SNS
OTCQB: SNNSF

sensen.ai
solving the impossible



Not for release to US wire services or distribution in the United States

Important Notice & Disclaimer

The following important notice and disclaimer applies to this investor presentation (**Presentation**) and you are therefore advised to read this carefully before reading or making any other use of this Presentation or any information contained in this Presentation.

This Presentation has been prepared by SenSen Networks Limited (ACN 121 257 412) and its subsidiaries (**SenSen** and **the SenSen Group**) and is dated 5 November 2021.

This Presentation has been prepared in relation to SenSen's:

a) institutional placement of new fully paid ordinary shares in SenSen (**New Shares**) to certain institutional and sophisticated investors under section 708A of the Corporations Act 2001 (Cth) (**Corporations Act**) (**Placement**); and

b) offer of New Shares under a share purchase plan (**SPP**) to be made under ASIC Corporations (Share and Interest Purchase Plans) Instrument 2019/547 of New Shares (the Placement and SPP are together, the Offer).

The SPP will comprise an offer to SenSen shareholders that:

a) are registered on the SenSen company register as a Shareholder on the record date; and

b) have a registered address in either Australia or New Zealand at that time; and

c) are not in the United States, and are not acting for the account or benefit of a person in the United States. If you are acting for the account or benefit of a person in the United States, you will not be eligible to participate in respect of the SPP Shares held for the account or benefit of that person.

The offer under the SPP is not made to Shareholders with a registered address outside of Australia or New Zealand.

This Presentation has been prepared solely for the use and benefit of the intended recipient. By accepting, accessing or reviewing this Presentation, or by attending an investor Presentation or briefing, you represent and warrant that you are entitled to receive this Presentation in accordance with the restrictions, and acknowledge and agree to the terms set out below.

For the purpose of this Important Notice and Disclaimer, the term **Affiliate** includes the shareholders of an entity, as well as the entity's respective advisers, affiliates, related bodies corporate, directors, officers, partners, consultants, employees and agents.

General information only

This Presentation contains general background information and summary information about SenSen, the SenSen Group, and their activities as at the date of this Presentation. This Presentation does not purport to and should not be considered to be comprehensive or to comprise all information which a shareholder or potential investor in SenSen may require when making an investment decision, nor does it contain all the information which would be required in a disclosure document prepared in accordance with the requirements of the Corporations Act.

This Presentation should be read in conjunction with SenSen's most recent financial report and SenSen's other periodic reports and continuous disclosure information released to the Australian Securities Exchange (**ASX**), which are available at www.asx.com.au. Reliance should not be placed on information or opinion contained in this Presentation, and, subject only to any legal obligation to do so, SenSen does not have any obligation to correct the content of this Presentation. This Presentation has been prepared by SenSen based on information available to it, including information from third parties, and has not been independently verified.

Not an offer, financial, product or investment advice

This Presentation is not a prospectus, disclosure document, product disclosure statement or other offering document under Australian law or the laws of any other jurisdiction (and will not be lodged with the Australian Securities and Investments Commission (ASIC) or any other foreign regulator). This Presentation is for information purposes only and is not an invitation, offer, solicitation, inducement or recommendation to subscribe, buy or sell New Shares, or any other financial products in any jurisdiction.

Nothing contained in this Presentation constitutes financial product, investment, legal, tax or other advice or any recommendation. It does not take into account the investment objectives, financial situation or needs or any particular investor. This Presentation does not and does not purport to contain all information necessary to make an investment decision, is not intended as an investment or financial advice (not tax, accounting or legal advice), must not be relied upon as such and does not and will not form any part of any contract or commitment for the acquisition of shares in SenSen. Before making an investment decision, you should consider the appropriateness of the information in this Presentation having regard to your own investment objectives, financial situation and needs and with their own professional advice. Neither SenSen nor its Affiliates are licensed to provide financial product advice in respect of SenSen shares.

Each recipient of this Presentation should make its own enquiries and investigations regarding all information included in this Presentation including but not limited to the assumptions, uncertainties and contingencies which may affect future operations of SenSen and the values and the impact that different future outcomes may have on SenSen.

Registered

Important Notice & Disclaimer

Not an offer, financial, product or investment advice (cont.)

Any decision to purchase New Shares in the SPP Offer must be made on the basis of the information to be contained in a separate SPP Offer booklet to be prepared by SenSen made available following its lodgment with the ASX (SPP Offer Booklet). Any eligible shareholder who wishes to participate in the SPP Offer should read and consider the SPP Offer Booklet before deciding whether to subscribe for and purchase New Shares under the SPP Offer. Anyone who wishes to subscribe for and purchase New Shares under the SPP Offer will need to follow the instructions contained in the SPP Offer Booklet and the Application Form which will accompany it.

This Presentation and its contents are provided on the basis that recipients will not deal in the securities or the financial products of SenSen in breach of applicable insider trading laws.

Past performance

Past performance, including past share price performance of SenSen and any financial or historical information in this Presentation is given for illustrative purposes only and is not indicative of future results and no person guarantees the performance of any financial product or service or the amount or timing of any return from it. There can be no assurance that the financial product or service will achieve any targeted return, that asset allocations will be met or that the financial product or service will be able to implement its investment strategy and investment approach or achieve its investment objective. Nothing contained in this Presentation nor any information made available to you is, or may be relied upon as, a promise, representation, warranty or guarantee, whether as to the past, present or future.

Forward looking statements

This Presentation contains forward looking statements, including but not limited to projections, guidance on future revenues, earnings, other potential synergies and estimates and the future performance of SenSen. Forward-looking words such as "anticipate", "expect", "should", "could", "may", "predict", "plan ", "project", "will", "believe", "opinion", "forecast", "aim", "estimate", "outlook", "guidance", "potential", "target", "likely", "intend", "propose" and other similar expressions are intended to identify forward looking statements. Forward looking statements also include indications of, and guidance on, future earnings and financial position and performance are also forward looking statements, the conduct and outcome of the Offer, the use of proceeds and the future performance of SenSen..

Nothing in this Presentation is a promise or representation as to the future. Forward looking statements are provided as a general guide only and should not be relied upon as an indication or guarantee of future performance. Actual results, performance or achievements may differ materially from those expressed or implied in such statement and any projections and assumptions on which these statements are based. These statements may assume the success of SenSen's business strategies. The success of any of those strategies will be realised in the period for which the forward looking statement may have been prepared or otherwise. You are cautioned not to place undue reliance on forward looking statements and except as required by law or regulation, and none of SenSen or its Affiliates assumes any obligation to update those forward looking statements.

No representation or warranty, express or implied, is made as to the accuracy, likelihood of achievement or reasonableness of any forecasts, prospects, returns or statements in relation to future matters contained in this Presentation. The forward looking statements are based on information available to SenSen as at the date of this Presentation. Except as required by law or regulation (including the ASX Listing Rules), none of SenSen or its Affiliates undertakes any obligation to provide any additional or updated information whether as a result of a change in expectations or assumptions, new information, future events or results or otherwise. Indications of, and guidance or outlook on, future earnings or financial position or performance are also forward looking statements.

Investors are strongly cautioned not to place undue reliance on forward looking statements, particularly in light of the current economic climate and the significant volatility, uncertainly and disruption caused by the Covid-19 pandemic.

Investment risk

An investment in SenSen shares is subject to known and unknown risks, some of which are beyond the control of SenSen and its directors, including possible loss of income ad principal invested. Neither SenSen nor any of its Affiliates guarantees any particular rate of return or the performance of SenSen, nor do they guarantee any particular tax treatment. You should have regard to the risk factors outlined in the Appendices (Key Risks) of this Presentation when making your investment decision. You should carefully consider these factors in light of your investment objectives, financial situation and particular needs (including financial and taxation issues) and seek professional advice from your stockbroker, solicitor, accountant, financial adviser, tax adviser or other independent professional adviser before deciding whether to invest in SenSen shares.

Cooling off rights do not apply to the acquisition of New Shares.

Financial Data

Unless otherwise stated, all dollar values in this Presentation are millions of Australian dollars (A$ million).

A number of figures, amounts, percentages, estimates, calculations of value and fractions in this Presentation are subject to the effect of rounding. Accordingly, the actual calculation of these figures may differ from the figures set out in this Presentation.

Investor Briefing

Important Notice & Disclaimer

Disclaimer

To the maximum extent permitted by law, each of SenSen, SenSen Group, the underwriter, and their respective Affiliates exclude and expressly disclaim:

a) all duty and liability (including, without limitation, any liability arising from fault, negligence or negligent misstatement) for any expenses, losses damage or costs (whether foreseeable or not) incurred by you as a result of your participation in, or failure to participate in, the Offer or the information in this Presentation being inaccurate or incomplete in any way for any reason, whether by negligence or otherwise;

b) any obligations or undertaking to release any updates or revisions to the information in this Presentation to reflect any change in expectations or assumptions; and

c) all liabilities in respect of, and make no representation or warranty, express or implied as to the fairness, currency, accuracy, reliability or completeness of information in this Presentation or any constituent or associated presentation, information or material, or the accuracy, likelihood of achievement or reasonableness of any forecasts, prospects or returns (or any event or results expressed or implied in any forward looking statement) contained in, implied by, the information in this Presentation or any part of it, or that this Presentation contains all material information about SenSen or which a prospective investor or purchaser may require in evaluating a possible investment in SenSen or acquisition of securities in SenSen.

The Lead Manager, its Affiliates, and SenSen's Affiliates:

a) have not independently verified any of the information in this Presentation and take no responsibility for any part of this Presentation or the Offer:

b) have not authorized, permitted or caused the issue, lodgment, submission, dispatch or provision of this Presentation;

c) make no recommendations as to whether you or your related parties should participate in the Offer nor do they make any representations or warranties to you concerning the Offer; and

d) do not make or purport to make any statements in this Presentation and there is no statement in this Presentation which is based on any statement by any of them.

You represent, warrant and agree that you have not relied on any statements made by the Lead Manager and its Affiliates in relation to the Offer and you further expressly disclaim that you are in a fiduciary relationship with any of them. You undertake that you will not seek to sue or hold the Lead Manager or its Affiliates liable in any respect in connection with this Presentation or the Offer (to the maximum extent permitted by law).

You acknowledge that determination of eligibility of investors for the purposes of the Offer is determined by reference to a number of factors, including legal and regulatory requirements, logistical and registry constraints and the discretion of SenSen and the Lead Manager. To the maximum extent permitted by law, SenSen, the Lead Manager and each of their Affiliates disclaim any and all duty or liability (including for negligence) in respect of that determination and the exercise or otherwise of that discretion.

The Lead Manager, together with its Affiliates, are full service financial institutions engaged in various activities, which may include trading, financing, financial advisory, investment management, investment research, principal investment, hedging, market making, brokerage and other financial and non-financial activities and services including for which they have received or may receive customary fees and expenses. In the ordinary course of their various business activities, the Lead Managers and their affiliates may purchase, sell or hold a broad array of investments and actively trade securities, derivatives, loans, commodities, currencies and other financial instruments for their own account and for the accounts of their customers, and such investment and trading activities may involve or relate to assets, securities and / or instruments of SenSen, its Affiliates and / or persons and entities with relationships with SenSen and / or its Affiliates. The Lead Managers and / or their Affiliates are acting as lead managers, Lead Managers and bookrunners to the Offer. The Lead Managers are acting for and providing services to SenSen in relation to the Offer. The Lead Managers have been engaged solely as independent contractors and are acting solely in a contractual relationship on an arm's length basis with SenSen. The engagement of the Lead Managers by SenSen is not intended to create any agency, fiduciary or other relationship between the Lead Managers and SenSen, its security holders or any other investors. The Lead Managers, in conjunction with their Affiliates, are acting in the capacity as such in relation to the Offer and will receive fees and expenses for acting in this capacity.

Except as required by applicable law or regulation (including the ASX Listing Rules), neither SenSen nor its Affiliates have any obligation to provide any additional or updated information, whether as a result of new information, future events or results or otherwise.

This document does not constitute an offer to sell or a solicitation of an offer to purchase any security or financial product or service in any jurisdiction.

International selling restrictions

This Presentation does not constitute an offer of New Shares in any jurisdiction in which it would be unlawful. In particular, this Presentation does not constitute an offer to sell, or a solicitation of an offer to buy, securities in the United States. Any securities described in this document have not been, and will not be, registered under the US Securities Act or the securities laws of any state or other jurisdiction of the United States and may not be offered or sold in the United States except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the US Securities Act and any other applicable United States state securities law. The shares to be offered and sold in the SPP may not be offered and sold to any person in the United States.

See further International Offer Restrictions in this Presentation.

Preliminary

Important Notice & Disclaimer

Other information

Photographs, logos and diagrams used in this Presentation that do not have descriptions are for illustration only and should not be interpreted to mean that any person shown in them endorses this Presentation or its contents or that the assets shown in them are owned by SenSen. Diagrams used in this Presentation are illustrative only and may not be drawn to scale.

General

Statements made in this Presentation are made only as at the date of this Presentation. The information in this Presentation remains subject to change without notice. SenSen may in its absolute discretion, but without being under any obligation to do so, update or supplement this Presentation. Any further information will be provided subject to the terms and conditions contained in this Important Notice and Disclaimer.

SenSen reserves the right to withdraw the Offer, or vary the timetable for the Offer, without notice.

ersonal use only)

For personal use only

Investment Highlights



Investment Highlights

Large addressable market opportunity	• Global artificial intelligence market valued at US$51.1 billion in CY2020[1] • Projected to reach US$641.3 billion in CY2028[1]
Industry leading platform	• SenDISA is a horizontal technology platform designed to serve multiple industries and markets • 14 patent families have been registered (5 granted & 9 pending)
Focus on large target markets	• Current focus on growth in the target markets of Cities, Casinos and Retail • Emerging market opportunities include solutions for airports, police and education

Outlook	• SenSen has announced FY2022 guidance of:
	  • Total revenue of > $11.0 million (FY2021: $5.5 million)
	  • Annual Recurring Revenue (ARR) growing to ~$8.0 million by the end of FY2022, representing multifold YoY growth (FY2021: $2.7 million)
	  • Net Revenue Retention of 120%+

Equity raising	• A placement to institutional investors at an issue price of $0.12 per share, targeting $5.0 million[2] • A Share Purchase Plan at the same price as the placement shares will also be offered to SenSen shareholders, targeting $5.0 million[2] • The issue price represents a discount of 7.7% to the closing price of SenSen shares on 4 November 2021 and a discount of 11.2% to the 30-day volume weighted average price • All Directors have committed to participating in the Equity Raising, as further outlined on page 21

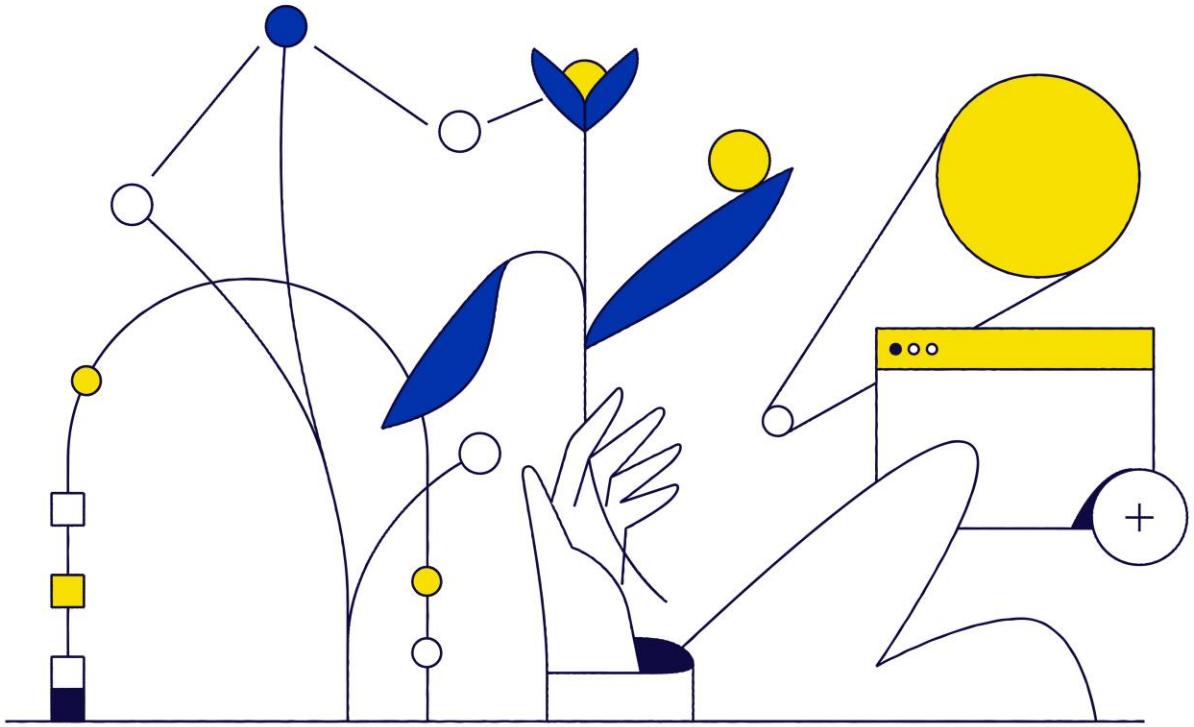
Use of funds	• Proceeds of the Offer will be used to:
	  • Continue investment in sales and marketing initiatives that have gained momentum since the appointment of senior sales and marketing resources in Q4 FY2021;
	  • Fund ongoing R&D, technology platform and product development, and patents; and
	  • Provide funding for working capital, project management and Offer costs

1. https://www.verifiedmarketresearch.com/product/global-artificial-intelligence-market-size-and-forecast-to-2025/
2. SenSen reserves the right to accept less or more than this amount, subject to investor demand.

personal use only

ersonal use only

Overview of SenSen



SenSen Overview

A world leader in **Sensor AI** solutions

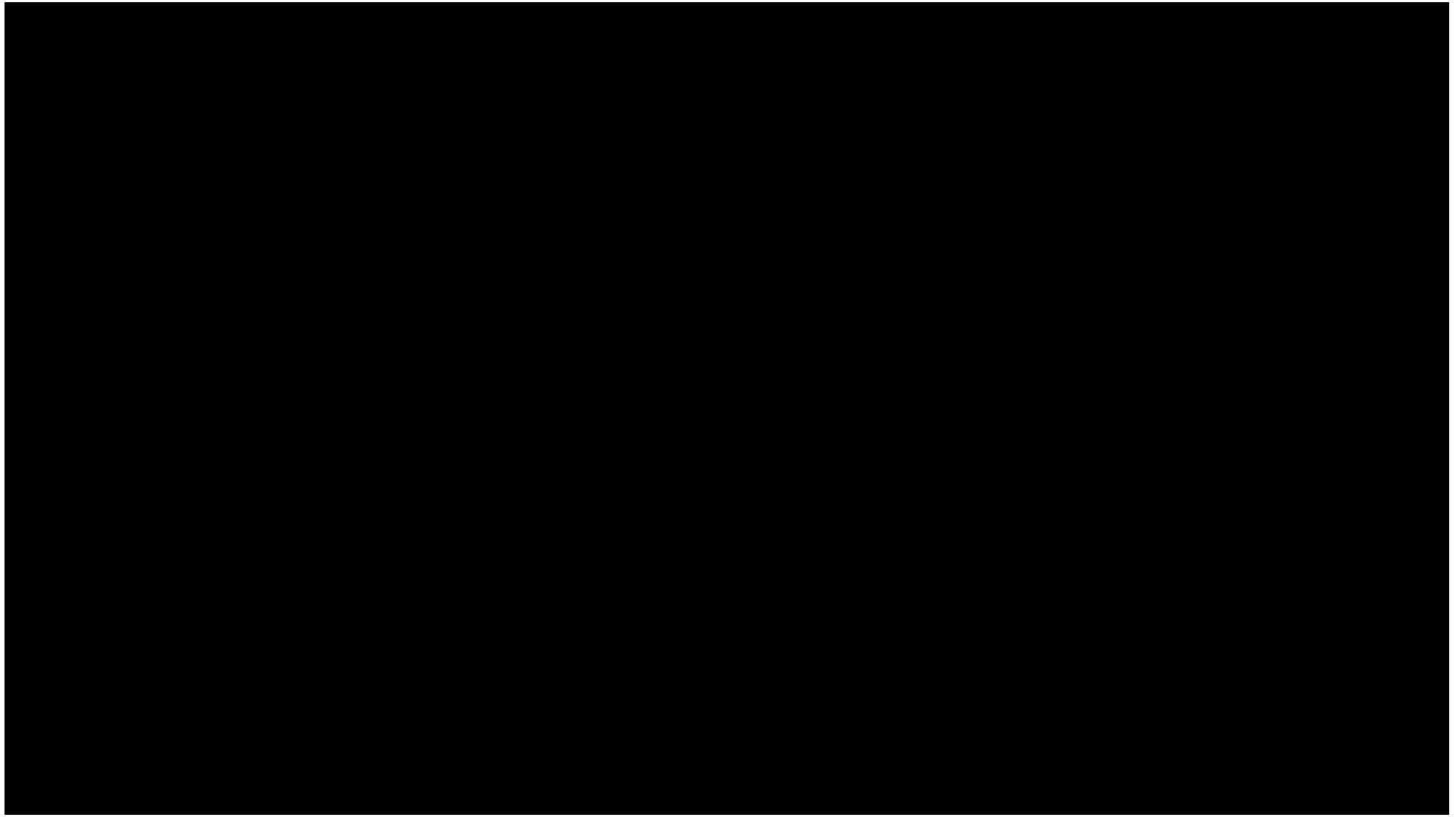
SenSen works with public and private enterprises to:

- **automate** monotonous, laborious tasks; and
- **deliver novel insights** that are impossible to attain through traditional means

Sensor AI technology deals with the **analysis and fusion of data from multiple sources** including cameras, sensors, GIS, transactional data

Personal use only

SenSen's Solutions Overview



Personal use only

Source: https://www.youtube.com/watch?v=Vs-i_Cn4T7A

SenSen's Market Opportunity

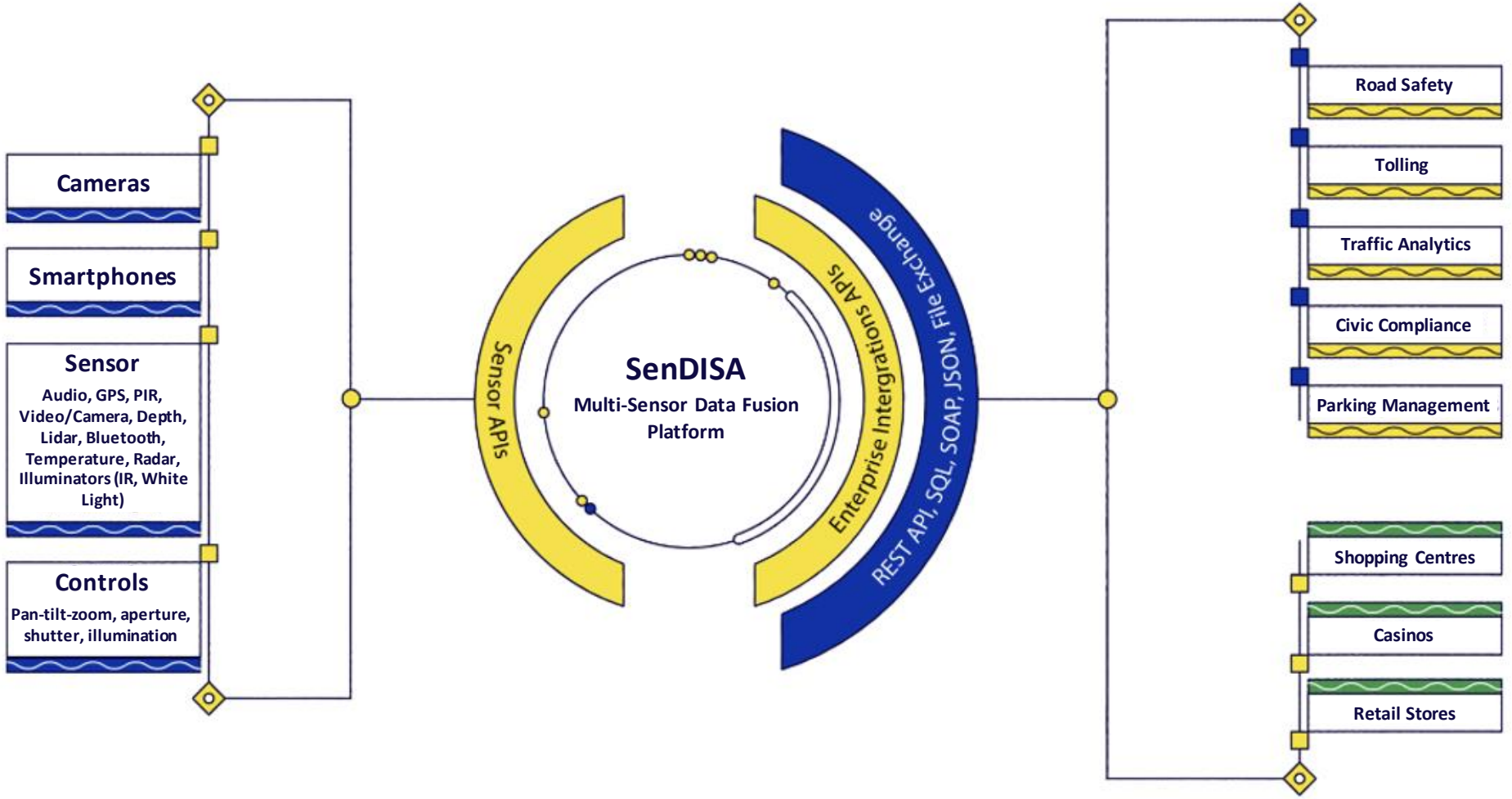


SenSen has developed a platform called **SenDISA**, a **horizontal technology platform** (like SAP or Oracle in the enterprise world) to serve multiple industries and markets.

personal use only

Source: https://www.verifiedmarketresearch.com/product/global-artificial-intelligence-market-size-and-forecast-to-2025/

SenSen's Technology Platform & IP



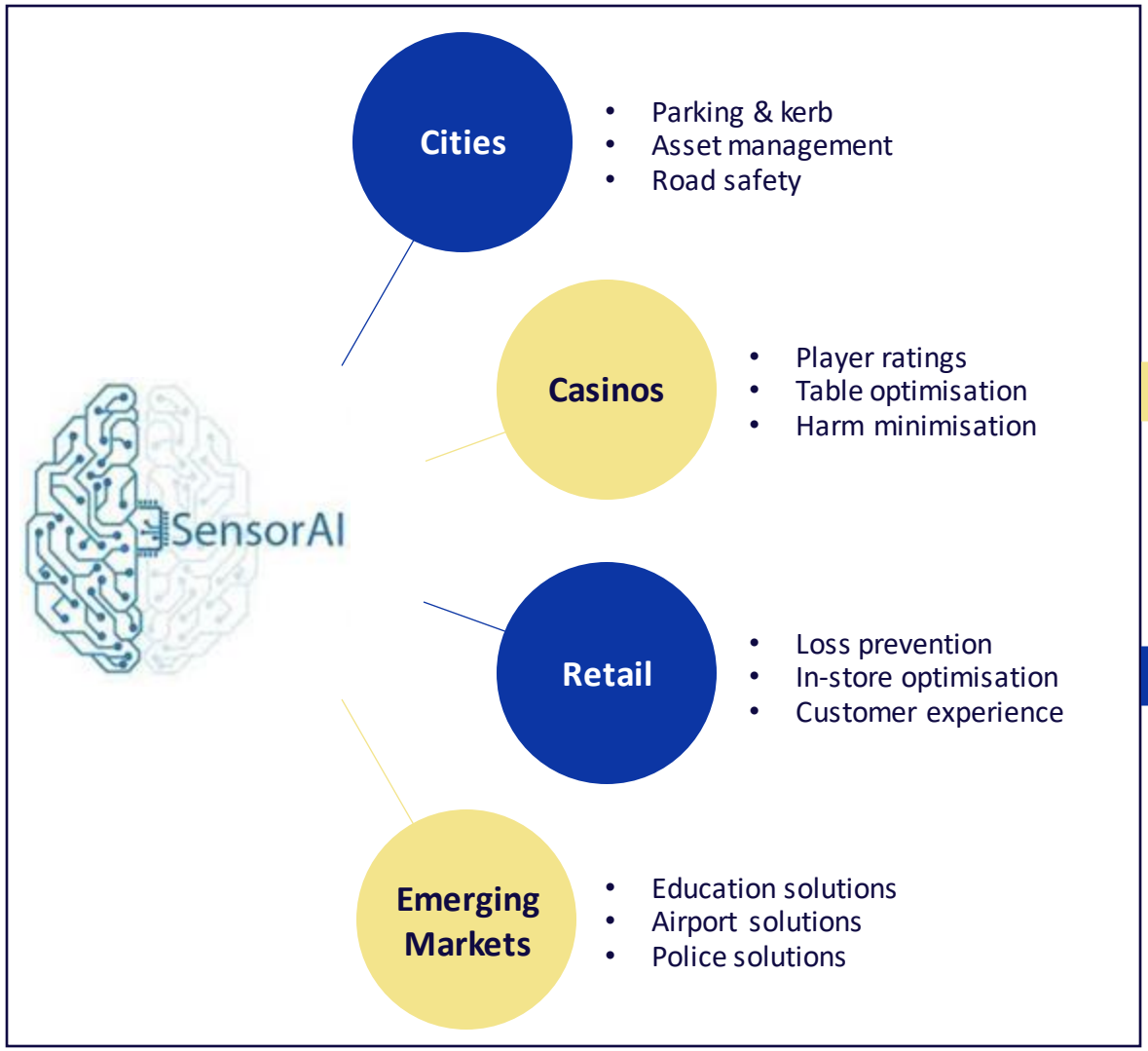
14 patent families registered: 5 granted & 9 pending

ersonal use only

SenSen's Target Markets & Strategic Acquisitions

Multiple industries are being disrupted by **Sensor AI** lead automation and insights.

SenSen is leading the way with its SenDISA platform.



Snap Network Surveillance acquisition
November 2020

Scancam Industries acquisition
July 2021

ersonal use only

SenSen's Target Markets & Traction

personal use only

	Cities	Casinos	Retail	Emerging
				
Total Addressable Market	• 10,000+ cities globally[1]	• 4,926+ casinos globally[2]	• Fuel Retail – 6,500+ stores in Australia & New Zealand[3]	• Approx. 1 billion surveillance cameras globally[4]
Our 2-3 Year Target	• Grow from 35 to 100+ cities	• Grow from 2 to 30+ casinos	• Grow from 250 to 1,000+ stores	• Grow from 10k+ cameras to 100k+ cameras
Current Key Customers	BRISBANE CITY; CHICAGO; THE CITY OF CALGARY; THE CITY OF Edmonton; CITY OF Las Vegas	CROWN; SOLAIRE RESORT & CASINO	bp; Chevron; CALTEX	CHANGI airport group; Snap Inc.

Sources:
1. https://nextcity.org/daily/entry/there-are-10000-cities-on-planet-earth-half-didnt-exist-40-years-ago 2. https://www.statista.com/statistics/1130682/number-of-gambling-properties-worldwide-by-type/; 3. https://aecom.com/au/brilliantcityinsights/future-petrol-stations/; 4. IHS Markit research

For personal use only

Select Customers



Revenue Sources – similar across all target markets

Software License SaaS Annual Recurring Revenue — **~60% of Revenue**

- Edge analytics software
- Back-office software

Hardware — **~20% of Revenue**

- Prepackaged hardware solutions

Professional Services Upfront & Ongoing — **~20% of Revenue**

- Technology trials
- Solution design services
- Software installation & configuration
- Software customization services
- UAT support

Board of Directors



Chairman & CEO
Subhash Challa

Subhash is a world leading authority in data science specializing in the analysis of video and sensor data with a focus on solving everyday business problems.



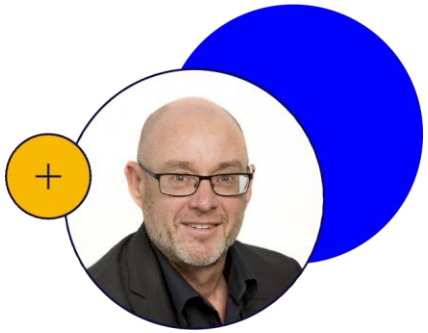
Executive Director & COO
David Smith

With an extensive background advising companies across all sectors, including tech, industrials and resources, David has driven the evolution of several emerging companies into multi-billion-dollar enterprises.



Executive Director
Heather Scheibenstock

Heather has over 25 years' experience within the gaming and hospitality industries specialising in strategic planning, business development, stakeholder engagement and offshore growth.



Non-Executive Director
Zenon Pasieczny

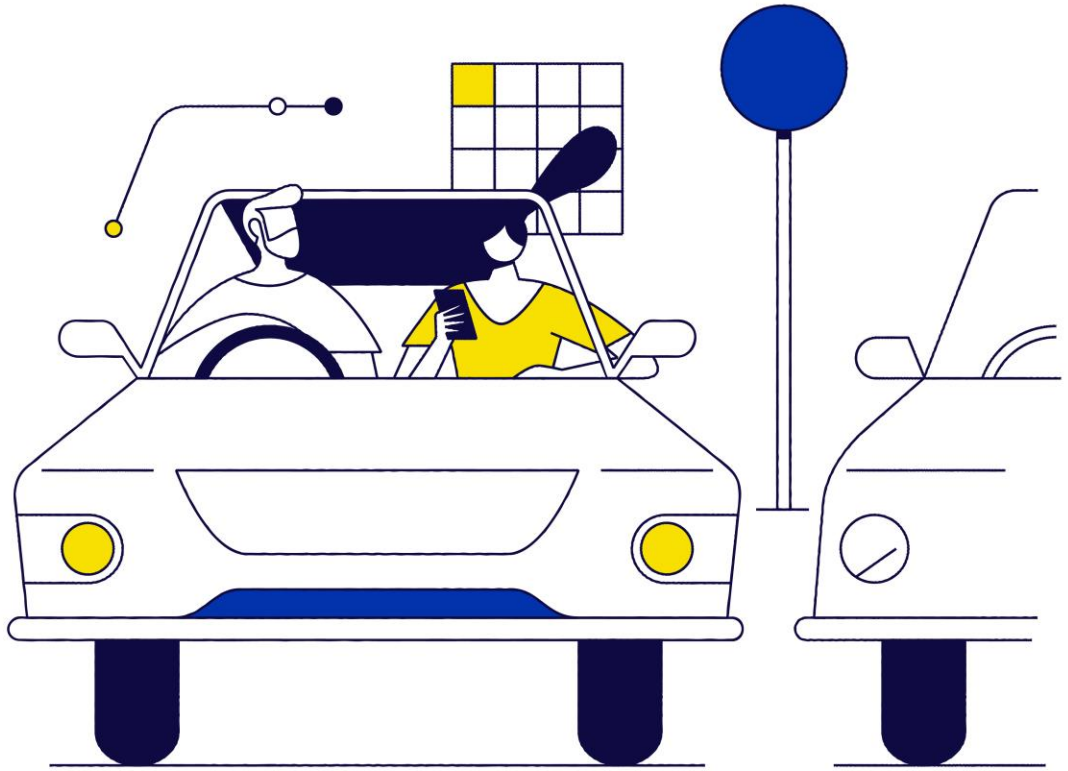
Zenon is an experienced venture capital investor and is closely involved in SenSen's strategic marketing and delivery of global communication messages to clients, partners and the media.

SenSen will be seeking a new, independent Chairman and aims to have this appointment made within 6 - 12 months

ersonal use only

ersonal use only

Trading Update and FY2022 Guidance



Trading Update

Financial highlights

- Consecutive quarters of record customer cash receipts in Q4 FY2021 ($1.6 million) and Q1 FY2022 ($1.9 million)
- Revenue expected to grow by over 100% to >$11.0 million in FY2022 (FY2021: $5.5 million)
- Annual Recurring Revenue (ARR) growth from $2.7 million in FY2021 to ~$8.0 million by June 2022 based on current contracts

Operational highlights

- Two acquisitions completed over last 12 months
- All sales and marketing hires made, with 75+ active, highly qualified sales opportunities generated in the first 6 months
    - National Heavy Vehicle Regulator (NHVR) contract won, with several new contracts expected to be closed in Q2 FY2022
    - Spending by public and private enterprises is on the rise as we open up from COVID-19, creating additional opportunities for SenSen

The Equity Raising will assist with continued delivery of this growth momentum

ersonal use only

FY2022 Guidance

Strong growth in FY2022 forecast revenue and annual recurring revenue (ARR)

- Total revenue of >$11.0 million (FY2021: $5.5 million)
- Annual Recurring Revenue (ARR) growing to ~$8.0 million by the end of FY2022, representing multifold YoY growth (FY2021: $2.7 million)
- Net Revenue Retention of 120%+

ersonal use only

For personal use only

Equity Raising



Offer Details

Offer structure	• A placement to institutional investors at an issue price of $0.12 per share, targeting $5.0 million[1]
	  • Subhash Challa (Chairman & CEO) and David Smith (Executive Director & COO) have committed to participating in the placement to the value of $0.6 million, subject to shareholder approval
	• A Share Purchase Plan (SPP) at an issue price of $0.12 per share, targeting $5.0 million[1]
	  • Up to $30,000 per SenSen shareholder who was on the register on the record date
	  • All SenSen Directors have committed to participating in the SPP

Offer price	• Placement and SPP will be conducted at $0.12 per share (**Offer Price**), which represents:
	  • A 7.7% discount to the last closing price of $0.13 on 4 November 2021
	  • A 9.9% discount to the 5-day volume weighted average price (**VWAP**) of $0.1332 as at 4 November 2021
	  • A 11.2% discount to the 30-day VWAP of $0.1351 as at 4 November 2021

Ranking	• Shares issued in the placement and SPP will be ordinary shares and will rank pari passu with existing ordinary SenSen shares from the date of issue

Use of Funds	• Proceeds of the Offer will be used to:
	  • Continue investment in sales and marketing initiatives that have gained momentum since the appointment of senior sales and marketing resources in Q4 FY2021;
	  • Fund ongoing R&D, technology platform and product development, and patents; and
	  • Provide funding for working capital, project management and Offer costs

Lead Manager	• Ord Minnett Limited is Sole Lead Manager and Bookrunner to the Placement and SPP
Director participation	• All Directors of SenSen have committed to participating in the placement or SPP, as noted above
Shareholder approval	• Shareholder approval (under ASX LR 10.11) will be sought for the issue of $0.6 million worth of shares to Subhash Challa and David Smith under the Institutional Placement

1. SenSen reserves the right to accept less or more than this amount, subject to investor demand.

personal use only

Use of Funds and Timetable

$m	
Sources[1]	
Institutional Placement	$5.0
Share Purchase Plan	$5.0
Total Sources[1]	**$10.0**
Uses[2]	
Sales, presales and marketing	$5.0
Ongoing R&D, technology platform and product development, patents	$2.0
Working capital, project management and Offer costs	$3.0
Total Uses[2]	**$10.0**

Event	Date
Share Purchase Plan Record Date	7:00pm, 4 November 2021
Trading Halt and Institutional Placement Bookbuild Opens	5 November 2021
Institutional Placement Bookbuild Closes	4:00pm, 8 November 2021
Announce Results of Institutional Placement Bookbuild and Resume Trading on the ASX	9 November 2021
Share Purchase Plan Offer Opens	9 November 2021
Settlement of Institutional Placement (excluding Director Participation component)	12 November 2021
Commencement of Trading of New Shares Issued Under the Institutional Placement (excluding Director Participation component)	16 November 2021
Despatch of Notice of Meeting	17 November 2021
Share Purchase Plan Offer Closes	5:00pm, 6 December 2021
Commencement of Trading of New Shares Issued Under the Share Purchase Plan	14 December 2021
Shareholder Annual General Meeting	17 December 2021
Settlement of Institutional Placement (Director Participation component)	20 December 2021
Commencement of Trading of New Shares Issued Under the Institutional Placement (Director Participation component)	22 December 2021

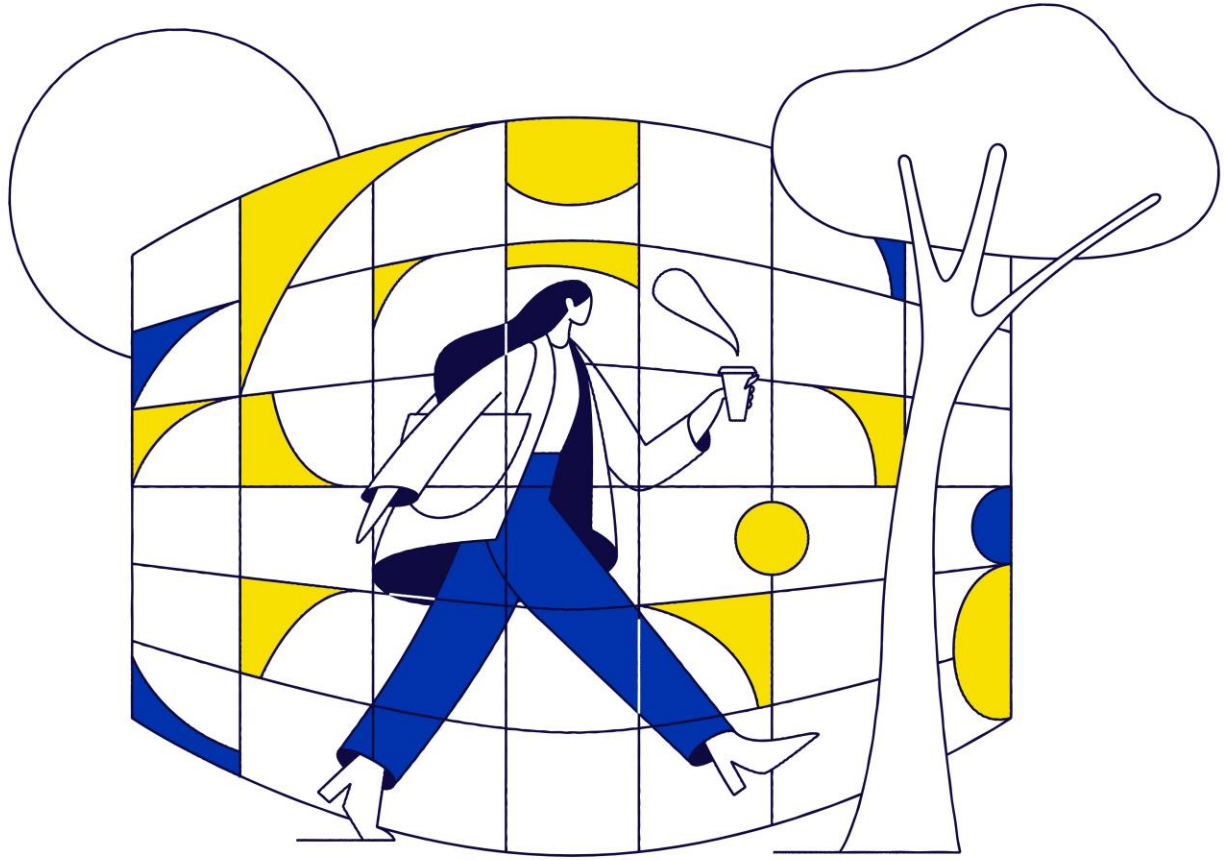
All dates and times are indicative and subject to change without notice. Unless otherwise specified, all times and dates refer to Sydney time.

1. SenSen reserves the right to accept less or more than this amount, subject to investor demand.
2. The amount spent on sales, presales and marketing initiatives will be adjusted should the amount raised be less than or greater than $10 million.

personal use only

ersonal use only

Appendices



Key Risks

Risks

Investors should be aware that an investment in SenSen involves risks. The key risks identified by SenSen are set out in the "Key Risks" section of the Investor Presentation (below), but these are not an exhaustive list of the risks associated with an investment in the Shares. You should consider these risks carefully in light of your personal circumstances, including financial and taxation issues, before making an investment decision in connection with the Offer. SenSen's financial position and performance, its dividends and the market price of SenSen's shares may be adversely affected, sometimes materially, by a number of risk factors. Holders of SenSen shares ("**SenSen Shareholders**") should accordingly be aware that an investment in SenSen carries a number of risks, some of which are specific to SenSen and some of which are general risks that relate to the industries in which SenSen operates or to listed securities generally. These risks mean that the price and value of SenSen shares may rise or fall over any given period. Some of these risks are beyond SenSen's control.

SenSen Shareholders should be aware of the following risks (which are some, but not necessarily all of the risks) which may affect the future operating and financial performance of SenSen and the value of SenSen shares. Additional risk and uncertainties that SenSen is unaware of, or that it currently considers to be immaterial, may also become important factors that adversely affect SenSen's operating and financial performance.

Before investing in SenSen shares, you should consider whether this investment is suitable for you. If any of the listed or unlisted risks actually occur, SenSen's business, operations, financial condition, or reputation could be materially and adversely affected, with the result that the trading price of SenSen's shares could decline, and investors could lose all or part of their investment. Potential investors should also consider publicly available information on SenSen (such as that available on the website of SenSen and ASX) and carefully consider their personal circumstances and consult their stockbroker, solicitor, accountant or other professional advisor to ensure they understand fully the terms of the Offer and the inherent risk before making an investment decision.

Key Risks Associated With SenSen's Business

COVID-19 pandemic	The COVID-19 pandemic has created an unprecedented level of uncertainty. SenSen continues to experience some minor impacts from COVID-19 including impacts on customer demand and results from short term lockdowns. Although the impact to SenSen's operations to date, and demand for its services, has not been significant, the evolution of the pandemic and any escalation of the government's response, including, further lockdowns, increased restriction of workforce movement, increased safety protocols, and reduction in demand from SenSen's customers may further negatively impact SenSen's operations.
Customer concentration	SenSen has exposure to a small number of key customers and infrastructure programs particularly within the government and transport sectors as sources of revenue and profitability. SenSen remains alert to factors that could disrupt or delay the flow of work from its major customers, and implement strategies to actively pursue the diversification of income streams both within and separate to those customers by developing and offering a broad range of services and geographic coverage.
New market entrants and technology risk	The emergence of new competitors in the market, or any technological developments providing an alternative to SenSen's product offerings could impact the market share that SenSen is able to acquire and cause downward price pressure on 'cloud' based consumer software, services and analytics platforms, thus reducing SenSen's margins and revenue. Further, existing providers of similar consumer services may seek to regain market share from SenSen which could impact SenSen's margins and revenue.
Availability of IT staff in the market	SenSen is reliant upon employees with specialist IT skills in order to develop and maintain its projects. Any shortage of availability of these skills in the IT employment market could impair the development and continued delivery of SenSen's products and business and the rate of such development and delivery. Such shortage could also cause wage inflation, which may impact on SenSen's profitability.
Dependence on third party servers and products	Part of SenSen's business model is reliant upon leased third party servers and the performance of those servers. If the servers upon which the technology of SenSen depends do not operate as expected then the services that SenSen provides may be adversely affected. The majority of SenSen's products require the use of 'cloud' or other similar online management devices and as such the business model of SenSen is dependent upon the existence and ownership of these devices. There is no guarantee that these devices will continue to be as widely used as they are currently or that they will not be replaced by alternative devices upon which SenSen's technology will not function as intended which could impact on the profitability of SenSen.

personal use only

Key Risks

Key Risks Associated With SenSen's Business (cont.)

Supply chain	Part of SenSen's business model is reliant upon the supply, or alternatively acquisition by the customer, of computer and electronic hardware, the majority of which is manufactured and supplied from countries other than Australia or the country in which the customer may be based. There is no guarantee that the ability for SenSen and / or the customer to acquire such hardware will not be impacted by supply chain issues, for example, delays in shipping (due to pandemic, inclement weather, industrial action, or other events outside the control of SenSen or the customer), or market demand for such hardware outstripping supply to an extent rendering it difficult or impractical to acquire the requisite hardware on commercial terms or at all.
Customer demand	The rate of adoption of new technology by SenSen's customers, can impact future earnings. Whilst SenSen takes a balanced view on the level of customer demand that is expected to arise when forecasting financial performance, there is a risk that the level of customer demand may change over time. Should the level of customer demand decrease, SenSen may suffer from a loss of scale in its operations, which may in turn impact its operating margins and financial performance beyond the loss of volume. In addition, the potential variability in customer demand presents operational challenges to SenSen. SenSen is conscious of the need to maximise the variability of its cost-base and structures by maintaining an appropriate balance between employees and contractors to ensure that services and costs can be ramped up and ramped down in accordance with customer demand. Processes are in place to attract, mobilise and retain key resources to ensure that they are available at the right time and right place to match customer demand as it changes over time.
Contract management and renewal of customer contracts	SenSen's operating model is premised on the provision of infrastructure-related services to customers under periodically renewed contracts. SenSen is therefore required to manage its exposure to risks that can arise through the acceptance of sub-optimal conditions in customer contracts and through the ineffective commercial administration of these contracts over their term. SenSen remains focused on ensuring that appropriate contract management disciplines are effectively embedded in the organisation to manage contract risks and to maximise contract entitlements. Additionally, whilst SenSen has been successful in renewing and extending the majority of its customer contracts that have recently expired, the renewal of contracts remains a risk that SenSen continues to actively monitor and manage. SenSen operates in a limited number of market segments in which there are relatively few competitors. SenSen is particularly conscious of the risks related to the loss of business to competitors.
Reseller and commercialisation partner relationships	SenSen has entered into agreements with a small number of resellers and commercialisation partners in order to secure benefits, for example, the option, through the reseller or commercialisation partner, to supply the reseller or commercialisation partner's own customers as part of an aggregated value-added supply, to supply as a subcontractor, or to secure resources for further development of the core SenSen technology and systems. SenSen remains alert to factors that could disrupt or delay the flow of work from such resellers and commercialisation partners, both on the part of the reseller or commercialisation partner itself (for example, non-performance or insolvency), or downstream customers, and implements strategies to actively pursue the diversification of income streams and minimise exposure to any particular reseller or commercialisation partner. The rate of adoption of new technology by downstream customers of resellers and commercialisation partners is subject to the performance of those other parties and the update of SenSen products by those customers, and can impact future earnings. Should the level of reseller or commercialisation partner engagement, or engagement by their customers, decrease, SenSen may suffer a loss of scale in its operations, which may in turn impact its operating margins and financial performance beyond the loss of volume.
Information technology systems and cyber security	The availability of SenSen's 'cloud' platform is dependent upon the performance, reliability and availability of its IT and communication systems. This includes its core technologies such as computer services and back-end processing systems. These systems may be adversely affected by a number of factors including major events such as acts of terrorism or war, a breakdown in utilities such as electricity and fibre optic cabling and even pandemics. Events of that nature may cause one or more of those core technologies to become unavailable. There are also internal and external factors that may adversely affect those systems and technologies such as natural disasters, misuse by employees or contractors or other technical issues. SenSen's disaster recovery plans may not adequately address every potential event and its insurance policies may not cover loss or damage that SenSen suffers as a result of a system failure. The business is particularly reliant on the successful implementation and operation of its 'cloud' technology. There is a risk that the Company may fail to build and maintain a platform that is suitable to the needs of its business as it expands into new product offerings.

ersonal use only

Key Risks

Key Risks Associated With SenSen's Business (cont.)

Security breaches and hacker attacks	A malicious attack on SenSen's systems, processes or people from external or internal sources could put the integrity and privacy of customers' data and business systems used by SenSen at risk. The impact of loss or leakage of customer or business data could include costs for rebates, potential service disruption, litigation, and brand damage resulting in reduced or failing revenues. SenSen follows best practice in relation to security policies, procedures, automated and manual protection, encryption systems and staff screening to minimise this risk. While SenSen complies with all applicable privacy legislation, ultimately risk can flow from the integrity of the systems on which the information is housed.
Environmental and climate change risk	SenSen and its customers operate businesses in a range of sectors and geographical locations which are exposed to environmental risks as well as risks related to climate change. A failure to manage these risks and respond appropriately could adversely impact SenSen's reputation and financial performance.
Funding risk	SenSen's banking facilities require SenSen to operate its business within facility limits and certain covenants that have been agreed with SenSen's financiers. There is a risk that financial underperformance may require concessions to be sought from SenSen's financiers or access to additional funding by way of subordinated debt or equity. Financial underperformance may impede the ability of SenSen to secure refinancing at competitive rates following expiry of current facility terms, compounding these issues further. If SenSen fails to maintain its current creditworthiness, this could adversely affect SenSen's cost of funds and related margins, competitive position and its access to capital and funding markets. This could adversely affect SenSen's businesses, tenders for new contracts, financial performance, liquidity, financial condition and prospects. The extent and nature of these impacts would depend on various factors, including the extent of any change in creditworthiness, whether the creditworthiness of SenSen differs among credit funding providers and whether any creditworthiness changes also impact SenSen's peers.
Regulatory and litigation risk	SenSen is subject to regulatory and licensing requirements, and its business is sensitive to regulatory changes. Obtaining and maintaining approvals from regulatory bodies or other third parties can involve significant time and expense, and may adversely impact SenSen's operations. SenSen may also be subject to litigation in the future and there can be no assurance that the outcome of legal proceedings from time to time will not have an adverse effect on SenSen's businesses, financial performance, financial condition or prospects.
Infringement of third party intellectual property rights	If a third party accuses SenSen of infringing its intellectual property rights or if a third party commences litigation against SenSen for the infringement of patents or other intellectual property rights (including any intellectual property rights acquired as a result of the Acquisition), SenSen may incur significant costs in defending such action, whether or not it ultimately prevails. Typically, intellectual property litigation is expensive. Costs that SenSen incurs in defending third party infringement actions would also include diversion of management's and technical personnel's time. In addition, parties making claims against SenSen may be able to obtain injunctive or other equitable relief that could prevent SenSen from further developing discoveries or commercialising its products. In the event of a successful claim of infringement against SenSen, it may be required to pay damages and obtain one or more licenses from the prevailing third party. If it is not able to obtain these licenses at a reasonable cost, if at all, it could encounter delays in product introductions and loss of substantial resources while it attempts to develop alternative products.
Infringement of intellectual property rights by a third party	If SenSen identifies that a third party has infringed its intellectual property rights, SenSen may incur significant costs in prosecuting such action, whether or not it ultimately prevails. Typically, intellectual property litigation is expensive. Costs that SenSen incurs in prosecuting third party infringement actions would also include diversion of management's and technical personnel's time. In addition, while SenSen may be able to obtain injunctive or other equitable relief to prevent an infringing third party from further developing discoveries or commercialising its products, the granting of such an injunction is subject to the relevant Court's discretion and is not assured, and, if not granted, SenSen may incur risk of unfair competition until such time as judgment is made on the question of infringement. Additionally, the Court may direct, as a condition of such an injunction, that SenSen provide a guarantee or undertaking to pay the third party's losses should judgment be that the third party has not infringed SenSen's intellectual property rights. There is also a risk that the third party may seek, and obtain, a declaration that SenSen's relevant intellectual property rights are invalid, which would impact upon SenSen's relative market position and the value of its intangible assets

ersonal use only

Key Risks

Key Risks Associated With SenSen's Business (cont.)

Restraints on innovation	The emergence of technical developments providing an alternative to SenSen's product offerings could result in the acquisition by competitors to SenSen of intellectual property rights (e.g. patents) which may prevent SenSen from developing or commercialising its own discoveries in countries in which the third party has those intellectual property rights. Such third party intellectual property rights could impact the market share that SenSen is able to acquire in the affected countries.
Country/region specific risks in new and/or unfamiliar markets	SenSen has operations in a number of overseas jurisdictions and is exposed to a range of different legal and regulatory regimes, including in new jurisdictions in which SenSen is expanding its operations. As SenSen expands its presence in new international jurisdictions, SenSen is subject to the risks associated with doing business in regions that may have political, legal and economic instability or less sophisticated legal and regulatory systems and frameworks. As SenSen enters newer and less familiar regions, there is a risk that it fails to understand the law, regulations and business customs of these regions. This gives rise to risks relating to labour practices, foreign ownership restrictions, tax regulation, difficulty in enforcing contracts, changes to or uncertainty in the relevant legal and regulatory regimes and other issues in foreign jurisdictions in which SenSen may operate. This could interrupt or adversely affect parts of SenSen's business and may have an adverse effect on SenSen's business operations and financial performance.
Operational and reputation risk	SenSen is exposed to a variety of operational risks including those arising from process error, fraud, technology failure, security and physical protection, staff skills, workplace safety, compliance, business continuity and crisis management. Further, the reputation and brand of SenSen and its individual products are important in attracting potential customers. Any reputational damage or negative publicity around SenSen or its products could adversely impact on SenSen's business.
Failure of risk management strategies	SenSen has implemented risk management strategies and internal controls involving processes and procedures intended to manage business risks as they arise. However, there are inherent limitations with any risk management framework as risks may arise that SenSen has not anticipated or identified, or its risk management processes and procedures may prove ineffective or inadequate, resulting in SenSen suffering unexpected losses or reputational damage, which could adversely impact SenSen's financial performance, financial position and prospects.
Changes to accounting policies and/or methods in which they are applied may adversely affect SenSen's business, operations and financial condition	The accounting policies and methods that SenSen applies are fundamental to how it records and reports its financial position and results of operations. SenSen must exercise judgment in selecting and applying many of these accounting policies and methods as well as estimates and assumptions applied so that they not only comply with generally accepted accounting principles but they also reflect the most appropriate manner in which to record and report on the financial position and results of operations. In recording and reporting its financial position there is a risk that these accounting policies may be applied inaccurately, and/or incorrect assumptions or judgments made, resulting in a misstatement of financial position and results of operations. This may lead to an adverse impact on SenSen's financial performance, financial position and prospects.
Insurance risk	SenSen maintains a level of insurance coverage. If SenSen's third-party providers fail to perform their obligations and/or its third-party insurance cover is insufficient for a particular matter or group or related matters, or there is an adverse event in respect of the third-party insurer or underwriter itself, the net loss to SenSen could adversely impact SenSen's financial performance, financial position and prospects. Future changes to insurance market conditions may also result in material or significant increases in the cost of obtaining insurance, and/or impact the ability for SenSen to obtain insurance coverage, including to the extent previously obtained or to a level it considers prudent for the scope and scale of its activities.
Strategic risk and reliance on external parties	A failure to execute SenSen's strategic objectives may result in a failure to achieve anticipated benefits and ultimately adversely impact SenSen's operations, financial performance, financial position and prospects. Further, SenSen's operations depend on performance by a number of external parties under contractual arrangements with SenSen. Non-performance of contractual obligations and poor operational performance of external parties may have an adverse effect on SenSen's business and financial performance.
Merger, acquisitions and divestments	SenSen may engage in merger, acquisition or divestment activities which facilitate SenSen's strategic direction. Any acquistion or divestment may result in a material positive or negative impact on SenSen's financial position. There can be no assurance that any acquisition (or divestment) would have the anticipated positive results, including results relating to the total cost of integration (or separation), the time required to complete the integration (or separation), the amount of longer-term cost savings, the overall performance of the combined (or remaining) entity, or an improved price for SenSen's shares. SenSen's operating performance, risk profile and capital structure may be affected by these transactions.

personal use only

Key Risks

Offer and General Risks

Market price of ordinary shares will fluctuate	Ordinary shares trade on ASX. The market price of ordinary shares on ASX may fluctuate due to various factors, including: • the impact of COVID-19, or other pandemics or epidemics, and the measures taken to control their spread; • the impact of government stimulus and other fiscal measures employed in response to COVID-19 and the timing and impact of when those measures cease to have effect; • Australian and international general economic conditions (which have generally deteriorated in the context of COVID-19) (including inflation rates, the level of economic activity, interest rates and currency exchange rates), changes in government policy, changes in regulatory policy, the expressed views of regulators, investor sentiment and general market movements, which may or may not have an impact on SenSen's actual operating performance; • operating results that vary from expectations of securities analysts and investors; • changes in expectations as to SenSen's future financial performance, including financial estimates by securities analysts and investors; • changes in market valuations of competitors; • changes in dividends paid to shareholders, SenSen's dividend payout policy or SenSen's ability to frank dividends; • announcement of the results of tenders, entry into or cessation of contracts, acquisitions, strategic partnerships, joint ventures or capital commitments by SenSen or its competitors; • changes in the market price of ordinary shares and / or other securities issued by SenSen or by other issuers, or changes in the supply of equity securities or capital securities issued by SenSen or by other issuers; • changes in institutional or shareholder (including director) portfolio management or shareholding strategies; • changes in laws, regulations and regulatory policy; • SenSen's failure to comply with law, regulations or regulatory policy; • other major Australian and international events such as hostilities and tensions, and acts of terrorism; and • other events set out on pages 24 to 27 under the heading "Key risks associated with SenSen's business". It is possible that the price of ordinary shares will trade at a market price below the Offer Price as a result of these and other factors. It is also possible that new risks might emerge as a result of Australian or global markets experiencing extreme stress or existing risks may manifest themselves in ways that are not currently foreseeable. There have been in recent months, and may be in the future, significant fluctuations and volatility in the prices of shares. In particular, the COVID-19 pandemic, and the continuing uncertainty as to its future impact on the Australian and global economies, has contributed to significant market falls and volatility, including on the prices of shares trading on the ASX (including the price of SenSen shares) and other foreign securities exchanges, which may materially adversely impact the market price of New Shares.
Dilution	If SenSen Shareholders do not participate in the Placement (of eligible) or SPP Offer, then their percentage shareholding in SenSen will be diluted and they will not be exposed to future increases or decreases in SenSen's share price in respect of those New Shares that would have been issued to them had they participated in the Placement (if eligible) or the SPP Offer. Similarly, SenSen Shareholders who are ineligible, unable to, or do not participate in the Placement or SPP Offer will have their percentage security holding in SenSen diluted.
Liquidity risk	SenSen Shareholders who wish to sell their ordinary shares may be unable to do so at an acceptable price, or at all, if insufficient liquidity exists in the market for ordinary shares. SenSen does not guarantee the market price or liquidity of ordinary shares and there is a risk that you may lose some of the money you invested.

ersonal use only

Key Risks

Offer and General Risks (cont.)

Dividends may fluctuate or may not be paid	Dividends are discretionary and do not accrue. The rate of dividends may fluctuate or SenSen may not pay dividends at all. There is a risk that dividends may become less attractive compared to returns on comparable securities or investments. None of SenSen, SenSen's directors or any other person guarantees any particular rate of return on ordinary shares.
Taxation	Any change to the current rate of company income tax or tax law in jurisdictions where SenSen operates may impact on shareholder returns. Any changes to the current rates of income tax or tax law applying to shareholders, whether they are individuals, trusts or companies may similarly impact on shareholder returns. Current income tax laws may result in changes both beneficial and adverse to shareholder returns to tax attributes (including but not limited to future deductions, tax losses, and available tax credits and offsets) of SenSen.
Shareholders are subordinated and unsecured investors	In a winding up of SenSen, shareholders' claims will rank after the claims of creditors preferred by law, secured creditors and general creditors. Shareholders' claims will rank equally with claims of holders of all other ordinary shares. If SenSen were to be wound up and, after the claims of creditors preferred by law, secured creditors, general creditors and holders of subordinated instruments (if any) are satisfied, there are insufficient assets remaining, you may lose some or all of the money you invested in ordinary shares.
Future issues of debt or other securities by SenSen	SenSen may, at its absolute discretion, issue additional securities in the future that may rank ahead of, equally with or behind ordinary shares, whether or not secured. Any issue or conversion of securities may dilute the relative value of existing ordinary shares and affect your ability to recover any value in a winding up. An investment in ordinary shares confers no right to restrict SenSen from raising more debt or issuing other securities (subject to restrictions imposed under the ASX Listing Rules), to require SenSen to refrain from certain business changes, or to require SenSen to operate within potential certain ratio limits. An investment in ordinary shares carries no right to participate in any future issue of securities (whether equity, hybrid, debt or otherwise), other than future pro rata issues if the shareholder is eligible to participate in the pro rata issue under relevant laws. No prediction can be made as to the effect, if any, such future issues of debt or other issues of securities may have on the market price or liquidity of ordinary shares.
Other external events	Acts of terrorism, an outbreak of international hostilities, labour strikes, civil wars or fires, floods, earthquakes, cyclones and other natural disasters (including where the frequency and severity of such events increase as a result of the effects of climate change), and outbreaks of disease and biosecurity threats such as COVID-19 may cause an adverse change in investor sentiment with respect to SenSen specifically or the share market more generally, which could have a negative impact on the value of an investment in ordinary shares.

ersonal use only

Foreign Selling Restrictions

This presentation does not constitute an offer of new fully paid ordinary shares in the Company (New Shares) in any jurisdiction in which it would be unlawful. In particular, this presentation may not be distributed to any person, and the New Shares may not be offered or sold, in any country outside Australia except to the extent permitted below.

Australia: The information in this presentation has been prepared on the basis that all offers of New Shares will be made to Australian resident investors to whom an offer of shares may lawfully be made without disclosure under Part 6D.2 of the *Corporations Act 2001* (Cth) (**Corporations Act**). This presentation is not a prospectus, product disclosure statement or any other form of disclosure document regulated by the Corporations Act and has not been, and will not be, lodged with the Australian Securities and Investments Commission (**ASIC**). Neither ASIC nor ASX takes any responsibility for the contents of this presentation. Accordingly, this presentation may not contain all information which a prospective investor may require to make a decision about whether to subscribe for New Shares and it does not contain all of the information which would otherwise by required by Australian law to be disclosed in a prospectus, product disclosure statement or any other form of disclosure document regulated by the Corporations Act.

This presentation does not take into account the investment objectives, financial situation or needs of any particular person. Accordingly, before making any investment decision in relation to the offer of New Shares or any other transaction in relation to shares in the Company, you should assess whether that transaction is appropriate in light of your own financial circumstances or seek professional advice.

New Zealand: This document has not been registered, filed with or approved by any New Zealand regulatory authority under the Financial Markets Conduct Act 2013 (the "FMC Act").

The New Shares are not being offered or sold in New Zealand (or allotted with a view to being offered for sale in New Zealand) other than to a person who:

- is an investment business within the meaning of clause 37 of Schedule 1 of the FMC Act;
- meets the investment activity criteria specified in clause 38 of Schedule 1 of the FMC Act;
- is large within the meaning of clause 39 of Schedule 1 of the FMC Act;
- is a government agency within the meaning of clause 40 of Schedule 1 of the FMC Act; or
- is an eligible investor within the meaning of clause 41 of Schedule 1 of the FMC Act.

ersonal use only

Foreign Selling Restrictions

This presentation does not constitute an offer of new fully paid ordinary shares in the Company (New Shares) in any jurisdiction in which it would be unlawful. In particular, this presentation may not be distributed to any person, and the New Shares may not be offered or sold, in any country outside Australia except to the extent permitted below.

Singapore: This document and any other materials relating to the New Shares have not been, and will not be, lodged or registered as a prospectus in Singapore with the Monetary Authority of Singapore. Accordingly, this document and any other document or materials in connection with the offer or sale, or invitation for subscription or purchase, of New Shares, may not be issued, circulated or distributed, nor may the New Shares be offered or sold, or be made the subject of an invitation for subscription or purchase, whether directly or indirectly, to persons in Singapore except pursuant to and in accordance with exemptions in Subdivision (4) Division 1, Part XIII of the Securities and Futures Act, Chapter 289 of Singapore (the "SFA"), or as otherwise pursuant to, and in accordance with the conditions of any other applicable provisions of the SFA.

This document has been given to you on the basis that you are (i) an "institutional investor" (as defined in the SFA) or (ii) an "accredited investor" (as defined in the SFA). If you are not an investor falling within one of these categories, please return this document immediately. You may not forward or circulate this document to any other person in Singapore.

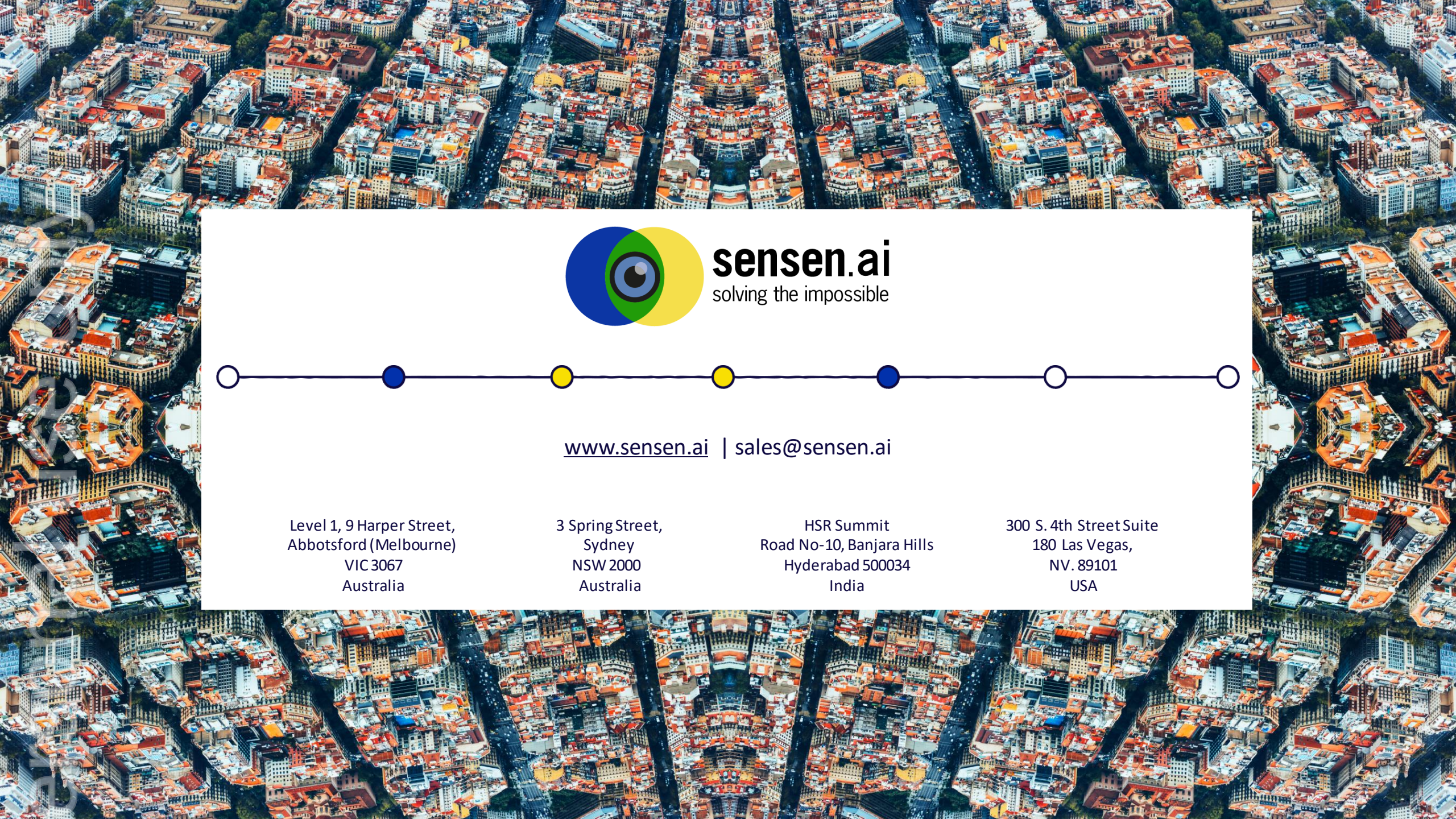
Any offer is not made to you with a view to the New Shares being subsequently offered for sale to any other party. There are on-sale restrictions in Singapore that may be applicable to investors who acquire New Shares. As such, investors are advised to acquaint themselves with the SFA provisions relating to resale restrictions in Singapore and comply accordingly.

Hong Kong: WARNING: This document has not been, and will not be, registered as a prospectus under the Companies (Winding Up and Miscellaneous Provisions) Ordinance (Cap. 32) of Hong Kong, nor has it been authorised by the Securities and Futures Commission in Hong Kong pursuant to the Securities and Futures Ordinance (Cap. 571) of the Laws of Hong Kong (the "SFO"). Accordingly, this document may not be distributed, and the New Shares may not be offered or sold, in Hong Kong other than to "professional investors" (as defined in the SFO and any rules made under that ordinance).

No advertisement, invitation or document relating to the New Shares has been or will be issued, or has been or will be in the possession of any person for the purpose of issue, in Hong Kong or elsewhere that is directed at, or the contents of which are likely to be accessed or read by, the public of Hong Kong (except if permitted to do so under the securities laws of Hong Kong) other than with respect to New Shares that are or are intended to be disposed of only to persons outside Hong Kong or only to professional investors. No person allotted New Shares may sell, or offer to sell, such securities in circumstances that amount to an offer to the public in Hong Kong within six months following the date of issue of such securities.

The contents of this document have not been reviewed by any Hong Kong regulatory authority. You are advised to exercise caution in relation to the offer. If you are in doubt about any contents of this document, you should obtain independent professional advice.

Personal use only



sensen.ai
solving the impossible

www.sensen.ai | sales@sensen.ai

Level 1, 9 Harper Street,
Abbotsford (Melbourne)
VIC 3067
Australia

3 Spring Street,
Sydney
NSW 2000
Australia

HSR Summit
Road No-10, Banjara Hills
Hyderabad 500034
India

300 S. 4th Street Suite
180 Las Vegas,
NV. 89101
USA