

Quarterly Activities Report and Appendix 4C

Quarter ended 30 September 2021

About Threat Protect

Threat Protect provides monitored security solutions that ensure the safety of Australian homes and businesses 24 hours a day, 365 days a year.

We have the highest security accreditation possible to achieve in Australia and use only state-of-the-art technology and equipment.

Our commitment to providing a complete end to end service is second to none, whether you own a small apartment or giant multi-national headquarters.

- Monitored Security Systems
- Security Personnel
- Corporate Risk Consultancy

We call it **"Security Without Compromise"**.

GROWTH STRATEGY

The Australian security industry is highly fragmented and Threat Protect believes is conducive to consolidation, given its stable revenue streams and fixed infrastructure cost model.

Threat Protect's growth strategy is focused on leveraging the largely fixed cost infrastructure and significant capacity of its existing extensive security control room through acquisition of monitored security client bases across Australia.

Threat Protect Australia Limited ("**Threat Protect**" or "**Company**") (ASX: "**TPS**") is pleased to provide its quarterly market activity update.

HIGHLIGHTS FOR THE QUARTER

- Without doubt the September Quarter was the most significant quarter in the Company's history.

During the quarter the Company:

- Undertook a transformative recapitalisation, raising approx. \$32m (which part settled in this quarter). After an 18-month period of significant change, this raising represented the final step in positioning the business for a new recovery and growth phase.
- Welcomed a new Chief Financial Officer (CFO) in Rajesh Tailor, and John Hallam took up the role of Chief Executive Officer (CEO), previously the COO. Both are seasoned executives from within the monitoring industry.
- Saw the retirement of Derek La Ferla from the Board of Directors and announced Peter Kennan as Chair of the Board, with Dennison Hambling moving into an Executive Director (and Vice Chair) role.
- Announced the intention to change its name to **Intelligent Monitoring Group** (IMB.ASX) subject to approval from its owners at the AGM (Dec 3rd)
- Consolidated monitoring operating centres to two core operations (taking the business from five, since 2019). This will lead to further operational efficiencies across the business and improve our customers' experience.
- Traded in line with its budget and business plan for FY2022.

After such a significant quarter the Company now looks forward to being able to focus on building upon its momentum in Q2 as it seeks to execute its 3x 50,000 by 2025 strategy and extend its position as the leading player in wholesale security monitoring in Australia. The Company looks forward to updating investors in this regard at the AGM on Friday 3rd December to be held virtually at 2pm (AWST).

Operating Result

- The first half of the FY2022 year (including this quarter's results) include the costs of the recapitalisation, change programs and interest charges relating to the prior higher debt load. The Company expects the 2H 2022 results to be the first "clean" set of numbers on a reported basis.
- Operating revenue of \$6.2m. Monitoring revenue increased \$0.1m on the prior quarter due to increased rebate and response revenue (\$61,000), successful delivery and onboarding of Personal Emergency Response Service ("PERS") equipment (\$107,000) and a 1.0% decline in monitoring revenue (\$51,000) in line with expectations.
- The "PERS" revenue is notable, as it represents a new adjacent source of income for the business, which forms a core part of the "3x 50,000k by 2025" strategy to increase the number of devices monitored by the business. Whilst it is early stage and relatively small \$'s, the Company is excited by its early success and the scope of opportunity in this market. The Company will look to widen its distribution pathways for this product during Q2 2021.
- Positive operating cashflow continued in the current quarter. Operating cashflow for the quarter was \$1.0m before acquisition and integration cash outflows of \$81,000 and finance costs of \$707,000. Net cash from operations was \$186,000.
- The Company has \$12,408,000 of cash on hand as at 30 September 2021 reflecting the completion of the institutional component of the entitlement offer.

Listing Rule 4.7C.3

In item 6 of the Appendix 4C cash flow report for the quarter, payments to Related Parties of approximately \$100,000 for salaries, allowances, fees and superannuation to executive and non-executive directors and key management personnel.

Cash at Bank & Summary of Cash Flows

Cash at bank as at 30 September 2021 was \$12.4m, compared with \$1.8m at 30 June 2021.

Net cashflow from operating activities was \$186,000, down \$73,000 from \$259,000 for the previous quarter and is comprised of the following:

\$A,000**Cashflows from operating activities**

Receipts from customers	7,085
Operating costs	(2,474)
Advertising and marketing	(7)
Staff costs	(3,207)
Admin and corporate costs	(426)
Interest received	3
Interest and other costs of finance paid	(707)
Government grants and tax incentives	-
Business acquisition & integration costs	(177)

Net cash from operating activities	186
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The main variances include an increase in receipts from customers of \$354,000, an increase in staff costs of \$98,000, and an increase in payments for operating costs of \$593,000 compared to the prior quarter. Operating costs were higher during the quarter due to working capital timing and capital raising related costs incurred. The first "clean" quarter for cashflows will be Q3 2022.

Net cash used in investing activities was up \$42,000 to \$322,000 due to increased payments for acquisition of intangible assets (customer contracts) and contingent consideration and reduced payments for property, plant and equipment. Net cash inflows from financing activities increased to \$10.7m from outflows of \$187,000 for the previous quarter due to the capital raising activity this quarter.

For further information, contact:

Investors

Dennison Hambling
 Director
 Threat Protect Australia Limited
 + 61 414 984 806

Appendix 4C

Quarterly cash flow report for entities subject to Listing Rule 4.7B

Name of entity

Threat Protect Australia Limited

ABN

36 060 774 227

Quarter ended ("current quarter")

30 September 2021

Consolidated statement of cash flows	Current quarter \$A'000	Year to date (3 months) \$A'000
1. Cash flows from operating activities		
1.1 Receipts from customers	7,085	7,085
1.2 Payments for		
(a) research and development	-	-
(b) product manufacturing and operating costs	(2,474)	(2,474)
(c) advertising and marketing	(7)	(7)
(d) leased assets	-	-
(e) staff costs	(3,207)	(3,207)
(f) administration and corporate costs	(426)	(426)
1.3 Dividends received (see note 3)	-	-
1.4 Interest received	3	3
1.5 Interest and other costs of finance paid	(707)	(707)
1.6 Income taxes paid	-	-
1.7 Government grants and tax incentives received	-	-
1.8 Other		
- Business acquisition & integration costs	(81)	(81)
1.9 Net cash from / (used in) operating activities	186	186
2. Cash flows from investing activities		
2.1 Payments to acquire:		
(a) entities	-	-
(b) businesses	-	-
(c) property, plant and equipment	(40)	(40)

Consolidated statement of cash flows		Current quarter \$A'000	Year to date (3 months) \$A'000
	(d) investments	-	-
	(e) intellectual property	-	-
	(f) other non-current assets (intangible assets)	(282)	(282)
2.2	Proceeds from disposal of:		
	(a) entities	-	-
	(b) businesses	-	-
	(c) property, plant and equipment	-	-
	(d) investments	-	-
	(e) intellectual property	-	-
	(f) other non-current assets	-	-
2.3	Cash flows from loans to other entities	-	-
2.4	Dividends received (see note 3)	-	-
2.5	Other (provide details if material)	-	-
2.6	Net cash from / (used in) investing activities	(322)	(322)

3.	Cash flows from financing activities		
3.1	Proceeds from issues of equity securities (excluding convertible debt securities)	15,195	15,195
3.2	Proceeds from issue of convertible debt securities	-	-
3.3	Proceeds from exercise of options	-	-
3.4	Transaction costs related to issues of equity securities or convertible debt securities	(816)	(816)
3.5	Proceeds from borrowings	-	-
3.6	Repayment of borrowings	(3,669)	(3,669)
3.7	Transaction costs related to loans and borrowings	-	-
3.8	Dividends paid	-	-
3.9	Other – Repayment of lease liabilities	-	-
3.10	Net cash from / (used in) financing activities	10,710	10,710

Consolidated statement of cash flows		Current quarter \$A'000	Year to date (3 months) \$A'000
4.	Net increase / (decrease) in cash and cash equivalents for the period		
4.1	Cash and cash equivalents at beginning of period	1,834	1,834
4.2	Net cash from / (used in) operating activities (item 1.9 above)	186	186
4.3	Net cash from / (used in) investing activities (item 2.6 above)	(322)	(322)
4.4	Net cash from / (used in) financing activities (item 3.10 above)	10,710	10,710
4.5	Effect of movement in exchange rates on cash held	-	-
4.6	Cash and cash equivalents at end of period	12,408	12,408

5.	Reconciliation of cash and cash equivalents at the end of the quarter (as shown in the consolidated statement of cash flows) to the related items in the accounts	Current quarter \$A'000	Previous quarter \$A'000
5.1	Bank balances	1,634	1,834
5.2	Call deposits	-	-
5.3	Bank overdrafts	-	-
5.4	Other – Held by Morgans Corporate Limited on behalf of Threat Protect Australia Limited, subsequently transferred on 1 October 2021	10,774	-
5.5	Cash and cash equivalents at end of quarter (should equal item 4.6 above)	12,408	1,834

6. Payments to related parties of the entity and their associates

- 6.1 Aggregate amount of payments to related parties and their associates included in item 1
- 6.2 Aggregate amount of payments to related parties and their associates included in item 2

Current quarter \$A'000
100
-

Note: if any amounts are shown in items 6.1 or 6.2, your quarterly activity report must include a description of, and an explanation for, such payments.

7. Financing facilities

Note: the term "facility" includes all forms of financing arrangements available to the entity.

Add notes as necessary for an understanding of the sources of finance available to the entity.

		Total facility amount at quarter end \$A'000	Amount drawn at quarter end \$A'000
7.1	Loan facilities	1. 34,921 2. 9,400 3. 3,468 4. 60	1. 34,921 2. 9,400 3. 3,468 4. 60
7.2	Credit standby arrangements	-	-
7.3	Other (please specify)	-	-
7.4	Total financing facilities	47,849	47,849
7.5	Unused financing facilities available at quarter end		-

7.6 Include in the box below a description of each facility above, including the lender, interest rate, maturity date and whether it is secured or unsecured. If any additional financing facilities have been entered into or are proposed to be entered into after quarter end, include a note providing details of those facilities as well.

1. Secured Notes issued by Soliton Capital Partners Pty Ltd, maturing 29 April 2022. Current Interest Rate 10.58% pa.
2. Unsecured Notes issued by First Samuel Limited on behalf of its MDA clients, maturing 28 February 2022. Current Interest Rate 6.565% pa.
3. Unsecured convertible note deed with Black Crane Asia Opportunities Fund at 5% pa interest rate maturing 15 April 2023.
4. Various short-term borrowings including insurance premium funding and equipment finance.

8. Estimated cash available for future operating activities	\$A'000
8.1 Net cash from / (used in) operating activities (Item 1.9)	186
8.2 Cash and cash equivalents at quarter end (Item 4.6)	12,408
8.3 Unused finance facilities available at quarter end (Item 7.5)	-
8.4 Total available funding (Item 8.2 + Item 8.3)	12,408
8.5 Estimated quarters of funding available (Item 8.4 divided by Item 8.1)	Operating cash flow positive

8.6 If Item 8.5 is less than 2 quarters, please provide answers to the following questions:

1. Does the entity expect that it will continue to have the current level of net operating cash flows for the time being and, if not, why not?

Answer: Not Applicable

2. Has the entity taken any steps, or does it propose to take any steps, to raise further cash to fund its operations and, if so, what are those steps and how likely does it believe that they will be successful?

Answer: Not Applicable

3. Does the entity expect to be able to continue its operations and to meet its business objectives and, if so, on what basis?

Answer: Not Applicable

Compliance statement

- 1 This statement has been prepared in accordance with accounting standards and policies which comply with Listing Rule 19.11A.
- 2 This statement gives a true and fair view of the matters disclosed.

Date: 29 October 2021

Authorised by: By The Board
(Name of body or officer authorising release – see note 4)

Notes

1. This quarterly cash flow report and the accompanying activity report provide a basis for informing the market about the entity's activities for the past quarter, how they have been financed and the effect this has had on its cash position. An entity that wishes to disclose additional information over and above the minimum required under the Listing Rules is encouraged to do so.
2. If this quarterly cash flow report has been prepared in accordance with Australian Accounting Standards, the definitions in, and provisions of, *AASB 107: Statement of Cash Flows* apply to this report. If this quarterly cash flow report has been prepared in accordance with other accounting standards agreed by ASX pursuant to Listing Rule 19.11A, the corresponding equivalent standard applies to this report.
3. Dividends received may be classified either as cash flows from operating activities or cash flows from investing activities, depending on the accounting policy of the entity.
4. If this report has been authorised for release to the market by your board of directors, you can insert here: "By the board". If it has been authorised for release to the market by a committee of your board of directors, you can insert here: "By the [name of board committee – eg Audit and Risk Committee]". If it has been authorised for release to the market by a disclosure committee, you can insert here: "By the Disclosure Committee".
5. If this report has been authorised for release to the market by your board of directors and you wish to hold yourself out as complying with recommendation 4.2 of the ASX Corporate Governance Council's *Corporate Governance Principles and Recommendations*, the board should have received a declaration from its CEO and CFO that, in their opinion, the financial records of the entity have been properly maintained, that this report complies with the appropriate accounting standards and gives a true and fair view of the cash flows of the entity, and that their opinion has been formed on the basis of a sound system of risk management and internal control which is operating effectively.