ELECTRO OPTIC SYSTEMS HOLDINGS LIMITED
ACN 092 708 364

FINANCIAL REPORT FOR THE FINANCIAL YEAR ENDED
31 DECEMBER 2021

CORPORATE DIRECTORY

Directors

Lt Gen Peter Leahy AC (Chairman)
Dr Ben Greene (Chief Executive Officer)
Air Marshal Geoffrey Brown AO
The Hon Kate Lundy
Mr David Black
Ms Deena Shiff

Company Secretary

Mr Morgan Bryant

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REVIEW OF OPERATIONS

1. RESULTS FOR FULL YEAR ENDED 31 DECEMBER 2021

The consolidated entity ("EOS") or reported an operating loss after tax of $13,841,610 for the twelve-month period to 31 December 2021 (31 December 2020: $25,207,896) after allowing for income tax expense of $9,230,936 (31 December 2020: $4,693,154 income tax benefit). Revenues from ordinary activities were $212,330,648 (31 December 2020: $180,182,366).

The net loss before income tax of $4,610,674 represents a Loss Before Interest and Tax of $1,697,584 after adjusting for interest expense of $2,913,090 (refer note 2c). Foreign exchange gains of $9,797,241 contributed to this result.

The consolidated entity reported net cash generated by operations for the twelve-month period totalling $221,454 (31 December 2020: $109,159,317 net cash used by operations). At 31 December 2021, the consolidated entity held cash totalling $59,260,655 (31 December 2020: $65,933,499).

Key elements of financial performance are:

Revenue and other income

For the year ended 31 December 2021 EOS recorded revenue and other income of $213.3m (2020: $190.3m) representing an increase of $23m (12.1%).

The increase in revenue was driven by the Defence segment ($184.5m, 18.0% increase), the Communications segment ($23.3m, 19.3% increase) and the Space segment ($4.5m, 5.0% increase).

Loss before Tax

Loss before tax for the year was $4.6m compared to a 2020 loss before tax of $29.9m (improvement of $25.3m).

This was driven by the revenue increase of $32.1m, a fall in other income of $9.1m, material costs remaining reasonably steady (decrease of $4.4m), a $25.5m reversal in foreign exchange (2021: $9.8m gain, 2020: $15.7m loss), an increase in employee benefits expense of $16.0m, an increase in administration expense of $6.1m and an increase in interest expense of $1.5m.

EBITDA and EBIT

EBITDA for 2021 was $11.9m compared to an EBITDA loss of $18.9m in 2020.

Underlying EBITDA (excl. foreign exchange gains / losses) for 2021 was $2.1m (2020: loss of $3.2m).

EBIT for 2021 was a loss of $1.7m (2020: loss of $28.5m).

Underlying EBIT (excl. foreign exchange gains / losses) for 2021 was a loss of $11.5m (market guidance loss of $11m to loss of $15m) compared to a 2020 underlying EBIT loss (excl. foreign exchange gains / losses) of $12.8m.

Foreign Exchange

The above results were heavily influenced by a foreign exchange gain in the year of $9.8m (2020: loss of $15.7m).

Cash

Total cash receipts for the year were $233.9m (2020: $107.6m). The significant increase in cash receipts was largely due to the start of payments under a major export contract, where EOS received cash of $94.4m during the year.

Net cash flow from operating activities was an inflow of $0.2m (2020: outflow of $109.2m) driven mainly by cash receipts, a reduction in income tax paid and an increase in interest and costs of finance paid due to the new $35m debt facility entered into during the year.

Cash outflow from investing activities was comparable with 2020 ($0.7m increase in outflow).

As referenced above, the Consolidated Entity entered into a debt facility during the year which contributed to a net cash inflow from financing of $30.6m (2020: inflow of $135.9m mainly due to the issue of new shares).

These resulted in a net cash outflow for the year of $6.9m and, after foreign exchange adjustments, a closing cash balance of $59.3m (2020: $65.9m).

Contract Asset

The contract asset arises due to a difference between when the Consolidated Entity is required to recognise revenue under Australian Accounting Standards and when it is able to invoice customers.

The contract asset is largely comprised of amounts relating to one significant export contract.

As at 31 December 2021 the contract asset was $128.3m (31 December 2020: $137.9m). The relatively small movement in the balance masks that during the year the consolidated entity invoiced $97.6m against a major export contract and $1.7m against other contracts. This invoicing was offset by new, un-invoiced revenue in export and domestic programs and foreign exchange adjustments leading to a net reduction of $9.6m.

2. COVID-19 IMPACTS IN 2021

EOS continues to be impacted by the ongoing COVID-19 pandemic. In 2020 and flowing into early-2021, the largest impacts from COVID-19 within EOS were felt by EOS Defence Systems (“Defence”) arising from disruption to its global supply chain, international transport systems, and its customers’ ability to conduct tests for product acceptance or for contract award.

These issues delayed the achievement of performance milestones required prior to invoicing customers, which flowed through into delayed cash receipts. The issues are subsiding due to improved practices and an easing of restrictions on business globally.

The Company adopted measures to prevent the spread of infection and reduce operational impact from COVID-19. These steps proved relatively effective with only 18 employees (approximately 3.5% of global workforce) reporting that they contracted COVID-19 during 2021. Despite this and other COVID-19 restrictions, EOS achieved a record annual rate of production of remote weapon systems (RWS).

Some contract awards were delayed during the year as qualifying live firing tests were cancelled or delayed, and governments deferred program awards and announcements. The delay in contract awards coupled with record levels of production resulted in a reduction of backlog to $342m at 31 December 2021 compared with $429m as at the end of 2020.

It is expected that the normal conversion of pipeline to contracted backlog will resume in H1 2022.

3. ORGANISATIONAL RESTRUCTURE

In September 2021, EOS combined the Space Systems and Communications Systems divisions into one division with tighter linkages between space and communications activities where synergies can now be better exploited to improve profitability. Operational integration was initiated in FY21.

The new EOS Space Systems division ("Space") is led by Mr Glen Tindall, and Dr Craig Smith has taken up a new role as Group Chief Technology Officer.

4. EOS DEFENCE SYSTEMS

Defence completed a challenging yet successful year in 2021 when revenue and divisional profit reached record levels despite COVID-19 disruptions. Growth was strong across all areas of the Defence portfolio, including in the support and sustainment sector which is driven by cumulative sales over the prior decade.

Key results for Defence were:

- Revenue of $184.5m represents a 18.0% increase over the corresponding prior period.
- Underlying EBIT of $17.1m compares to an underlying EBIT loss of $9.6m in the corresponding prior period.

These results were achieved while Defence maintained a high level of investment of funds and human capital in research and development, especially for directed energy products.

The business produced 271 RWS for five customer programs during a period where COVID-19 had its biggest impact thus far on our Australian facilities. The workforce improved productivity in both production and support programs, over levels achieved by the business in 2020.

The Defence team also successfully delivered the C4 EDGE Program in Australia, several customer funded development contracts in Australia, the US, South-East Asia and Europe, as well as numerous customer demonstrations around the world. These activities have positioned the business to take immediate advantage of the opportunities arising from defence markets reopening and rapidly emerging geostrategic challenges.

Commonwealth Remote Weapon Systems (RWS) Contract

In September 2020, EOS contracted with the Commonwealth of Australia for the delivery of 251 RWS and related materiel. The production of these systems was successfully completed in 2021 and delivery of the related materiel will be completed in 2022.

A key focus of this accelerated acquisition was the preservation of the Australian supply chain for advanced defence manufacture. This objective was achieved.

The design, engineering and production work completed on this program will deliver significant benefits to future production effort for the Australian Defence Force (ADF), coming initially on the RWS contracted for Land 400 Phase 2 and then on other RWS requirements.

Counter Uninhabited Aircraft System (CUAS) Developments

EOS has invested significant resources to develop a complete range of capabilities for the defeat of drones. Over the past four years a substantial development, test and demonstration program based in Australia, USA and the Middle East has established EOS as the only western hemisphere provider with the entire suite of direct kill capabilities supported by a full suite of detection, jamming and command capabilities that are required to defeat sophisticated drone attacks.

While other companies offer CUAS solutions that have similar detection and jamming capabilities to the EOS Titanis system (Titanis), key advantages to EOS come from long-term leadership in precision hard kill engagement of moving and manoeuvring targets.

EOS is unique in the ownership of both directed energy (laser) and remotely operated weapon systems that are optimised to defeat drone attacks. Competitive pricing and very low per-drone-kill cost efficiency of these capabilities makes Titanis a singular system in the CUAS market. Demand for demonstration of this capability for proliferating acquisition programs in allied countries is stretching the availability of EOS personnel and equipment.

In Q2 2020 EOS was selected as the preferred provider of CUAS capability for a large program for critical infrastructure protection. Customer delays in providing the financial, logistic and technical support to enable pre-award testing of the full EOS system have delayed the award which is now expected in H2 2022.

Meanwhile operational use of drones in military conflict is escalating rapidly, driving demand for this technology and in particular EOS' directed energy capability.

Prime Contractor for C4 EDGE Program

In December 2021 an all-Australian industry team, led by EOS as Prime Contractor, successfully demonstrated an Australian-developed tactical secret Command, Control, Communications and Computing ("C4") solution under a $34.3m contract with the Australia Army.

The demonstration of a sovereign Battlegroup and Below Battlefield Command System in such a short period of time using only Australian technology was a major achievement. The C4 EDGE capability will help address the Army's significant future requirements for sovereign communications systems. The Government's 2020 Defence Strategic Update lays out an investment pipeline for battlefield communications and command systems of between $5.0bn and $7.5bn over the next 20 years.

Marketing and Demonstrations

A key pre-requisite for securing defence contract awards is the successful demonstration of products in realistic conditions. Over the course of 2021, Defence conducted live fire demonstrations both in Australia and overseas. Highlights were:

- The R400 Dual Weapon System was demonstrated shooting off a Boxer 8x8 to the Royal Netherlands Army in the Netherlands. This activity also included the demonstration of the R400 on the MILREM THeMIS UGV (non-live fire) preliminary to the deployment of weapon systems on remotely operated platforms to counter drones.
- In the US, the local EOS Defence team demonstrated R400 and R150 systems to the Program Manager of the US Army Crew Served Weapons program at Fort Benning in Georgia as well as participating in the annual Bushmaster User Conference, hosted by Northrop Grumman in Arizona, with R400 and R150 systems.
- In 2021, Defence established the capability to conduct live fire test, development and demonstration shooting in Australia at the Klondyke Range Facility in Western NSW. This range enables Defence to test fire out to a range of 32 kilometres.

Defence also moved forward with doctrinal and thought leadership publications and activities to help customers address rapid technological and geopolitical change. These efforts address the impact of drones and AI as well as adapting force planning and projection against new geopolitical threats.

Customers are considering a future environment where significant combat power could be applied anywhere on earth without requiring a large contingent of human operators. This future capability could be based upon the application of a number of EOS-developed technologies including RWS, free space optical communications and high bandwidth satellite communications.

Other customer engagement activities throughout 2021 included a large presence at the Land Forces Conference in Brisbane, the DSEI Conference in London and the AUSA Conference in Washington DC. Despite COVID-19, foreign delegations were received from several nations.

5. EOS SPACE SYSTEMS

Organisational Structure

In September 2021, the former Communications Systems and Space Systems divisions were merged to form an enlarged EOS Space Systems ("Space") under unified management. This merger allows for better synergies between the technical teams now totalling approximately 150 full-time staff, around half of which hold engineering or science degrees.

Rowan Gilmore retired as CEO of EM Solutions in December 2021 and EM Solutions management passed to Georgios Makris, Vice President Operations and John Logan, Vice President Programs. This transition had been planned for some time and was executed smoothly. In January 2022 Rowan Gilmore was appointed to the newly created position of Deputy Chief Executive Officer at EOS.

The SpaceLink organisation expanded to approximately 30 full-time staff at the end of 2021. To be close to customers, suppliers, and regulators SpaceLink established offices in the US in both Tyson's Corner, Virginia and Mountain View, California.

EM Solutions

EM Solutions ended 2021 with a record order backlog of $42m, representing around 18 months of capacity. The order book reflects a healthy mix of demand across multiple product lines and multiple customers across Europe, North America, Asia and Australia.

New contracts have been signed for Cobra terminals for the next three shipsets of the Royal Australian Navy (RAN) SEA1180 (Offshore Patrol Vessels) and the six SEA1445 (Enhanced Cape Class Patrol Boats) projects.

Additional contracts have also been signed for 2m Fleet terminals by three European navies for delivery in 2022 through 2024.

The eighth and final Cobra terminal for the RAN's Anzac Frigate quality-of-life upgrade was completed during the year, an occasion marked by a visit to EM Solutions from the Chief of Navy, Vice Admiral Michael Noonan.

In Australia, EM Solutions was awarded Naval Business of the Year for 2021 by the specialist industry magazine, Defence Connect.

EM Solutions has increased supply of Ka-Band transceivers for use on deployable SATCOM terminals manufactured by a leading US Defence contractor. EM Solutions made a strategic decision to expand its product offering into the space sector and has already received an order by a North American satellite manufacturer for RF subsystems to be used on a next generation satellite platform.

Development of the new 2m Fleet terminal remains on schedule. In December EM Solutions was able to demonstrate its tracking performance to the RAN. First deliveries are due in 2022.

REVIEW OF OPERATIONS (continued)

The first Cobra Antenna Diversity Systems (ADS) were shipped to complete deliveries for the Cobra systems ordered by three European navies. These systems allow customers to optimise usage and allocate resources between the typical two, or three, antenna units fitted to a vessel.

EM Solutions achieved certification of the Cobra ADS for use with the Wideband Global SATCOM system (WGS), the high-capacity United States Space Force satellite communications system. This is a significant achievement as it allows operation on the largest defence satellite network in the world.

EM Solutions is continuing to develop a hybrid optical / RF communications terminal which will allow higher data rate communications for users. EM Solutions successfully demonstrated that the tracking technology used in the Cobra and Fleet terminals is sufficiently accurate for the antenna to provide an optical communications link.

Disruption to the global supply chain for electronics and semiconductors was managed through careful management of the supply chain and sourcing alternate componentry. EM Solutions has avoided any major delays to production due to supply chain.

With COVID-19 lockdowns preventing staff from travelling, EM Solutions trialled and successfully completed the first remotely supported terminal installation for a European customer. A representative office was established in the Netherlands to support our customers in the Benelux area, notably several European navies. This decision proved especially useful during COVID-19 restrictions when it was difficult to fly internationally.

Space Technologies

Space provides technology solutions to address global requirements for space debris mitigation, space traffic management, space domain awareness and space communications. These solutions typically comprise EOS sensors integrated with large EOS real-time software platforms that manage vast and rapidly changing data sets. Space is frequently an incubator for advanced technologies deployed in other EOS divisions.

The Space Systems team continued their focus on R&D activities for the group as well as managing the two current space laser tracking stations at Mount Stromlo, ACT and Learmonth, WA observatories.

In 2021, Space Systems announced a major development in laser technology which can significantly advance the global effort to mitigate space debris. This innovation involves the use of a Guide Star Laser to allow high speed adaptive optics to form laser beams that can track and move space debris at lower altitudes and faster speeds than previously possible. This intellectual property, owned by EOS, was developed in collaboration with the Space Environmental Research Centre (SERC) and will now be commercialised. Applications range from space debris mitigation to high bandwidth satellite communications. Space Systems has also provided laser technology and R&D expertise for the development of high-power laser systems for CUAS systems for Defence applications.

EOS Space Systems is continuing to strengthen its credentials as Australia’s premier provider of ground based optical sensors by participating in a range of domestic and international space domain awareness (SDA) exercises highlighting EOS’ capability ability to find, fix, track and assess a variety of space objects.

During the Sprint Advanced Concept Training (SACT) 21-3 exercise, a global space operations’ training event, led by the US Space Force, EOS was able to track objects with high fidelity in all orbital regimes and provide timely military intelligence into several key space events. This included the optical tracking of a cubesat during the daytime. Data from EOS was specifically singled out for its quality of data and the analysis provided. EOS also completed an integration activity with the SDA Marketplace, an e-commerce marketplace for space data, and successfully completed a trial data supply contract.

The Australian Department of Defence awarded EOS a contract to participate in SACT 22-1 with live demonstrations of several new and emerging space capabilities. This included demonstrating daytime laser ranging to uncooperative space objects (objects without retroreflectors) and observing several space objects during the daytime. EOS is the first Australian company to have developed such daytime sensing technologies and this will increase the observing capacity of the EOS SDA network.

EOS Space Systems was awarded the Defence Connect Space Business of the Year for 2021.

SpaceLink
The SpaceLink team conducted an industry Request for Proposal (RFP) in May 2021, followed by a Request for Tender (RFT) process resulting in selection of primary vendors for the satellite buses, payload and ground segment. Contracts were awarded to several key vendors, the most notable being in September 2021 SpaceLink announced it had selected OHB System AG (OHB) of Germany as the preferred manufacturer of SpaceLink's Block-1 constellation of MEO satellites. SpaceLink then entered into an Authority to Proceed (ATP) agreement with OHB to undertake a co-engineering phase intended to deliver an optimised satellite design that was suited to OHB production capabilities and met all SpaceLink performance requirements.

As announced to the ASX on 25 February 2022, during the ATP major improvements in design were identified leading to an increase in satellite capacity and lifetime. These improvements however also resulted in an extension of the expected project schedule by six months and a cost increase from US$700m to US$750m.

As a result of this, and against a backdrop of declining capital markets and market pressure for earlier service delivery, SpaceLink applied new technology to the design of a lower cost constellation (Block-0) providing full service before mid-2024. The new design will achieve service delivery on orbit for a total project cost of US$240m.

For further details refer to the ASX release of 25 February 2022.
SpaceLink customer engagement is proceeding well with multiple Memoranda of Understanding (MoUs) being signed in the commercial domain and strong partnerships developing in the civil space domain. SpaceLink is seeing rapid progress with US defence and intelligence community customers, and the focus is on securing awards for services from 2024.

SpaceLink was selected by the Center for the Advancement of Science in Space (CASIS) to provide a demonstration of an optical data relay service to the International Space Station (ISS).

6. OUTLOOK

Rising Geopolitical Tensions
A hallmark of 2021 has been rising geopolitical tensions in Eastern Europe, the Middle East and North Asia. Adding to these tensions has been the impact of the COVID-19 pandemic which has highlighted the fragility of supply chains resulting in product shortages and reinforcing the importance of national manufacturing capabilities in areas such as pharmaceuticals and defence.
Space has rapidly become a more contested domain with more countries developing and demonstrating their space capabilities. Governments have recognised that space is a critical domain for both commerce and national security, and are allocating greater resources for SDA, as well as offensive and defensive technologies.

Relevance of EOS Technologies

In recent years EOS investments in technology development have focused on secure and resilient communications, directed energy, CUAS capability, space asset protection and remotely operated systems.

All of these areas are now experiencing strong demand, and EOS business divisions expect to benefit as Australia and its allies invest in these new capabilities. EOS customers are increasing their current and planned outlays for advanced defence technology, and are coinvesting with EOS in research, development and testing.

Some examples of the technologies of interest are:

- Hypersonic glide missiles and hypersonic missiles with speeds of between Mach 3 and Mach 12 have been tested by two countries in the past several years requiring the development of new defensive weapon systems.
- Anti-satellite capabilities supported by an array of sensors to characterise and target space assets are being developed by several nations. Multiple attack options (cyber, electronic, directed energy weapons; anti-satellite missiles; or space-based weapons) enable potential adversaries to damage or destroy satellites. To date, four countries have successfully tested missiles to destroy satellites in low earth orbit. Three of these demonstrations have occurred in the past two years. The recent destruction of a Russian satellite is estimated to have generated approximately 1,500 pieces of extra space debris elevating the need for enhanced SDA capabilities.
- Attacks on high value infrastructure targets using a combination of drones and missiles have escalated, triggering strong demand for counter drone technologies including directed energy defences.
- Australia has recognised that space is a domain critical to Defence operations and has recently established a space capability. The Force Structure Plan committed $7bn over the next decade to transition the ADF from a consumer to a sovereign contributor in space. According to the Air Force, *"this investment will also provide new and exciting opportunities for Australian industry"*. Defence has committed to transform the way it operates in space, including *"satellite communications, space domain awareness, positioning, navigation and timing, and earth observation capabilities"*.
- Unmanned Autonomous Vehicles (UAVs) is a rapidly emerging technology that has the potential to transform force projection and force protection. At its core is secure, responsive and resilient communications. Within EOS, the integration of technologies from C4 EDGE, Defence Systems, EM Solutions and SpaceLink will be crtical to emerging UAV programs.

Momentum and Headwinds

The Company enters 2022 with substantial positive momentum from 2021, as well as headwinds which emerged in 2021.

(A) Positive Momentum

The Company achieved significant progress in key areas across the Group:

- Production volumes increased to record levels despite ongoing productivity constraints due to COVID-19 and staff shortages.
- Gross margin of the major revenue segments was at or above prior levels in 2021, with a strong improvement in group profitability.
- SpaceLink achieved advances in terms of customer development, satellite projected performance and business model profitability, and then leapt ahead with a faster, better, cheaper option to launch its space communication services.
- Management of the impacts of COVID-19 has improved, and even though the processes and procedures that were successful in 2021 may not apply efficiently to the next developments in the pandemic, a response culture has been developed.

REVIEW OF OPERATIONS (continued)

- Supply chain performance improved in terms of reduced disruption and cost, as initial elements of lean production are implemented.
- The Company restructured to two coherent P&L segments, expanded and improved management, and accelerated succession processes throughout leadership positions as required for the next stages of growth.
- Cash receipts of $94.5m were received from a foreign customer under an existing contract, and a similar amount of receipts are expected from this program in 2022.
- Revenue deferred from Q4 2021 is on track to be recognised in 2022, and provided Q4 2022 deliveries are maintained on schedule, could add momentum to 2022.

(B) Headwinds

The Company enters 2022 with headwinds that it is addressing:

- Against a history of near-best practice in staff retention, the Company is experiencing higher levels of staff turnover due to national skills shortages, intense salary competition, and COVID-19 impacts on health and well-being.
- The cost of capital is inexorably increasing as inflation increases and capital market uncertainties increase globally. This will inhibit rapid growth in EOS if not addressed. The Company is responding by tightening focus across opportunities and reducing costs to preserve capital for the best growth opportunities. This situation is not expected to ease in 2022.
- Backlog at $342m has fallen to around 1.5 years of current revenue, below the Company's preferred level of two years, while still meeting aerospace norms. No expected (higher than 50% probability) contract award has been lost to a competitor, and the backlog decline is principally due to COVID-19 delays in awards. This situation should correct through 2022 as customers emerge from a long period of COVID-19 induced disruption to their business processes.
- The Company's pipeline assessment, risk-weighted for probability of success, has recently been reduced to $2.6bn driven by a tighter focus on business opportunities, revised expectations of capital, human resource availability, and updated market and competitor intelligence. A tighter focus typically leads to improved probability of success in the remaining opportunity set, so a rebound in the risk-weighted pipeline may occur through 2022.

2022 Outlook

Whilst the Omicron variant of COVID-19 is not expected to significantly impact on EOS's ability to deliver existing contracts on time and on budget in 2022, there remains a risk that the emergence of new COVID-19 variants may have an adverse impact on our suppliers, customers, employees and EOS operations. Since the onset of COVID-19, the Company and its suppliers have used the time to adjust and develop increased resilience. The steps taken to diversify supply chains, hold additional componentry, and minimise the risk of spread of COVID-19 in the workplace are likely to limit disruption caused by any future outbreak.
Rising geopolitical tensions, particularly in Eastern Europe, the continuing COVID-19 pandemic and a Federal election in Australia all introduce uncertainty to forecasting outcomes for 2022. Notwithstanding, management expects revenue growth in 2022.

Ben Greene
Group CEO
31 March 2022

DIRECTORS' REPORT

The directors of Electro Optic Systems Holdings Limited submit herewith the annual financial report of the company for the year ended 31 December 2021.

In order to comply with the provisions of the Corporations Act 2001, the Directors report as follows:

Directors

The names and particulars of the directors of the Company during or since the end of the financial year are:

Name	**Particulars**
Lt Gen Peter Leahy AC	Chairman (27 July 2021 – Current) (age 69). Appointed to the Board on 4 May 2009 (length of service – 12 years). Peter Leahy AC retired from the Australian Army in July 2008 as a Lieutenant General in the position of Chief of Army. Among his qualifications he holds a BA (Military Studies) and a Master of Military Arts and Science. He is a Professor and the foundation Director of the National Security Institute at the University of Canberra. He is a director of Codan Limited and a member of the advisory board to Warpforge Limited. In other activities he is the Chairman of the charity Soldier On, the Red Shield Appeal Committee in the ACT, the Australian Student's Veterans Association and is a member of the Advisory Council of China Matters. He was Chairman of the Company's Audit and Risk Committee and a member of the Nominations and Remuneration Committee until his appointment as Chairman.
Dr Ben Greene	BE (Hons), Phd in Applied Physics (age 71) is the Chief Executive Officer of Electro Optic Systems. Dr Greene was involved in the formation of Electro Optic Systems Pty Limited. He is published in the subject areas of weapon system design, laser tracking, space geodesy, quantum physics, satellite design, laser remote sensing, and the metrology of time. Dr Greene is Deputy Chair of the Western Pacific Laser Tracking Network (WPLTN) and has recently served as member of Australia's Prime Ministers Science, Engineering and Innovation Council (PMSEIC) and CEO of the Cooperative Research Centre for Space Environment Management. Appointed to the Board of Electro Optic Systems on 11 April 2002 (length of service - 19 years).
Air Marshal Geoffrey Brown AO	Non-executive director (age 63). Appointed to the Board on 21 April 2016 (length of service – five years). Geoffrey Brown AO retired from the Royal Australian Air Force in July 2015 as Air Marshal in the position of Chief of Air Force. Among his qualifications he holds a BEng (Mech), a Master of Arts (Strategic Studies), Fellow of the Institution of Engineers Australia and is a Fellow of the Royal Aeronautical Society. He is a Director of Lockheed Martin (Australia) Pty Limited, Chairman of the Sir Richard Williams Foundation and Chairman of the Advisory Board of CAE Asia Pacific. He is Chairman of the Nominations and Remuneration Committee and a member of the Audit and Risk Committee.

The Hon Kate Lundy

HonLittD, GAICD. Non-Executive director (age 54) appointed to the Board on 23 March 2018 (length of service – four years). Kate Lundy served as a Senator representing the Australian Capital Territory from 1996 to 2015. During this time she held various front bench positions in both Government and Opposition, including the Minister for Sport, Multicultural Affairs and Assisting on Industry and Innovation and the Digital Economy.

Kate continues to be passionate about technology and innovation. Her focus is the positive impact of technology on society, culture and the economy. In 2017, the Australian National University awarded her a Doctor of Letters (honorary doctorate) for her "exceptional contributions to advocacy and policy for information communications and technology, for the ACT and nationally."

In 2017 Ms Lundy was inducted into the Pearcey Hall of Fame for "distinguished achievement and contribution to the development and growth of the Information and Communication Technology Industry". The Pearcey Foundation is named in honour of Dr Trevor Pearcey, an outstanding Australian ICT Pioneer, notable for his leadership of the project team that built one of the world's earliest digital computers, the CSIR Mark 1, later known as CSIRAC.

Kate is a non-executive director of the Australian Grand Prix Corporation, the National Roads and Motoring Association and the Cyber Security Research Centre. Kate is the Chair of the National Youth Science Forum and Deputy Chair to the Board of the Canberra Institute of Technology. Kate is also a member of ACT Defence Industry Advisory Board and ACT Defence Industry Ambassador. She is a member of the Audit and Risk Committee and a member of the Nominations and Remuneration Committee.

David Black

BA(Hons), FCA, MBA, GAICD. Non-executive director (age 51) appointed to the Board on 1 January 2021 (length of service – one year). David is the Chair of the Audit and Risk Committee and a member of the Nominations and Remuneration Committee. Before retiring from the Deloitte Touche Tohmatsu Australia partnership in 2016, David Black spent 25 years with Deloitte in the UK and Australia. During that time David provided services to a range of clients including in the Defence, Manufacturing and Government sectors. David's experience includes working with growing start-up businesses, multinational corporations and the boards of ASX listed entities on complex accounting, internal and external auditing, risk management, corporate governance and due diligence engagements. David previously served as the audit partner of Deloitte Touche Tohmatsu for the Company for the periods ending from June 2005 to December 2009 and June 2012 to June 2016.

David is a Fellow of Chartered Accountants Australia and New Zealand, a Fellow of the Institute of Chartered Accountants in England and Wales, has a BA(Hons) in Economics, an MBA and is a Graduate of the Australian Institute of Company Directors.

Since his retirement from Deloitte, David has established a growing family business, The Coastal Brewing Company, and serves on two Government sector audit committees as the independent member, Chairing one of those committees.

Deena Shiff	B.Sc. (Econ) Hons (London School of Economics), LLB (University of Cambridge), Fellow AICD. Non-executive Director (age 67) appointed 7 December 2021 (length of service – 1 month). Deena has had a senior executive career, legal career and has worked for government. Deena was the first woman to be appointed to the role of Group Managing Director at Telstra Corporation. Deena is a former legal Partner at Mallesons Stephen Jacques and has served in regulatory in-house counsel roles. Deena is currently Chairman of the Supervisory Board of Marley Spoon A.G., non-executive Director of Appen Limited and Pro Medicus Limited. Deena is also the Chairman of the Australian Broadband Advisory Council and is on the Board of Opera Australia. Deena was previously the Chairman of BAI Communications and a director of Infrastructure Australia and Export Finance Australia.
Fred Bart	Chairman (retired 27 July 2021) (age 67). He has been Chairman and Director of numerous public and private companies since 1980, specialising in manufacturing, property, technology and marketable securities. He is also Chairman of Audio Pixels Holdings Limited, Noxopharm Limited and a director of Weebit Nano Limited. Appointed to the Board on 8 May 2000 and retired on 27 July 2021 (length of service – 21 years).
Ian Dennis	Non-executive director (retired 28 May 2021) (age 64) BA, C.A. is a Chartered Accountant with experience as director and secretary in various public listed companies and unlisted technology companies in Australia and overseas. He has been involved in the investment banking industry and stockbroking industry for twenty-five years. Prior to that, he was with KPMG Chartered Accountants in Sydney. He is also director and company secretary of Audio Pixels Holdings Limited. He was a member of the Audit and Risk Committee and the Nominations and Remuneration Committee. He was also company secretary of Electro Optic Systems Holdings Limited until 27 August 2021. Appointed to the Board on 8 May 2000 and retired on 28 May 2021 (length of service – 21 years).

The above-named directors held office during and since the end of the financial year, apart from:

- David Black who was appointed as a director on 1 January 2021
- Deena Shiff who was appointed as a director on 7 December 2021
- Fred Bart who retired as a director on 27 July 2021
- Ian Dennis who retired as a director on 28 May 2021

Lt GenPeter Leahy AC, Air Marshall Geoffrey Brown AO, The Hon Kate Lundy, Deena Shiff and David Black are considered independent directors.

On 28 May 2021 Morgan Bryant was appointed as Company Secretary.

Directorships of other listed companies

Directorships of other listed companies held by directors in the three years immediately before the end of the financial year were as follows:

Name	Company	Period of directorship
Fred Bart	Audio Pixels Holdings Limited	5 September 2000 to date
	Weebit Nano Limited	6 March 2018 to date
	Noxopharm Limited	8 May 2020 to date
Ian Dennis	Audio Pixels Holdings Limited	5 September 2000 to date
Lt Gen Peter Leahy AC	Codan Limited	19 September 2008 to date
	Citadel Group Limited	27 June 2014 to 9 December 2020
Deena Shiff	Marley Spoon A.G.	5 June 2018 to date
	Appen Limited	15 May 2015 to date
	Pro Medicus Limited	1 August 2020 to date

Principal activities

The principal activities of the consolidated entity are in the space, defence systems and communications business.

The Company is listed on the Australian Securities Exchange.

Review of operations

A detailed review of operations is included on pages 3 to 11 of this financial report.

Changes to the state of affairs

There were no significant changes in the state of affairs of the consolidated entity during the financial period.

Share issues

On 15 March 2021, the Company announced the issue of 1,185,000 ordinary fully paid securities at $5.27 under the Loan Funded Share Plan.

On 31 May 2021 the Company issued 150,000 ordinary fully paid securities at $4.06 per share under the Loan Funded Share Plan in accordance with Resolution 6 passed by Shareholders at the Annual General Meeting on 28 May 2021.

During the year staff repaid loans under the Loan Funded Share Plan in respect of 83,125 shares at $2.99 each amounting to $248,544.

Subsequent events

On 23 February 2022 SpaceLink Corporation ("SpaceLink"), a wholly owned subsidiary of the consolidated entity, executed two agreements with OHB System AG ("OHB").

(a) A Deed of Agreement which finalised the amounts due to OHB under the Authority to Proceed contract which was entered into between the parties on 15 October 2021 and ran to 14 December 2021.

An amount of US$3,000,000 (A$4,131,588) has been recorded as a liability in other payables as at 31 December 2021 representing the full and final settlement of all amounts due to OHB for that period.

The amount of US$3,000,000 (A$4,131,588) has also been recorded as an addition to capital work in progress as at 31 December 2021, representing the value of the foreground IP and materials developed by or procured by OHB using these funds and transferred to SpaceLink.

(b) A Heads of Agreement which sets out the contractual relationship between SpaceLink and OHB going forward relating to the development of Block-1 of the SpaceLink Satellite Data Relay Constellation.

Under this Agreement SpaceLink has agreed to:

- Pay OHB costs incurred by OHB between 1 January 2022 and 24 February 2022 with third party vendors in respect of potential deliverables for inclusion in Block-1 activity which has now been deferred. The amount payable is up to US$7,000,000 in aggregate
- Offer OHB an agreement to undertake Risk Management Activities in relation to Block-1 over a 15-month period with such agreement to be on a cost-plus basis and initially funded by SpaceLink to US$5,000,000

On 17 March 2022 EOS announced that it had engaged Greenhill & Co. as financial adviser to assist in undertaking a strategic review, including ensuring all feasible funding options are explored and assessed in the context of the broader range of strategic options for EOS. As at the date of this report no outcome from the strategic review has been determined.

Apart from the above, the Directors are not aware of any significant subsequent events since the end of the financial period and up to the date of this report.

There have been no other transactions or events of a material and unusual nature between the end of the reporting period and the date of the report likely, in the opinion of the Directors of the Company, to significantly affect the operations of the consolidated entity, the results of those operations, or state of affairs of the consolidated entity in future years.

Deed of Cross Guarantee

On 6 April 2018, the parent entity, Electro Optic Systems Holdings Limited, entered into a deed of cross guarantee with two of its Australian wholly-owned subsidiaries, Electro Optic Systems Pty Limited and EOS Defence Systems Pty Limited. On 28 November 2019, EM Solutions Pty Limited entered into an Assumption Deed and became a party to the Deed of Cross Guarantee.

Future developments

The Company will continue to operate in the space, defence systems and communications businesses.

Please see the review of operations for further details.

Environmental regulations

In the opinion of the directors the consolidated entity is in compliance with all applicable environmental legislation and regulations.

Ethical labour

The consolidated entity has established measures regarding fair labour practices and guidelines that create a respectful and safe work environment for our employees globally. The Company is committed to treat all of its employees with respect and strictly prohibits the use of slavery, forced labour and human trafficking. To prevent the occurrence of forced, compulsory or child labour, the consolidated entity has implemented local labour policies and practices to comply with the Modern Slavery Act. Any person who applies for employment with the Company does so on a voluntary basis and all employees are legally entitled to leave upon reasonable notice without penalty. In accordance with the Company's global recruiting guidelines, offers of employment must be conditional upon successful completion of required background checks. Background checks are required to protect the safety of employees and to ensure that employees meet the Company's standards.

Diversity

The Company values diversity and recognises the benefits it can bring to the organisation's ability to achieve its goals. Accordingly, The Company's diversity policy ("Diversity Policy") was updated on 23 March 2020 and outlines its diversity objectives in relation to gender, age, cultural background, ethnicity, employment of veterans and other factors to leverage the widest pool of available talent. A copy of the Company's Diversity Policy is available on the Company's website.

Section 6 of the Diversity Policy states that the Company will establish appropriate and meaningful objectives for achieving gender and other forms of diversity.

The Company's current objectives are to:

- improve the participation of women in the workforce by measuring the percentage of female employees and the percentage of those females in management positions;
- reduce the number of workplace harassment complaints by measuring annual occurrences and reducing these to zero;
- improve retention of staff by measuring the percentage of employees who access flexible workplace arrangements including flexible hours and alternative work cycles; and
- encourage retention of staff by measuring the number of staff who access company education and study assistance to enhance personal and corporate development opportunities.

As at 31 December 2021, the Group's gender diversity mix is as follows:

EOS Directors and Staff 2021	Number	Female	Female %	Male	Male %
Board	6	2	33%	4	67%
Senior Management (CEO/EVP)	8	-	-	8	100%
Australia	388	80	21%	308	79%
Singapore	12	2	17%	10	83%
United States	91	23	25%	68	75%
United Arab Emirates	48	10	21%	38	79%
Germany	1	1	100%	-	-
Total staff	**554**	**118**	**21%**	**436**	**79%**

Commentary

"Senior Management" is defined as a manager who has a relatively high leadership role in the day-to-day responsibilities of managing the Company.

Section 8 of the Diversity Policy requires the Company to disclose in each of its annual reports a summary of the Diversity Policy and the achievement of the objectives of the Diversity Policy. The Company achievements in meeting the objectives are as follows:

- EOS continues to improve the participation of women in the workforce. There has been an increase in female staff from 103 (2020) to 116 (2021);
- EOS is committed to reduce the number of harassment complaints reported each year. In 2021 there were no incidents reported across the consolidated entity;
- Flexible working arrangements including work from home has increased substantially in 2021 in light of the Covid-19 pandemic; and
- In 2021 EOS invested $50,000 in the EOS Space Systems Research Awards, in which grants of up to $10,000 were awarded to STEM candidates with a particular focus on indigenous Australians, women and applicants from rural and regional areas. EOS also established the EOS Scholarships for Future Excellence in STEM in which funding scholarships were provided to support women in STEM education and work programs, as well as establishing internships within EOS with a view to increasing gender diversity in STEM careers.

Dividends

The directors recommend that no dividend be paid and no amount has been paid or declared by way of dividend since the end of the previous financial year and up to the date of this report.

Share options

Share options granted to directors and executives

No options were granted to any director of Electro Optic Systems Holdings Limited during the year.

On 15 March 2021, the Company issued 475,000 unlisted options at an exercise price of $5.27 to directors, executives and employees of overseas subsidiaries expiring on 16 March 2026 under the Employee Share Option Plan.

On 22 July 2021, the Company issued 280,000 unlisted options at an exercise price of $4.31 to executives and employees of an overseas subsidiary expiring on 22 July 2026 under the Employee Share Option Plan.

Share options on issue at year end or exercised during the year

There were 1,830,000 unlisted options outstanding at year end. 1,075,000 options were granted in previous reporting periods whilst 755,000 were granted in the current year, as per the table below.

Options	Issue Date	Expiry Date	Exercise Price
220,000	20 June 2018	31 March 2023	$2.99
635,000	19 May 2020	18 May 2025	$4.75
220,000	16 November 2020	16 November 2025	$5.82
475,000	15 March 2021	16 March 2026	$5.27
280,000	22 July 2021	22 July 2026	$4.31
1,830,000			

No options were exercised during the year.

There were no shares or interests issued during the financial year as a result of exercise of an option.

Loan funded share plan ("LFSP")

Shareholders approved the issue of 5,180,000 restricted ordinary shares on 24 April 2018 to directors, senior executives and staff. The restricted ordinary shares were issued on 20 June 2018 at a price of $2.99, being the 20-day volume weighted average price up to and including the trading day immediately prior to the date of issue.

On 19 May 2020 the Company issued 2,270,000 ordinary shares to staff under the Loan Funded Share Plan at a price of $4.75 being the same price as the institutional placement announced on 15 April 2020.

On 29 May 2020 shareholders approved the issue of 2,500,000 ordinary shares to directors at a price of $4.92 being the 20-day volume weighted average price up to and including the trading day immediately prior to the date of issue.

On 10 August 2020 the Company issued 860,000 ordinary shares to staff under the Loan Funded Share Plan at a price of $5.62 being the 20-day volume weighted average price up to and including the trading day immediately prior to the date of issue.

On 14 October 2020 the Company issued 150,000 ordinary shares to staff under the Loan Funded Share Plan at a price of $5.47 being the 20-day volume weighted average price up to and including the trading day immediately prior to the date of issue.

On 15 March 2021 the Company issued 1,185,000 ordinary shares to staff under the Loan Funded Share Plan at a price of $5.27 being the 20-day volume weighted average price up to and including the trading day immediately prior to the date of issue.

On 31 May 2021 the Company issued 150,000 ordinary shares to a Director under the Loan Funded Share Plan and in accordance with a resolution passed by shareholders at the Annual General Meeting on 28 May 2021 at a price of $4.06 being the 20-day volume weighted average price up to and including the trading day immediately prior to the date of issue.

During the year, the Company provided interest free loans to the Directors of $609,000 and staff of $6,244,950 to enable them to acquire the shares under the Loan Funded Share Plan. This resulted in the total amount of the loans outstanding under the Loan Funded Share Plan being $50,224,331 at year-end.

Loan funds under the LFSP are limited recourse in nature, meaning that the Company's recourse is limited to the shares. If at the date that the loan becomes repayable the Directors or Employees shares are worth less than the outstanding balance of the loan, the Company cannot recover the difference from the Director or Employee. Interest will not be payable on the outstanding balance of the loan.

All shares issued under the LFSP are held in an employee share trust, on behalf of all participants. The name of the Trust is EOS Loan Plan Pty Ltd as trustee for the Share Plan Trust. All shares under the LFSP are also subject to a holding lock until all conditions and the loan are satisfied.

The Shares issued to Directors are subject to both 'Vesting Conditions' and 'Forfeiture Conditions'. Directors are required to satisfy the Vesting Conditions in order for their Shares to vest. While Directors hold their Shares, they will be subject to Forfeiture Conditions and Directors will forfeit their Shares if either they fail to satisfy the Vesting Conditions or they cease to be employed or continue to provide services to EOS or a consolidated entity or group company in certain circumstances.

Fred Bart and Ian Dennis were assessed by the Board as good leavers upon their retirement. Therefore, they did not forfeit their loan funded shares and these are included in outstanding balances at 31 December 2021.

Once the Vesting Conditions have been satisfied, removed or lifted, the Shares become vested and Directors may deal with them in accordance with the rules of the LFSP subject to sale restrictions and other legal restrictions (such as under the Company's trading policy).

The ordinary shares issued under the LFSP were issued to an employee share trust on behalf of the following participants as follows:

	20 June 2018 Issue	Sold during 2020	19 May 2020 Issue	29 May 2020 Issue	10 August 2020 Issue	14 October 2020 Issue	15 March 2021 Issue	31 May 2021 Issue	Lapsed shares at 31 December 2021*	Balance of shares outstanding at 31 December 2021
Directors										
Lt Gen Peter Leahy AC (Chairman)	200,000	-	-	100,000	-	-	-	-	(50,000)	250,000
Dr Ben Greene (CEO)	2,000,000	-	-	2,000,000	-	-	-	-	(1,000,000)	3,000,000
Mr David Black	-	-	-	-	-	-	-	150,000	-	150,000
Air Marshall Geoffrey Brown AO	200,000	-	-	100,000	-	-	-	-	(50,000)	250,000
The Hon Kate Lundy	200,000	-	-	100,000	-	-	-	-	(50,000)	250,000
Ms Deena Shiff	-	-	-	-	-	-	-	-	-	-
Mr Ian Dennis (Retired)	200,000	(50,000)		100,000		-	-	-	(50,000)	200,000
Mr Fred Bart (Retired)	200,000	-	-	100,000	-	-	-	-	(50,000)	250,000
Directors Total	**3,000,000**	**(50,000)**	**-**	**2,500,000**	**-**	**-**	**-**	**150,000**	**(1,250,000)**	**4,350,000**
Employees										
Dr Craig Smith	250,000	-	80,000	-	-	-	-	-	(40,000)	290,000
Mr Glen Tindall	-	-	-	-	330,000	-	-	-	-	330,000
Mr Grant Sanderson	250,000	-	160,000	-	-	-	90,000	-	(80,000)	420,000
Mr Michael Lock	-	-	-	-	-	-	165,000	-	-	165,000
Mr Neil Carter	-	-	-	-	500,000	-	-	-	-	500,000
Mr Peter Short	250,000	-	160,000	-	-	-	90,000	-	(80,000)	420,000
Mr Scott Lamond	250,000	-	80,000	-	-	-	-	-	(40,000)	290,000
Mr Tahir Khan	-	-	100,000	-	-	-	-	-	-	100,000
Other Senior Employees	1,180,000	(152,500)	1,690,000	-	30,000	150,000	840,000	-	(310,000)	3,427,500
Employees Total	**2,180,000**	**(152,500)**	**2,270,000**	**-**	**860,000**	**150,000**	**1,185,000**	**-**	(550,000)	5,942,500
Total, Directors and Employees	**5,180,000**	**(202,500)**	**2,270,000**	**2,500,000**	**860,000**	**150,000**	**1,185,000**	**150,000**	**(1,800,000)**	**10,292,500**

*The following conditions were not met:

- Share price hurdle of $9.50 by 31 December 2021, resulting in 1,250,000 shares issued to Directors lapsing.
- Space systems profit exceeds $3m for 2021, resulting in 117,500 shares issued to Space Systems staff lapsing.
- EBIT of $36m by 2021, resulting in 432,500 shares issued to KMP and other senior employees lapsing.

DIRECTORS' REPORT (continued)

Indemnification and Insurance of Officers and Auditors

During the financial year, the company paid a premium in respect of a contract insuring the Directors and Officers of the Company and any related body corporate against a liability incurred as such a Director or Officer to the extent permitted by the Corporations Act 2001. The contract of insurance prohibits disclosure of the nature of the coverage provided and the amount of the premium. The Company has agreed to indemnify the current Directors, Company Secretary and Executive Officers against all liabilities to other persons that may arise from their position as Directors or Officers of the Company and its controlled entities, except where to do so would be prohibited by law. The agreement stipulates that the Company will meet the full amount of any such liabilities, including costs and expenses.

The Company has not, during or since the financial year indemnified or agreed to indemnify an auditor of the company or of any related body corporate against any liability incurred as such an auditor.

Directors' meetings

The following table sets out the number of directors' meetings (including meetings of committees of directors) held during the financial year and the number of meetings attended by each director (while they were a director or committee member). During the financial year, 22 Board meetings, six Audit and Risk Committee meetings and three Nominations and Remuneration Committee meetings were held.

	Board of Directors		**Audit and Risk committee**		**Nominations and Remuneration committee**	
Directors	**Eligible to attend**	**Attended**	**Eligible to attend**	**Attended**	**Eligible to attend**	**Attended**
Lt Gen Peter Leahy AC[1]	22	22	3	3	2	2
Dr Ben Greene	22	22	-	-	-	-
Air Marshal Geoff Brown AO	22	22	6	6	3	3
The Hon Kate Lundy	22	22	6	6	3	3
Mr David Black	22	22	6	6	3	3
Ms Deena Shiff[2]	1	1	-	-	-	-
Mr Fred Bart[3]	8	8	-	-	-	-
Mr Ian Dennis[4]	6	6	3	3	-	-

[1] Lt Gen Peter Leahy AC resigned from the Audit and Risk Committee after becoming Chairman on 27 July 2021.
[2] Appointed 7 December 2021
[3] Retired 27 July 2021
[4] Retired 28 May 2021

Remuneration report (Audited)

The key management personnel (KMP) of Electro Optic Systems Holdings Limited during the year were:

Lt Gen Peter Leahy AC (Chairman, Non-executive director)
Dr Ben Greene (Chief Executive Officer and director)
Air Marshal Geoffrey Brown AO (Non-executive director)
The Hon Kate Lundy (Non-executive director)
Mr David Black (Non-executive director) (appointed 1 January 2021)
Ms Deena Shiff (Non-executive director) (appointed 7 December 2021)
Mr Fred Bart (Chairman, Non-executive director) (retired 27 July 2021)
Mr Ian Dennis (Non-executive director) (retired 28 May 2021)

Mr Grant Sanderson (Chief Executive Officer - EOS Defence Systems Pty Limited)
Mr Glen Tindall (Chief Executive Officer – EOS Space Systems Pty Limited)
Mr Michael Lock (Chief Financial Officer – Electro Optic Systems Pty Limited) – Appointed 1 March 2021
Mr Peter Short (Chief Operating Officer – Electro Optic Systems Pty Limited)
Dr Craig Smith (Chief Technology Officer – Electro Optic Systems Pty Limited) until 30 September 2021 *
Mr Tahir Khan (Acting Chief Financial Officer – Electro Optic Systems Pty Limited) until 28 February 2021 #
Mr Scott Lamond (Chief Financial Officer – Electro Optic Systems Pty Limited) until 28 February 2021 #
Mr Neil Carter (Chief Strategy Officer – Electro Optic Systems Pty Limited) until 8 November 2021 ^

* Dr Smith assumed the role of Chief Technology Officer from 1 October 2021. Dr Smith was previously the Chief Executive Officer of EOS Space Systems Pty Limited. Dr Smith was not included in KMP at 31 December 2021.
\# Mr Khan assumed the role of Acting Chief Financial Officer for the period 28 August 2020 to 28 February 2021. Mr Lamond maintained authority and responsibility for planning, directing and controlling activities of the consolidated entity during this period. Mr Khan and Mr Lamond were not included in KMP at 31 December 2021.
^ Mr Carter left the Company on 8 November 2021.

This report outlines the remuneration arrangements in place for Directors and Executives of the consolidated entity.

The Directors are responsible for remuneration policies and packages applicable to the Board members and executives of the consolidated entity. The consolidated entity has a separate Nominations and Remuneration Committee. The broad remuneration policy is to ensure the remuneration package properly reflects the persons duties and responsibilities.

Remuneration structure

In accordance with best practice corporate governance, the structure of Non-Executive Director and senior manager remuneration is separate and distinct.

Non-Executive Director remuneration

Objective

The Board seeks to set aggregate remuneration at a level which provides the Company with the ability to attract and retain directors of the highest calibre, whilst incurring a cost which is acceptable to shareholders.

Remuneration report (continued)

Directors' shareholdings

The following table sets out each Director's relevant interest in shares, restricted ordinary shares under the LFSP of the company or a related body corporate as at the date of this report.

Directors	Fully paid ordinary shares	Fully paid ordinary shares restricted – LFSP issued on 20 June 2018	Fully paid ordinary shares restricted – LFSP issued on 29 May 2020	Fully paid ordinary shares restricted – LFSP issued on 31 May 2021	Lapsed shares at 31 December 2021^	Balance of Fully paid ordinary shares restricted – LFSP outstanding at 31 December 2021
Lt Gen Peter Leahy AC	60,077	200,000	100,000	-	(50,000)	250,000
Dr Ben Greene	3,987,139	2,000,000	2,000,000	-	(1,000,000)	3,000,000
Air Marshal Geoffrey Brown AO	19,335	200,000	100,000	-	(50,000)	250,000
The Hon Kate Lundy	6,694	200,000	100,000	-	(50,000)	250,000
Mr David Black	10,880	-	-	150,000	-	150,000
Ms Deena Shiff	-	-	-	-	-	-
Mr Fred Bart*	5,324,010	200,000	100,000	-	(50,000)	250,000
Mr Ian Dennis#	41,843	150,000	100,000	-	(50,000)	200,000

* Fred Bart retired as Director on 27 July 2021. These shareholdings reflect his interests as at the date of resignation.
# Ian Dennis retired as Director on 28 May 2021. These shareholdings reflect his interests as at the date of resignation.
^ Refer to the table on page 21 which details restricted shares forfeited upon failure to meet share-price hurdles.

Movement in Director shareholdings during the 2021 are set out in the Remuneration Report.

The fully paid ordinary restricted shares were issued on 20 June 2018 under the LFSP at a price of $2.99 and are subject to vesting and performance criteria.

The fully paid restricted shares were issued on 29 May 2020, following approval at the Annual General Meeting, under the LFSP at a price of $4.92 and are subject to vesting and performance criteria.

The fully paid restricted shares were issued on 31 May 2021, following approval at the Annual General Meeting, under the LFSP at a price of $4.06 and are subject to vesting and performance criteria.

Remuneration report (continued)

Structure

The Company's Constitution and the Australian Securities Exchange Listing Rules specify the aggregate remuneration of Non- Executive Directors shall be determined from time to time by a General Meeting of shareholders. An amount not exceeding the amount determined is then divided between the Directors as agreed. The latest determination was at the Annual General Meeting held on 29 May 2020, when shareholders approved a maximum aggregate remuneration of $1,000,000 per year excluding options.

The amount of aggregate remuneration provided to Directors is approved by shareholders. The manner in which it is apportioned amongst Directors, and the policy of granting options to Directors, is determined by Directors within the limits set by shareholders.

Each Non-Executive Director receives a fee for serving as a Director of the Company. No additional fees are paid to any Director for serving on a committee of the Board. A company associated with Mr Ian Dennis received a fee in recognition of additional services provided to the consolidated entity up to 31 August 2021.

Executive Director and Senior Management remuneration

Objective

The consolidated entity aims to award Executives with a level and mix of remuneration commensurate with their position and responsibilities within the consolidated entity so as to:

- reward Executives for group and individual performance against targets set by reference to suitable benchmarks;
- align the interests of Executives with those of shareholders; and
- ensure that the total remuneration paid is competitive by market standards.

Structure

The remuneration paid to Executives is set with reference to prevailing market levels and typically comprises a fixed salary and option component. Options are granted to Executives in line with their respective levels of experience and responsibility. Details of the amounts paid and the number of options granted to Executives are disclosed elsewhere in the Directors' Report.

Employment contracts

There are no employment contracts in place with any Non-Executive Director of the consolidated entity. Executive Directors and Senior Management are employed under standard employment contracts which contain no unusual terms. Beyond accrued leave benefits, there are no other termination payments or golden parachutes for any directors or senior executives. The CEO has a 180 day notice period under his employment contract and the other senior management have 90 day notice periods under their employment contracts.

DIRECTORS' REPORT (continued)

Remuneration report (continued)

Director remuneration

The following tables disclose the remuneration of the directors of the Company:

2021	Short term		Post-Employment	Equity		Total
	Salary & Fees $	Non-monetary $	Super-annuation $	Loan Funded Share Plan $	Other Long Term Benefits $	$
Lt Gen Peter Leahy AC	91,260	-	8,966	32,641	-	132,867
Dr Ben Greene*	703,878	26,163	27,498	593,214	178,410	1,529,163
Air Marshal Geoffrey Brown AO	63,782	-	6,218	32,641	-	102,641
The Hon Kate Lundy	63,782	-	6,218	32,641	-	102,641
Mr David Black	63,782	-	6,218	23,941	-	93,941
Ms Deena Shiff	4,359	-	436	-	-	4,795
Mr Fred Bart	95,745	-	9,255	18,512	-	123,512
Mr Ian Dennis#	116,636	-	2,530	13,146	-	132,312
	1,203,224	26,163	67,339	746,736	178,410	2,221,872

* Executive Director during the financial year
# Includes fees for company secretarial and accounting consultancy services provided of $90,000

2020	Short term		Post-Employment	Equity		Total
	Salary & Fees $	Non-monetary $	Super-annuation $	Loan Funded Share Plan $	Other Long Term Benefits $	$
Mr Fred Bart	127,854	-	12,146	31,510	-	171,510
Dr Ben Greene*	746,193	26,163	28,827	477,261	67,401	1,345,845
Mr Ian Dennis#	279,927	-	6,073	31,510	-	317,510
Lt Gen Peter Leahy AC	63,927	-	6,073	31,510	-	101,510
Air Marshal Geoffrey Brown AO	63,927	-	6,073	31,510	-	101,510
The Hon Kate Lundy	63,927	-	6,073	31,510	-	101,510
Mr David Black	-	-	-	-	-	-
	1,345,755	26,163	65,265	634,811	67,401	2,139,395

* Executive Director during the financial year
# Includes fees for company secretarial and accounting consultancy services provided of $216,000

Other long-term benefits include annual leave and long service leave expensed during the year.

DIRECTORS' REPORT (continued)

Remuneration report (continued)

Executive remuneration

No executives are employed by the holding company. The following table discloses the remuneration of the executives of the consolidated entity for the period during which they were considered key management personnel:

2021	Short term		Post-Employment	Equity		Total
	Salary & Fees $	Non-monetary $	Super-annuation $	Loan Funded Share Plan $	Other Long Term Benefits $	$
Dr Craig Smith	266,948	-	25,827	5,508	22,596	320,879
Mr Scott Lamond	56,059	-	5,326	2,143	(4,913)	58,615
Mr Grant Sanderson	347,032	-	33,836	42,698	12,484	436,050
Mr Peter Short	347,032	-	33,702	48,958	46,099	475,791
Mr Neil Carter	508,835	-	44,120	62,167	-	615,122
Mr Glen Tindall	350,000	-	34,125	33,860	20,267	438,252
Mr Tahir Khan	56,059	-	5,326	2,766	6,247	70,398
Mr Michael Lock	294,923	-	28,779	53,979	22,615	400,296
	2,226,888	-	211,041	252,079	125,395	2,815,403

2020	Short term		Post-Employment	Equity		Total
	Salary & Fees $	Non-monetary $	Super-annuation $	Loan Funded Share Plan $	Other Long Term Benefits $	$
Dr Craig Smith	358,197	-	34,029	25,921	23,639	441,786
Mr Scott Lamond	358,197	-	34,029	26,383	10,041	428,650
Mr Grant Sanderson	358,197	-	34,029	33,647	20,798	446,671
Mr Peter Short	358,197	-	34,029	33,647	16,662	442,535
Mr Neil Carter	215,577	-	20,480	43,028	4,238	283,323
Mr Glen Tindall	168,269	-	15,986	30,869	12,181	227,305
Mr Tahir Khan	130,003	-	12,350	10,580	22,671	175,604
	1,946,637	-	184,932	204,075	110,230	2,445,874

No options were granted to or exercised by any director or executive during 2021 and 2020. Ordinary shares in relation to the Loan Funded Share Plan were granted during 2021.

Other long-term benefits include annual leave and long service leave expensed during the year.

Remuneration report (continued)

Loan funded share plan

Vesting Principles

The Shares will vest at the end of each 'Vesting Period' in the manner set out in the tables below, provided that the following conditions are met:

(a) Directors and employees continue to provide services to EOS on each of the vesting dates (or such other date on which the Board makes a determination as to whether the Vesting Condition has been met); and

(b) the performance hurdles set out below are satisfied, which relate to the Company's earnings before income tax (EBIT) and the Company's share price. Notably, EBIT and share price hurdles must both be achieved in order for Shares to vest under each Tranche; or

(c) Directors resolve to extend and/or waive performance hurdles as set out below for staff only, noting that Directors cannot resolve to extend or waive any requirements relating to Directors.

Further Measures, Hurdles and Sale Restrictions

Staff and Directors may be subject to individualised measures and hurdles associated with any shares issued to them under to the Loan Funded Share Plan. To the extent Shares vest, they will be subject to sale restrictions as outlined in the tables below for each separate issue of Loan Funded Shares.

Phase 1: Issue of 5,180,000 shares on 20 June 2018 at $2.99 per share

TRANCHE A (applies to 50% of the total number of Shares issues)	
Measures and hurdles	**Vested Shares can be sold after:**
(i) EBIT of $5m for 12 months ending 31 December 2018; and (ii) a Share Price Hurdle of $4.50 by 31 December 2019 (this hurdle must be reached on at least 30 trading days, not necessarily consecutive, by 31 December 2019)	30 June 2020 (25% of Vested Shares)
	30 September 2020 (50% of Vested Shares)
	31 December 2020 (75% of Vested Shares)
	31 March 2021 (100% of Vested Shares)

TRANCHE B (applies to 50% of the total number of Shares issues)	
Measures and hurdles	**Vested Shares can be sold after:**
(i) EBIT of $15m for 12 months ending 31 December 2019; and (ii) a Share Price Hurdle of $7.50 by 31 December 2021 (this hurdle must be reached on at least 30 trading days, not necessarily consecutive, by 31 December 2021) *	30 June 2022 (25% of Vested Shares)
	30 September 2022 (50% of Vested Shares)
	31 December 2022 (75% of Vested Shares)
	31 March 2023 (100% of Vested Shares)

* This price hurdle was extended by three years by the Directors on 16 November 2021 for executives and staff, only, and not for directors.

Remuneration report (continued)

Phase 2: Issue of shares during the year ended 31 December 2020, including:

On 19 May 2020, the issue of 2,270,000 ordinary restricted shares to employees at an issue price of $4.75.

On 29 May 2020, the issue of 2,500,000 ordinary restricted shares to directors at an issue price of $4.92.

On 10 August 2020, the issue of 860,000 ordinary restricted shares to employees at an issue price of $5.62.

On 14 October 2020, the issue of 150,000 ordinary restricted shares to employees at an issue price of $5.47.

TRANCHE A (applies to 50% of the total number of Shares issued)		
Measures and hurdles	**Vesting period**	**Vested Shares can be sold after:**
A share Price Hurdle of $9.50 by 31 December 2021 (this hurdle must be reached on at least 30 trading days, not necessarily consecutive, by 31 December 2021)*	The period of two calendar years ending 31 December 2021	30 June 2022 (25% of Vested Shares)
		30 September 2022 (50% of Vested Shares)
		31 December 2022 (75% of Vested Shares)
		31 March 2023 (100% of Vested Shares)

TRANCHE B (applies to 50% of the total number of Shares issued)		
Measures and hurdles	**Vesting period**	**Vested Shares can be sold after:**
A Share Price Hurdle of $11.50 by 31 December 2022 (this hurdle must be reached on at least 30 trading days, not necessarily consecutive, by 31 December 2022)*	The period of four calendar years ending 31 December 2023	30 June 2024 (25% of Vested Shares)
		30 September 2024 (50% of Vested Shares)
		31 December 2024 (75% of Vested Shares)
		31 March 2025 (100% of Vested Shares)

* This price hurdle was extended by three years by the Directors on 16 November 2021 for executives and staff, only, and not for directors.

If the above Vesting Conditions are not satisfied, or if the Board determines that they cannot be satisfied, Directors will forfeit their unvested Shares.

Under Phase 2 directors have also imposed additional vesting conditions for Senior Employees under the terms of the LFSP which specifically relate to the performance of their business sectors within the Company. These conditions are outlined in Note 22 are in addition to the above vesting conditions for Directors.

Remuneration report (continued)

Phase 3: Issue of shares on 15 March 2021

On 15 March 2021, the issue of 1,185,000 ordinary shares to staff at a price of $5.27 being the 20-day volume weighted average price up to and including the trading day immediately prior to the date of issue.

TRANCHE A (applies to 50% of the total number of Shares issued)		
Measures and hurdles	**Vesting period**	**Vested Shares can be sold after:**
A share Price Hurdle of $9.50 by 30 June 2023 (this hurdle must be reached on at least 30 trading days, not necessarily consecutive, by 30 June 2023)*	The period of two calendar years ending 30 June 2023	30 June 2023 (25% of Vested Shares)
		30 September 2023 (50% of Vested Shares)
		31 December 2023 (75% of Vested Shares)
		31 March 2024 (100% of Vested Shares)

TRANCHE B (applies to 50% of the total number of Shares issued)		
Measures and hurdles	**Vesting period**	**Vested Shares can be sold after:**
A Share Price Hurdle of $11.50 by 30 June 2025 (this hurdle must be reached on at least 30 trading days, not necessarily consecutive, by 30 June 2025)*	The period of four calendar years ending 30 June 2025	30 June 2025 (25% of Vested Shares)
		30 September 2025 (50% of Vested Shares)
		31 December 2025 (75% of Vested Shares)
		31 March 2026 (100% of Vested Shares)

* This price hurdle was extended by three years by the Directors on 16 November 2021 for executives and staff.

If the above Vesting Conditions are not satisfied, or if the Board determines that they cannot be satisfied, Directors will forfeit their unvested Shares.

Directors have also imposed vesting conditions for Senior Employees under the terms of the LFSP which specifically relate to the performance of their business sectors within EOS. These conditions are outlined in Note 22 are in addition to the above vesting conditions for Directors.

Remuneration report (continued)

Phase 4: Issue of shares on 31 May 2021

On 31 May 2021 the issue of 150,000 ordinary shares to a director as approved by shareholders at a price of $4.06 being the 20-day volume weighted average price up to and including the trading day immediately prior to the date of issue.

TRANCHE A (applies to 50% of the total number of Shares issued)		
Measures and hurdles	**Vesting period**	**Vested Shares can be sold after:**
A share Price Hurdle of $9.50 by 30 June 2023 (this hurdle must be reached on at least 30 trading days, not necessarily consecutive, by 30 June 2023)	The period of two calendar years ending 30 June 2023	30 June 2023 (25% of Vested Shares)
		30 September 2023 (50% of Vested Shares)
		31 December 2023 (75% of Vested Shares)
		31 March 2024 (100% of Vested Shares)

TRANCHE B (applies to 50% of the total number of Shares issued)		
Measures and hurdles	**Vesting period**	**Vested Shares can be sold after:**
A Share Price Hurdle of $11.50 by 30 June 2025 (this hurdle must be reached on at least 30 trading days, not necessarily consecutive, by 30 June 2025)	The period of four calendar years ending 30 June 2025	30 June 2025 (25% of Vested Shares)
		30 September 2025 (50% of Vested Shares)
		31 December 2025 (75% of Vested Shares)
		31 March 2026 (100% of Vested Shares)

DIRECTORS' REPORT (continued)

Remuneration report (continued)

The following table sets out each key management personnel's equity holdings (represented by holdings of fully paid ordinary unrestricted shares in Electro Optic Systems Holdings Limited).

	Balance at 1/1/21 No.	Granted as remuneration No.	Sales of shares No.	Purchases of shares No.	Balance at 31/12/21 No.
Lt Gen Peter Leahy AC	50,077	-	-	10,000	60,077
Dr Ben Greene	3,987,139	-	-	-	3,987,139
Air Marshal Geoffrey Brown AO	13,773	-	-	5,562	19,335
The Hon Kate Lundy	5,394	-	-	1,300	6,694
Mr David Black	-	-	-	10,880	10,880
Ms Deena Shiff	-	-	-	-	-
Mr Fred Bart*	5,324,010	-	-	-	5,324,010
Mr Ian Dennis*	41,843	-	-	-	41,843
Dr Craig Smith*	100,772	-	-	-	100,772
Mr Scott Lamond*	14,110	-	-	-	14,110
Mr Grant Sanderson	-	-	-	-	-
Mr Peter Short	937	-	-	-	937
Mr Neil Carter*	2,700	-	-	-	2,700
Mr Glen Tindall	-	-	-	-	-
Mr Michael Lock	-	-	-	24,000	24,000

* These persons were not members of the key management personnel of the consolidated entity at 31 December 2021.

The following table sets out each key management personnel's equity holdings (represented by holdings of restricted fully paid ordinary shares in Electro Optic Systems Holdings Limited issued under the LFSP).

	Balance at 1/1/21 No.	Granted as remuneration No.	Sale of shares No.	Purchases of shares No.	Lapsed at 31/12/21 No.^	Balance at 31/12/21 No. ^
Mr Fred Bart*	300,000	-	-	-	(50,000)	250,000
Dr Ben Greene	4,000,000	-	-	-	(1,000,000)	3,000,000
Mr Ian Dennis*	250,000	-	-	-	(50,000)	200,000
Lt Gen Peter Leahy AC	300,000	-	-	-	(50,000)	250,000
Air Marshal Geoffrey Brown AO	300,000	-	-	-	(50,000)	250,000
The Hon Kate Lundy	300,000	-	-	-	(50,000)	250,000
Mr David Black	-	150,000	-	-	-	150,000
Ms Deena Shiff	-	-	-	-	-	-
Dr Craig Smith	330,000	-	-	-	(40,000)	290,000
Mr Michael Lock	-	165,000	-	-	-	165,000
Mr Grant Sanderson	410,000	90,000	-	-	(80,000)	420,000
Mr Peter Short	410,000	90,000	-	-	(80,000)	420,000
Mr Neil Carter*	500,000	-	-	-	-	500,000
Mr Glen Tindall	330,000	-	-	-	-	330,000

^ Refer to table on page 21 which details restricted shares to be forfeited upon failure to meet 31 December 2021 share-price hurdle

* These persons were not members of the key management personel of the consolidated entity at 31 December 2021.

Remuneration report (continued)

Elements of remuneration related to performance

There are service conditions and performance conditions both market and non-market conditions attached to the restricted fully paid ordinary shares issued under the Loan Funded Share Plan.

The overall performance of the Company as measured by the share price will determine whether the shares are exercised and whether the director or executive receives any benefit from these shares. The time service condition has been chosen by the Board as an appropriate condition as it helps in the retention and motivation of staff.

The ordinary restricted shares were issued to directors, senior executives and senior staff under the LFSP. These ordinary restricted shares are subject to performance and vesting conditions.

Other transactions with key management personnel

During the year, the Company paid a total of $105,000 (2020: $140,000) to 4F Investments Pty Limited, a company associated with Mr Fred Bart in respect of directors' fees and superannuation for Fred Bart.

During the year, the Company paid $29,166 (2020: $70,000) to Dennis Corporate Services Pty Limited, a company associated with Mr Ian Dennis in respect of directors' fees and superannuation for Ian Dennis.

During the year, the Company paid $70,000 (2020: $70,000) to GCB Stratos Consulting Pty Limited, a company associated with Mr Geoff Brown in respect of directors' fees and superannuation for Geoff Brown.

During the year, the Company paid $17,500 (2020: $nil) to Technology Innovation Partners Pty Ltd, a company associated with Ms Kate Lundy in respect of directors' fees and superannuation for Kate Lundy.

During the period Mr Dennis was KMP, the Company paid $90,000 (2020: $216,000) to Dennis Corporate Services Pty Limited, a company associated with Mr Ian Dennis in respect of consulting fees for company secretarial and accounting services.

During the year, the Company paid $18,970 (2020: $31,775) to Audio Pixels Holdings Limited, a company of which Fred Bart and Ian Dennis are directors and shareholders in respect of shared Sydney office facilities.

DIRECTORS' REPORT (continued)

Remuneration report (continued)

Company performance and shareholder returns, last five financial years

The table below sets out summary information about the Company's earnings and movements in shareholder wealth for the last five financial years.

	31 December 2021 $	31 December 2020 $	31 December 2019 $	31 December 2018 $	31 December 2017 $
Revenue	212,330,648	180,182,366	165,385,019	87,130,396	23,259,794
Net profit/ (loss) before tax	(4,610,674)	(29,901,050)	21,396,585	15,081,372	(9,319,930)
Net profit/ (loss) after tax	(13,841,610)	(25,207,896)	17,642,981	15,081,372	(9,319,930)

	31 December 2021 $	31 December 2020 $	31 December 2019 $	31 December 2018 $	31 December 2017 $
Share price at start of year	5.91	7.42	2.45	2.45	1.73
Share price at end of year	2.34	5.91	7.42	2.45	2.45
Dividends paid	-	-	-	-	-

Audit and Risk Committee

The current members of the Committee are Mr David Black (Chairman), Air Marshal Geoffrey Brown AO, the Hon Kate Lundy and Ms Deena Shiff.

The Audit and Risk Committee have reviewed the consolidated entity's risk management profile during the year to satisfy themselves that it continues to be sound and that the consolidated entity is operating with due regard to the risk appetite set by the Board. The Chief Operating Officer prepares a risk profile for each monthly Board Meeting including a Board Residual Risk Heat Map to ensure continuous monitoring of risk.

Nominations and Remuneration Committee

The current members of the Committee are Air Marshal Geoffrey Brown AO (Chairman), Mr David Black and the Hon Kate Lundy.

Non-audit services

The Directors are satisfied that the provision of non-audit services, during the year, by the auditor (or by another person or firm on the auditor's behalf) is compatible with the general standard of independence for auditors imposed by the Corporations Act 2001. The Directors have formed this view based on the fact that the nature and scope of each type of non-audit service provided means that the audit independence was not compromised.
Details of amounts paid or payable to the auditor for non-audit services provided during the year by the auditor are contained in Note 9 to the financial statements.

DIRECTORS' REPORT (continued)

Auditor's independence declaration

The auditor's independence declaration is included on page 36 of the annual report.

Signed in accordance with a resolution of directors made pursuant to s.298(2) of the Corporations Act 2001.

On behalf of the Directors

Ben Greene
Director
Dated at Canberra this 31st day of March 2022

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Australia

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31 March 2022

The Board of Directors
Electro Optic Systems Holdings Limited
18 Wormald Street
Symonston ACT 2609

Dear Board Members,

Auditor's Independence Declaration to Electro Optic Systems Holdings Limited

In accordance with section 307C of the Corporations Act 2001, I am pleased to provide the following declaration of independence to the directors of Electro Optic Systems Holdings Limited.

As lead audit partner for the audit of the financial report of Electro Optic Systems Holdings Limited for the year ended 31 December 2021, I declare that to the best of my knowledge and belief, there have been no contraventions of:

(i) the auditor independence requirements of the Corporations Act 2001 in relation to the audit; and

(ii) any applicable code of professional conduct in relation to the audit.

Yours faithfully

Deloitte Touche Tohmatsu
DELOITTE TOUCHE TOHMATSU

Chris Biermann
Partner
Chartered Accountants

Deloitte.

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Independent Auditor's Report to the members of Electro Optic Systems Holdings Limited

Report on the Audit of the Financial Report

Opinion

We have audited the financial report of Electro Optic Systems Holdings Limited (the "Company") and its subsidiaries (the "Consolidated entity") which comprises the consolidated statement of financial position as at 31 December 2021, the consolidated statement of profit or loss and other comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies, and the directors' declaration.

In our opinion, the accompanying financial report of the Consolidated Entity is in accordance with the *Corporations Act 2001*, including:

(i) giving a true and fair view of the Consolidated entity's financial position as at 31 December 2021 and of its financial performance for the year then ended; and

(ii) complying with Australian Accounting Standards and the *Corporations Regulations 2001*.

Basis for Opinion

We conducted our audit in accordance with Australian Auditing Standards. Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Report* section of our report. We are independent of the Consolidated entity in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the Accounting Professional & Ethical Standards Board's APES 110 *Code of Ethics for Professional Accountants (including Independence Standards)* (the Code) that are relevant to our audit of the financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

We confirm that the independence declaration required by the *Corporations Act 2001*, which has been given to the directors of the Company, would be in the same terms if given to the directors as at the time of this auditor's report.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Material Uncertainty Related to Going Concern

We draw attention to Note 1 in the financial report, which indicates that the Consolidated Entity had a loss before tax of $4,610,674 and a net decrease in cash of $6,672,844 during the year ended 31 December 2021.

As stated in Note 1, these events or conditions, along with other matters as set forth in Note 1, indicate that a material uncertainty exists that may cast significant doubt on the Consolidated entity's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

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Our procedures in relation to going concern included, but were not limited to:

- Challenging the underlying assumptions reflected in management's cash flow forecasts, including the timing of expected cash flows;
- Assessing the historical accuracy of the forecasts prepared by management;
- Inquiring with management and the board as to knowledge of events and conditions that may impact the assessment on the Consolidated entity's ability to pay its debts as and when they fall due; and
- Assessing the adequacy of the disclosures in Note 1(c) to the financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial report for the current period. These matters were addressed in the context of our audit of the financial report as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. In addition to the matter described in the *Material Uncertainty Related to Going Concern* section, we have determined the matters described below to be the key audit matters to be communicated in our report.

Key Audit Matter	How the scope of our audit responded to the Key Audit Matter
Revenue recognition for significant contracts Electro Optic Systems Holdings (EOSH) has five significant agreements with customers (key contracts) that account for approximately 81% of total consolidated revenue. These key contracts are complex, span over several years and the accounting implications thereof are of significance to the performance of the entity. There are judgements associated with interpreting the revenue recognised for contracts entered into by the entity against the requirements of AASB 15 *Revenue from Contracts with Customers*. This results in a significant level of management judgement and estimation in relation to: • Interpreting and accounting for complex contractual terms, including multiple performance obligations, clauses with regards to cancellations, penalties for late delivery and warranties (amongst others); and • Accounting judgements and treatments in relation to the application of AASB 15 including the assessment of performance obligations, allocation of revenue, variable consideration and consideration of revenue recognition as being at a point in time or over time.	Our procedures included, but were not limited to: • Enquiring and performing a walkthrough of the process for recording revenue and assessing judgements applied to the key contracts to identify and test relevant controls; • Reviewing key contracts and assessing revenue recognition against the requirements of the relevant accounting standard; • Testing on a sample basis, revenue transactions recorded in relation to the key contracts and assessing whether these have been appropriately accounted for with regard to the accounting policy adopted, including agreeing these to underlying records, including shipment and milestone documentation; and • Assessing the application of any adjustments in relation to variable elements of revenue recognition, including the application of the late delivery clauses. We also assessed the appropriateness of the disclosures in Notes 1(f) and 2(a) to the financial statements.
Recoverability of goodwill and intangible assets AASB 136 *Impairment of Assets* requires goodwill acquired in a business combination to be tested annually for impairment. The standard also applies to assessing impairment of intangible assets.	Our procedures included, but were not limited to: • Enquiring and performing a walkthrough of the process to compute management's cash flow forecasts to identify and test relevant controls;

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Key Audit Matter	How the scope of our audit responded to the Key Audit Matter
The determination of the recoverable amount requires management judgement in determining and applying: • Cash flow projections; • Expected future growth in the product market; and • Discount rates.	• Challenging management' assessment on the underlying inputs and assumptions applied when making key judgements and estimates; • Assessing the status of any new/ongoing/potential contracts based on discussions with management and external research (where available); • Performing an independent sensitivity analysis to determine whether reasonably foreseeable changes to the key inputs and assumptions would trigger impairment; • Engaging our internal valuation specialists to assist in the evaluation of management's assumptions applied in their assessment in calculating the recoverable amount of the identified CGUs, including future cash flows, growth rates, discount rates and terminal value calculations; and • Comparing the recoverable amount of the CGUs to the carrying value to determine whether an impairment is required. We also assessed the appropriateness of the disclosures in Notes 12 and 13 to the financial statements.
Capital work in progress EOSH as part of its business generation activity, incurs expenditure on construction and customisation of assets ahead of revenue being generated. These include specific projects and associated assets in the defence and space segments. AASB 116 *Property Plant and Equipment* requires that an item of Property Plant and Equipment only be recognised if it is probable that future economic benefits associated with the item will flow to the entity. Management judgement is required in: • The determination of whether the expenditure meets the capitalisation criteria under AASB 116; and • The future economic benefits expected to be generated.	Our procedures included, but were not limited to: • Enquiring and performing a walkthrough of the process to assess the eligibility of costs that can be capitalised to identify and test relevant controls; • Inspecting documentation of costs capitalised in the period and assessing if they have been correctly capitalised; and • Obtaining and assessing management's assessment of the recoverability of the capital work in progress with reference to the expected future economic benefits from the assets. We also assessed the appropriateness of the disclosures in Note 14 to the financial statements.
Contract Asset recoverability As a result of the timing of revenue recognition for a contract with a customer in a foreign jurisdiction, EOSH have recognised a contract asset of $117,056,589 (refer Note 1(x)) in the statement of financial position. The contract asset represents amounts reflected in revenue on a milestone basis but not billed to the customer. AASB 9 *Financial Instruments* requires that contract	Our procedures included, but were not limited to: • Enquiring and performing a walkthrough of the process to assess the recoverability of the contract asset to identify and test relevant controls; • Obtaining and assessing management's assessment of the factors impacting the ECL in relation to the contract asset and any required ECL charges;

Key Audit Matter	How the scope of our audit responded to the Key Audit Matter
assets are subject to an assessment in relation to the expected credit loss (ECL). Impairment is required to be recognised where an ECL exists. The determination of the ECL requires management judgement in considering management's ability to realise the contract asset.	• Recalculating contract assets recorded by management; and • Enquiring, obtaining and evaluating documentation in relation to the performance against the contract including any variations of the contract. We also assessed the appropriateness of the disclosures in Notes 1 (x) and 6 to the financial statements.

Other Information

The directors are responsible for the other information. The other information comprises the information included in the Corporate Directory, Review of Operations, Director's Report and ASX Additional Information, which we obtained prior to the date of this auditor's report, and also includes information which will be included in the Consolidated entity's annual report (but does not include the financial report and our auditor's report thereon) which is expected to be made available to us after that date.

Our opinion on the financial report does not cover the other information and we do not and will not express any form of assurance conclusion thereon.

In connection with our audit of the financial report, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the financial report or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If, based on the work we have performed on the other information that we obtained prior to the date of this auditor's report, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

When we read the annual report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to the directors and use our professional judgement to determine the appropriate action.

Responsibilities of the Directors for the Financial Report

The directors of the Company are responsible for the preparation of the financial report that gives a true and fair view in accordance with Australian Accounting Standards and the *Corporations Act 2001* and for such internal control as the directors determine is necessary to enable the preparation of the financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error.

In preparing the financial report, the directors are responsible for assessing the ability of the Consolidated entity to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Consolidated entity or to cease operations, or have no realistic alternative but to do so.

Auditor's Responsibilities for the Audit of the Financial Report

Our objectives are to obtain reasonable assurance about whether the financial report as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the Australian Auditing Standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of this financial report.

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As part of an audit in accordance with the Australian Auditing Standards, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial report, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Consolidated entity's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.

- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Consolidated entity's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial report or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Consolidated entity to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial report, including the disclosures, and whether the financial report represents the underlying transactions and events in a manner that achieves fair presentation.

- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the financial report. We are responsible for the direction, supervision and performance of the Group's audit. We remain solely responsible for our audit opinion.

We communicate with the directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

From the matters communicated with the directors, we determine those matters that were of most significance in the audit of the financial report of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

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Report on the Remuneration Report

Opinion on the Remuneration Report

We have audited the Remuneration Report included in pages 23 to 34 of the Directors' Report for the year ended 31 December 2021.

In our opinion, the Remuneration Report of Electro Optic Systems Holdings Limited, for the year ended 31 December 2021, complies with section 300A of the *Corporations Act 2001*.

Responsibilities

The directors of the Company are responsible for the preparation and presentation of the Remuneration Report in accordance with section 300A of the *Corporations Act 2001*. Our responsibility is to express an opinion on the Remuneration Report, based on our audit conducted in accordance with Australian Auditing Standards.

Deloitte Touche Tohmatsu

DELOITTE TOUCHE TOHMATSU

Chris Biermann
Partner
Chartered Accountants
Canberra, 31 March 2022

DIRECTORS' DECLARATION

The Directors declare that:

(a) in the Directors' opinion, there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable;
(b) in the Directors' opinion, the attached financial statements are in compliance with International Financial Reporting Standards, as stated in Note 1 to the financial statements;
(c) in the Directors' opinion, the attached financial statements and notes thereto are in accordance with the Corporations Act 2001, including compliance with accounting standards and giving a true and fair view of the financial position and performance of the Company and the consolidated entity; and
(d) the Directors have been given the declarations required by s.295A of the Corporations Act 2001.

At the date of this declaration, the Company is within the class of compliance affected by *ASIC Corporations (Wholly Owned Companies) Instrument 2016/785*. The nature of the deed of cross guarantee is such that each company which is party to the deed guarantees to each creditor payment in full of any debt in accordance with the deed of cross guarantee.

In the Directors' opinion, there are reasonable grounds to believe that the Company and the companies to which *ASIC Corporations (Wholly Owned Companies) Instrument 2016/785* applies, as detailed in Note 27 to the financial statements will, as a consolidated entity, be able to meet any liabilities to which they are, or may become, subject because of the deed of cross guarantee.

Signed in accordance with a resolution of the Directors made pursuant to s.295(5) of the Corporations Act 2001.

On behalf of the Directors

Ben Greene
Director

Dated at Canberra this 31st day of March 2022

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2021

	Note	31 December 2021 $	31 December 2020 $
Revenue	2(a)	212,330,648	180,182,366
Other income	2(b)	975,161	10,085,114
Changes in inventories of work in progress and finished goods		5,662,754	(38,292,672)
Raw materials and consumables used		(117,221,392)	(77,694,633)
Employee benefits expense	2(c)	(69,202,553)	(53,211,757)
Administration expenses		(25,950,048)	(19,774,924)
Amortisation of intangibles	2(c)	(2,823,476)	(2,346,628)
Interest expense	2(c)	(2,913,090)	(1,436,475)
Depreciation and amortisation of property, plant and equipment	2(c)	(3,954,048)	(3,045,714)
Impairment of capital work in progress	2(c)	(1,789,867)	-
Depreciation of right-of-use-assets	2(c)	(4,984,755)	(4,165,264)
Loss on disposal of property, plant and equipment		(8,917)	(299,900)
Foreign exchange gains / (losses)	2(c)	9,797,241	(15,682,452)
Occupancy costs		(1,962,137)	(1,709,006)
Other expenses		(2,566,195)	(2,509,105)
(Loss) before income tax		(4,610,674)	(29,901,050)
Income tax (expense) / benefit	4	(9,230,936)	4,693,154
(Loss) for the year		(13,841,610)	(25,207,896)
Attributable to:			
Owners of the Company	24	(13,004,520)	(24,402,682)
Non-controlling interests		(837,090)	(805,214)
		(13,841,610)	(25,207,896)
Other comprehensive income			
Items that may be reclassified subsequently to profit or loss			
Exchange differences arising on translation of foreign operations		1,344,029	(2,106,188)
Total comprehensive (Loss) for the year		(12,497,581)	(27,314,084)
Attributable to:			
Owners of the Company		(11,660,491)	(26,508,870)
Non-controlling interests		(837,090)	(805,214)
		(12,497,581)	(27,314,084)
(Loss) per share			
Basic (cents per share)	3	(9.97)	(19.52)
Diluted (cents per share)	3	(9.97)	(19.52)

Notes to the financial statements are included on pages 48 to 115.

CONSOLIDATED STATEMENT OF FINANCIAL POSITION
AS AT 31 DECEMBER 2021

	Note	Consolidated 31 December 2021 $	31 December 2020 $
Current Assets			
Cash and cash equivalents	25	59,260,655	65,933,499
Trade and other receivables	5	23,533,145	35,810,801
Tax receivable		195,928	-
Contract asset	6	106,843,848	124,532,902
Inventories	7	74,579,376	67,308,339
Prepayments	8	20,398,751	13,135,088
Total Current Assets		284,811,703	306,720,629
Non-Current Assets			
Trade and other receivables	5	-	2,063,782
Contract asset	6	21,452,681	13,364,148
Other assets	8	-	956,073
Deferred tax asset	4	4,506,193	11,342,664
Security deposits	33	28,140,759	16,671,414
Loan to associate	10	2,513,380	2,391,940
Right of use assets	11	28,601,271	20,142,641
Goodwill	12	14,878,316	14,878,316
Intangible assets	13	17,109,179	19,723,572
Property, plant and equipment	14	56,078,490	29,125,518
Total Non-Current Assets		173,280,269	130,660,068
Total Assets		458,091,972	437,380,697
Current Liabilities			
Trade and other payables	15	43,036,517	52,235,653
Current tax payable		-	36,736
Secured borrowings	16	34,448,384	-
Lease liabilities	17	5,159,847	3,442,031
Provisions	18	14,178,464	15,099,074
Total Current Liabilities		96,823,212	70,813,494
Non-Current Liabilities			
Lease liabilities	17	24,864,019	17,665,942
Provisions	18	7,248,891	9,306,752
Total Non-Current Liabilities		32,112,910	26,972,694
Total Liabilities		128,936,122	97,786,188
Net Assets		329,155,850	339,594,509
Equity			
Issued capital	20	413,727,547	413,479,003
Reserves	23	11,567,049	8,412,642
Accumulated losses	24	(93,958,006)	(80,953,486)
Equity attributable to owners of the Company		331,336,590	340,938,159
Non-controlling interests		(2,180,740)	(1,343,650)
Total Equity		329,155,850	339,594,509

Notes to the financial statements are included on pages 48 to 115.

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 31 DECEMBER 2021

2021	Accumulated losses $	Issued capital $	Foreign currency translation reserve $	Employee equity settled benefits reserve $	Attributable to owners of the parent $	Non-controlling interests $	Total Equity $
Balance at 1 January 2021	(80,953,486)	413,479,003	(3,167,394)	11,580,036	340,938,159	(1,343,650)	339,594,509
(Loss) for the year	(13,004,520)	-	-	-	(13,004,520)	(837,090)	(13,841,610)
Exchange differences arising on translation of foreign operations	-	-	1,344,029	-	1,344,029	-	1,344,029
Total comprehensive (loss)/ profit for the year	(13,004,520)	-	1,344,029	-	(11,660,491)	(837,090)	(12,497,581)
Repayment of loans in respect of 83,125 Loan Funded Share Plan shares at $2.99 per share	-	248,544	-	-	248,544	-	248,544
Recognition of share-based payments	-	-	-	1,810,378	1,810,378	-	1,810,378
Balance at 31 December 2021	**(93,958,006)**	**413,727,547**	**(1,823,365)**	**13,390,414**	**331,336,590**	**(2,180,740)**	**329,155,850**
2020							
Balance at 1 January 2020	(56,550,804)	274,311,590	(1,061,206)	10,373,224	227,072,804	(538,436)	226,534,368
(Loss) for the year	(24,402,682)	-	-	-	(24,402,682)	(805,214)	(25,207,896)
Exchange differences arising on translation of foreign operations	-	-	(2,106,188)	-	(2,106,188)	-	(2,106,188)
Total comprehensive (loss) for the year	(24,402,682)	-	(2,106,188)	-	(26,508,870)	(805,214)	(27,314,084)
Issue of 28,269,553 new shares at $4.75 under the institutional placement	-	127,775,501	-	-	127,775,501	-	127,775,501
Issue of 2,451,463 new shares at $4.40 under the Share Purchase Plan	-	10,786,437	-	-	10,786,437	-	10,786,437
Repayment of loans in respect of 202,500 Loan Funded Share Plan shares at $2.99 per share	-	605,475	-	-	605,475	-	605,475
Recognition of share-based payments	-	-	-	1,206,812	1,206,812	-	1,206,812
Balance at 31 December 2020	**(80,953,486)**	**413,479,003**	**(3,167,394)**	**11,580,036**	**340,938,159**	**(1,343,650)**	**339,594,509**

Notes to the financial statements are included on pages 48 to 115

CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 31 DECEMBER 2021

	Note	31 December 2021 $	31 December 2020 $
Cash flows from operating activities			
Receipts from customers and other income		233,934,138	107,617,093
Payments to suppliers and employees		(225,250,939)	(204,442,935)
Income tax paid		(2,627,129)	(11,968,689)
Interest received		30,276	671,590
Interest and other costs of finance paid		(5,864,892)	(1,036,376)
Net cash inflows/(outflows) from operating activities	25(b)	221,454	(109,159,317)
Cash flows from investing activities			
Payment for property, plant and equipment		(29,006,573)	(24,554,327)
Payment for intangible assets		-	(5,166,750)
Security deposit for performance bond		(8,701,244)	(7,258,061)
Net cash (outflows) from investing activities		(37,707,817)	(36,979,138)
Cash flows from financing activities			
Proceeds from issue of new shares		-	138,561,938
Repayment of loans in respect of loan funded share plan shares		248,544	605,475
Repayment of lease liabilities		(3,852,347)	(3,238,674)
Proceeds from borrowings		35,000,000	-
Transaction costs related to borrowings		(811,739)	-
Net cash inflows from financing activities		30,584,458	135,928,739
Net (decrease) in cash and cash equivalents		(6,901,905)	(10,209,716)
Cash and cash equivalents at the beginning of the financial year		65,933,499	77,881,766
Effects of exchange rate fluctuations on the balances of cash held in foreign currencies		229,061	(1,738,551)
Cash and cash equivalents at the end of the financial year	25(a)	59,260,655	65,933,499

Notes to the financial statements are included on pages 48 to 115.

1. Summary of accounting policies

a. Statement of compliance

The financial statements are general purpose financial statements which have been prepared in accordance with the Corporations Act 2001 and Accounting Standards and complies with other requirements of the law. The financial statements comprise the consolidated financial statements of the consolidated entity. For the purposes of preparing the consolidated financial statements, the Company is a for-profit entity. Accounting Standards include Australian equivalents to International Financial Reporting Standards ("AASB"). Compliance with AASB ensures that the financial statements and notes of the Company and the consolidated entity comply with International Financial Reporting Standards ("IFRS").

The financial statements were authorised for issue by the Directors on 31 March 2022.

b. Basis of preparation

The financial report has been prepared on the basis of historical cost unless otherwise stated. Cost is based on the fair values of the consideration given in exchange for assets. All amounts are presented in Australian dollars, unless otherwise stated. The functional currency of the consolidarted entity is Australian dollars. Certain comparative amounts have been restated to apply with the method of computation in the current year.

c. Going concern

The financial report has been prepared on the going concern basis which assumes continuity of normal business activities and the realisation of assets and the settlement of liabilities in the ordinary course of business.

The consolidated entity had a loss before tax of $4,610,674 and a net decrease in cash for the year of $6,672,844 (net decrease of $6,901,905 before adjusting for foreign exchange fluctuations of $229,061).

On 17 March 2022 the Company announced that it had engaged Greenhill & Co. as financial adviser to assist in undertaking a strategic review, including ensuring all feasible funding options are explored and assessed in the context of the broader range of strategic options for the business. As at the date of this report no outcome from the strategic review has been determined and hence the consolidated entity has prepared cash flow forecasts for the next 12 months based upon the 'as-is' business, including the following key assumptions:

- Conversion of approximately $33 million from the contract asset to cash by no later than early April 2022, and monthly receipts from April onwards;
- Obtaining a 6 month debt facility of approximately $15 million in May 2022 to fund short term working capital requirements;
- Obtaining by June 2022 equity funding for operating and capital expenditure in relation to SpaceLink; and
- Rolling over the $35 million working capital facility which was entered into in August 2021 or refinancing it before its maturity on 5 September 2022.

Depending on the outcome of the strategic review, and the path chosen by the directors, these assumptions may change.

1. Summary of accounting policies (continued)

In the opinion of the directors, the ability of the consolidated entity to continue as a going concern and pay its debts as and when they become due and payable is dependent upon:

- ratification of the contract variations and the continued realisation of the contract asset;
- key military and government customers making timely payments for the goods supplied in accordance with contractual terms;
- the continued ability of the consolidated entity to deliver contracts on time, to the required specifications and within budgeted costs;
- conversion of key opportunities within the Defence sector pipeline; and
- the ability of the consolidated entity to secure continued access to debt and/or equity funding which includes extending the expiry date or refinancing the current debt facility, obtaining additional short term debt funding, and raising additional equity funding.

If the consolidated entity is unable to achieve successful outcomes in relation to the above matters, material uncertainty would exist that may cast significant doubt as to the ability of the consolidated entity to continue as a going concern and therefore, it may be required to realise its assets and extinguish its liabilities other than in the normal course of business and at amounts different from those stated in the financial report.

No adjustments have been made to the financial report relating to the recoverability and classification of recorded asset amounts or to the amounts and classification of liabilities that might be necessary should the consolidated entity not continue as a going concern.

d. Significant events and transactions - Impact of COVID-19

Since the outbreak of the pandemic, the consolidated entity has been affected in multiple ways through increasing supply chain costs, product delivery delays, delays in contract negotiations and execution, access to customers and reduced production. This has had a corresponding impact on operating performance, including increased costs and delays in the award of new work both domestically and overseas.

The COVID-19 control measures introduced by the Federal Government, States and Territories, which included border closures, lock downs and stay at home orders, continued to impact the consolidated entity's ability to carry out key demonstrations and other activities throughout 2021.

Significant judgement and estimates
While the specific areas of judgement did not change, the impact of COVID-19 resulted in the application of further judgement by the directors in preparing the financial report in areas such as revenue recognition, impairment assessment on goodwill and intangibles as well as the collectability of contract asset (see Note 1(x)).

The directors have reviewed the collectability of the contract asset as at 31 December 2021 of $128,296,529. The directors have concluded that no provisions or adjustments to the contract asset should be recognised given the nature of the counterparties involved and the payments received during the year. Please refer to the discussion of critical accounting judgements at Note 1(x).

The directors are of the view that the estimates used in preparing this financial report are reasonable. Estimates and outcomes that have been applied in the measurement of the consolidated entity's contract asset may change in the future and any revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

1. Summary of accounting policies (continued)

e. Adoption of new and revised Standards

New and amended IFRS Standards that are effective for the current year

The consolidated entity has adopted all of the new and revised Standards and Interpretations issued by the Australian Accounting Standards Board (the AASB) that are relevant to its operations and effective for the current year summarised below.

- AASB 2020-8 Amendments to Australian Accounting Standards – Interest Rate Benchmark Reform – Phase 2
- AASB 2021-3 Amendments to Australian Accounting Standards – Covid-19-Related Rent Concessions beyond 30 June 2021

These standards do not materially affect the consolidated entity's accounting policies or any of the amounts recognised in the financial statements.

New and revised AASB Standards in issue but not yet effective

At the date of authorisation of the financial statements, the consolidated entity has not applied the following new and revised Australian Accounting Standards, Interpretations and amendments that have been issued but are not yet effective:

Standard/amendment	Effective for annual reporting periods beginning on or after	Expected to be initially applied in the financial year ending
AASB 2014-10 *Amendments to Australian Accounting Standards – Sale or Contribution of Assets between an Investor and its Associate or Joint Venture,* AASB 2015-10 *Amendments to Australian Accounting Standards – Effective Date of Amendments to AASB 10 and* AASB 128 and AASB 2017-5 *Amendments to Australian Accounting Standards – Effective Date of Amendments to AASB 10 and AASB 128 and Editorial Corrections*	1 January 2022 (Editorial corrections in AASB 2017-5 applied from 1 January 2018)	31 December 2022
AASB 2020-3 *Amendments to Australian Accounting Standards – Annual Improvements 2018-2020 and Other Amendments*	1 January 2022	31 December 2022
AASB 2020-1 *Amendments to Australian Accounting Standards – Classification of Liabilities as Current or Non-current* and AASB 2020-6 *Amendments to Australian Accounting Standards – Classification of Liabilities as Current or Non-current – Deferral of Effective Date*	1 January 2023	31 December 2023
2021-2 *Amendments to Australian Accounting Standards – Disclosure of Accounting Policies and Definition of Accounting Estimates*	1 January 2023	31 December 2023
2021-5 Amend*ments to Australian Accounting Standards – Deferred Tax related to Assets and Liabilities arising from a Single Transaction*	1 January 2023	31 December 2023

1. Summary of accounting policies (continued)

f. Revenue recognition

The consolidated entity recognises revenue from the following major sources:

- engineering design, manufacture and supply of remote weapons stations and related installation, integration and support services;
- design, manufacture, delivery and operation of sensors for space domain awareness and space control; and
- design, development and provision of satellite communications products, systems and services.

Customer contracts across all segments, including both products and services, are highly customised and are configured specifically for each client's operational and commercial requirements.

Transaction price

Revenue is measured based on the consideration to which the consolidated entity expects to be entitled in a contract with a customer. This transaction price is updated for changes in scope or price (or both) that are approved by all parties to the contract, either in writing or by oral agreement.

Revenue recognition is constrained for negative variable consideration in relation to delays in formal customer acceptance or potential late delivery penalties/liquidated damages. Once the constraint is removed, a cumulative catch-up adjustment is made to recognise the related revenue.

There is no significant financing component in the consolidated entity's contracts with customers as the period between provision of goods and services and the receipt of cash from customers is usually less than a year. Payments terms which extend beyond a year are for reasons other than the provision of a significant financing component.

Timing of revenue recognition

The timing of revenue recognition (i.e., over time or at a point in time) is determined by the nature and specifications of the contracts that the consolidated entity enters into with its customers.

Revenue recognition over time

Goods manufactured and services delivered under the consolidated entity's major contracts do not have an alternative use for EOS and EOS has an enforceable right to payment for performance completed to date, therefore, the consolidated entity recognises revenue for its major contracts over time.

- Under certain contracts, control of the goods manufactured and services provided transfers as the Company delivers against the contract. The transaction price is allocated to performance obligations based on standalone selling prices. The output method, based on the delivery of goods or services to customers or the achievement of contract milestones, best depicts progress under these contracts as it represents the best measurement of value to the customer of goods or services to date relative to the remaining goods or services promised under the contract.
- For other contracts the input method offers the best depiction of progress under the contract. For such contracts, the consolidated entity recognises revenue by reference to costs incurred to date relative to total expected contract costs.

Revenue recognition at a point in time

For contracts where revenue at a point in time offers the best depiction of EOS's satisfaction of its performance obligations, the consolidated entity recognises revenue when control transfers to the customer. Control is assessed as transferred to the customer when the consolidated entity has a present right to payment for the asset, typically upon delivery of goods and services to customers.

Under bill and hold arrangements, revenue is recognised once formal acceptance is received from customers.

Interest revenue is recognised using the effective interest rate method.

1. Summary of accounting policies (continued)

g. Financial instruments

Financial assets

Classification

The consolidated entity classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (through profit or loss); and
- those to be measured at amortised cost.

The classification depends on the consolidated entity's business model for managing financial assets and the contractual terms of the cash flows. For assets measured at fair value, gains and losses will either be recorded in profit or loss or other comprehensive income. For investments in debt instruments, this will depend on the business model in which the investment is held.

For investments in equity instruments not held for trading, this will depend on whether the consolidated entity has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income. The consolidated entity reclassifies debt investments when and only when its business model for managing those assets changes.

Measurement
At initial recognition, the consolidated entity measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss. Measurement of trade and other receivables remains at amortised cost consistent with the comparative period.

Debt instruments
Subsequent measurement of debt instruments depends on the consolidated entity's business model for managing the asset and the cash flow characteristics of the asset. The consolidate entity measures its debt instruments using the amortised cost basis. Using this method, assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. A gain or loss on a debt investment that is subsequently measured at amortised cost and is not part of a hedging relationship is recognised in profit or loss when the asset is derecognised or impaired. Interest income from these financial assets is included in finance income using the effective interest rate method.

Impairment
The consolidated entity assesses on a forward-looking basis the expected credit losses associated with its debt instruments carried at amortised cost. The impairment methodology applied depends on whether there has been a significant increase in credit risk. For trade receivables, contract assets, loans to associates and lease receivables, the consolidated entity applies the simplified approach permitted by AASB 9, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

Financial Liabilities

Interest bearing liabilities
All loans and borrowings are initially recognised at fair value less transaction costs. After initial recognition, interest bearing liabilities are stated at amortised cost with any difference between cost and redemption value being recognised in the statement of profit or loss over the period of the borrowings on an effective interest basis.

1. Summary of accounting policies (continued)

Trade and other payables
Liabilities are recognised for amounts to be paid for goods or services received. Trade payables are settled on terms aligned with the normal commercial terms in the consolidated entity's countries of operation.

h. Cash and cash equivalents

Cash and cash equivalents comprise cash on hand, cash in banks and investments in money market instruments, net of outstanding bank overdrafts. Cash and cash equivalents include restricted cash to the extent it relates to operating activities.

i. Employee benefits

Provision is made for benefits accruing to employees in respect of wages and salaries, annual leave, and long service leave when it is probable that settlement will be required, and they are capable of being measured reliably.

Provisions made in respect of short-term employee benefits are measured at their nominal values using the remuneration rate expected to apply at the time of settlement.

Provisions made in respect of long-term employee benefits are measured as the present value of the estimated future cash outflows to be made by the consolidated entity in respect of services provided by employees up to the reporting date.

Contributions to defined benefit contribution superannuation plans are expensed when incurred.

j. Foreign currency

Foreign currency transactions

All foreign currency transactions during the financial year are bought to account using the exchange rate in effect at the date of the transaction. Foreign currency monetary items at reporting date are translated at the exchange rate existing at the reporting date. Non-monetary assets and liabilities that are denominated in foreign currencies are translated at the rates prevailing at the date when the fair value was determined.

Exchange differences are recognised in profit or loss in the period they arise.

Foreign operations

On consolidation, the assets and liabilities of the consolidated entity's overseas operations are translated at exchange rates prevailing at the reporting date. Income and expense items are translated at the average exchange rates for the period unless exchange rates fluctuate significantly. Exchange differences arising, if any, are recognised in the foreign currency translation reserve, and recognised in profit or loss on disposal of the foreign operation.

k. Goods and services tax

Revenues, expenses and assets are recognised net of the amount of goods and services tax (GST), except:

- where the amount of GST incurred is not recoverable from the taxation authority, it is recognised as part of the cost of acquisition of an asset or as part of an item of expense; or
- for receivables and payables which are recognised inclusive of GST.

The net amount of GST recoverable from, or payable to, the taxation authority is included as part of receivables or payables.

1. Summary of accounting policies (continued)

Cash flows are included in the statement of cash flows on a gross basis. The GST component of cash flows arising from investing and financing activities which is recoverable from, or payable to, the taxation authority is classified as operating cash flows.

l. Government grants

Government grants are recognised in profit or loss on a systematic basis over the periods in which the the costs for which the grants are intended to compensate are recognised. Where a grant's primary condition is that the consolidated entity should purchase, construct or otherwise acquire non-current assets (including property, plant and equipment) are recognised as deferred income in the consolidated statement of financial position, which is subsequently transferred to profit or loss on a systematic basis over the useful lives of the related assets.

Government grants that are receivable as compensation for expenses or losses already incurred, or for the purpose of giving immediate financial support to the consolidated entity with no future related costs, are recognised as income in the period in which the grant's becomes receivable.

m. Impairment of assets

At each reporting date, the consolidated entity reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where the asset does not generate cash flows that are independent from other assets, the consolidated entity estimates the recoverable amount of the cash-generating unit to which the asset belongs.

Goodwill and intangible assets with indefinite useful lives are tested for impairment annually and whenever there is an indication that the asset may be impaired. An impairment of goodwill is not subsequently reversed. The recoverable amount is the higher of fair value less cost of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset or cash-generating unit (CGU) is estimated to be less than its carrying amount, the carrying amount of the asset or CGU is reduced to its recoverable amount. An impairment loss is recognised in profit or loss immediately.

Other than goodwill, where an impairment loss subsequently reverses the carrying amount of the asset or CGU is increased to the revised estimate of its recoverable amount, but only to the extent that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset or CGU in prior years. A reversal of an impairment loss is recognised in profit or loss immediately.

n. Income tax

Current tax

Current tax is calculated by reference to the amount of income taxes payable or recoverable in respect of the taxable profit or tax loss for the period, using tax rates and tax laws that have been enacted or substantively enacted by the reporting date. Current tax for current and prior periods is recognised as a liability (or asset) to the extent that it is unpaid (or refundable).

Deferred tax

Deferred tax is recognised on temporary differences arising from differences between the carrying amount of assets and liabilities in the financial statements and their corresponding tax base.

1. Summary of accounting policies (continued)

In principle, deferred tax liabilities are recognised for all taxable temporary differences. Deferred tax assets are recognised to the extent that it is probable that sufficient taxable amounts will be available against which deductible temporary differences or unused tax losses and tax offsets can be utilised.

However, deferred tax assets and liabilities are not recognised if the temporary differences giving rise to them arise from the initial recognition of assets and liabilities (other than as a result of business combination) which affects neither taxable income nor accounting profit. Furthermore, a deferred tax liability is not recognised in relation to taxable temporary differences arising from goodwill.

Deferred tax assets arising from deductible temporary differences associated with these investments and interests are only recognised to the extent that it is probable that there will be sufficient taxable profits against which to utilise the benefits of the temporary differences and they are expected to reverse in the foreseeable future.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the period(s) when the assets and liabilities giving rise to them are realised or settled, based on tax rates (and tax laws) that have been enacted or substantively enacted by the reporting date. The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the consolidated entity expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset when they relate to income taxes levied by the same taxation authority and the company/consolidated entity intends to settle its current tax assets and liabilities on a net basis.

Current and deferred tax for the period

Current and deferred tax is recognised as an expense or income in the statement of profit or loss and other comprehensive income, except when it relates to items credited or debited directly to equity, in which case the deferred tax is also recognised directly in equity, or where it arises from the initial accounting for a business combination, in which case it is taken into account in the determination of goodwill or excess.

Tax consolidation

The company and all its wholly owned Australian entities are part of a tax consolidated group under Australian taxation law. Electro Optic Systems Holdings Limited is the head entity in the tax-consolidated group. Tax expense/income, deferred tax liabilities and deferred tax assets arising from temporary differences of the members of the tax-consolidated group are recognised in the separate financial statements of the members of the tax-consolidated group using the 'separate taxpayer within the consolidated entity' approach.

Current tax liabilities and assets and deferred tax assets arising from unused tax losses and tax credits of the members of the tax-consolidated group are recognised by the company (as the head entity in the tax-consolidated group).

There are formal tax funding and tax sharing arrangements between the companies comprising the Australian tax-consolidated entity as at 31 December 2021.

o. Intangible assets

Research and development costs

Expenditure on research activities is recognised as an expense in the period in which it is incurred. Where no internally generated intangible assets can be recognised, development expenditure is recognised as an expense in the period as incurred.

1. Summary of accounting policies (continued)

Intangible assets acquired in a business combination

Intangible assets acquired in a business combination are identified and recognised separately from goodwill where they satisfy the definition of an intangible asset, and their fair value can be measured reliably.

Subsequent to initial recognition, intangible assets acquired in a business combination are reported at cost less accumulated amortisation and accumulated impairment losses, on the same basis as intangible assets acquired separately.

The following estimated useful lives are used in the calculation of amortisation on a straight-line basis:

Core technology (not patented)	10 years
Patented technology	15 years
Software	5 years
Customer contracts and relationships	15 years
Licences	4 years

p. Inventories

Inventories are measured at the lower of cost and net realisable value. Costs are assigned on a weighted average cost basis for raw material inventory and standard cost for finished goods and work in process. Net realisable value represents the estimated selling price less all estimated costs of completion, costs to be incurred in marketing, selling and distribution, and provision for obsolesence.

q. Leased assets

The consolidated entity assesses whether a contract is or contains a lease, at inception of a contract. The consolidated entity recognises a right-of-use asset and a corresponding lease liability with respect to all lease agreements in which it is the lessee, except for short-term leases (defined as leases with a lease term of 12 months or less) and leases of low value assets. For these leases, the consolidated entity recognises the lease payments as an operating expense on a straight-line basis over the term of the lease unless another systematic basis is more representative of the time pattern in which economic benefits from the leased asset are consumed.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted by using the rate implicit in the lease. If this rate cannot be readily determined, the consolidated entity uses its incremental borrowing rate.

Lease payments included in the measurement of the lease liability comprise:

- fixed lease payments (including in-substance fixed payments), less any lease incentives;
- variable lease payments that depend on an index or rate, initially measured using the index or rate at the commencement date;
- the amount expected to be payable by the lessee under residual value guarantees;
- the exercise price of purchase options, if the lessee is reasonably certain to exercise the options; and
- payments of penalties for terminating the lease, if the lease term reflects the exercise of an option to terminate the lease.

1. Summary of accounting policies (continued)

The lease liability is presented as a separate line in the consolidated statement of financial position.

The lease liability is subsequently measured by increasing the carrying amount to reflect interest on the lease liability (using the effective interest method) and by reducing the carrying amount to reflect the lease payments made.

The consolidated entity remeasures the lease liability (and makes a corresponding adjustment to the related right-of-use asset) whenever:

- the lease term has changed or there is a change in the assessment of exercise of a purchase option, in which case the lease liability is remeasured by discounting the revised lease payments using a revised discount rate.
- the lease payments change due to changes in an index or rate or a change in expected payment under a guaranteed residual value, in which cases the lease liability is remeasured by discounting the revised lease payments using the initial discount rate (unless the change in lease payments is due to a change in a floating interest rate, in which case a revised discount rate is used).
- a lease contract is modified, and the lease modification is not accounted for as a separate lease, in which case the lease liability is remeasured by discounting the revised lease payments using a revised discount rate.

The right-of-use assets comprise the initial measurement of the corresponding lease liability, lease payments made at or before the commencement day and any initial direct costs. They are subsequently measured at cost less accumulated depreciation and impairment losses.

Whenever the consolidated entity incurs an obligation for costs to dismantle and remove a leased asset, restore the site on which it is located or restore the underlying asset to the condition required by the terms and conditions of the lease, a provision is recognised and measured under AASB 137. The costs are included in the related right-of-use asset, unless those costs are incurred to produce inventories.

Right-of-use assets are depreciated over the shorter period of the lease term and the useful life of the underlying asset. If a lease transfers ownership of the underlying asset or the cost of the right-of-use asset reflects that the consolidated entity expects to exercise a purchase option, the related right-of-use asset is depreciated over the useful life of the underlying asset. The depreciation starts at the commencement date of the lease.

The right-of-use assets are presented as a separate line in the consolidated statement of financial position.

The consolidated entity applies AASB 136 Impairment of Assets (as per Note 1(m)) to determine whether a right-of-use asset is impaired and accounts for any identified impairment loss per that accounting policy.

As a practical expedient, AASB 16 permits a lessee not to separate non-lease components, and instead account for any lease and associated non-lease components as a single arrangement.

r. Basis of consolidation

The consolidated financial statements incorporate the financial statements of the Company and entities controlled by the Company. Control is achieved when the Company:

- has power over the investee;
- is exposed, or has rights, to variable returns from its involvement with the investee; and
- has the ability to use its power to affect its returns.

1. Summary of accounting policies (continued)

The Company reassesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control listed above.

Consolidation of a subsidiary begins when the Company obtains control over the subsidiary and ceases when the Company loses control of the subsidiary. Specifically, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated statement of profit or loss and other comprehensive income from the date the Company gains control until the date when the Company ceases to control the subsidiary.

All intra-group assets and liabilities, equity, income, expenses, and cash flows relating to transactions between members of the consolidated entity are eliminated in full on consolidation.

Non-controlling interests in subsidiaries are identified separately from the consolidated entity's equity therein. The interests of non-controlling shareholders with present ownership interests entitling them to a proportionate share of net assets upon liquidation may initially be measured at fair value or at the non-controlling interests' proportionate share of the fair value of the acquiree's identifiable net assets. The choice of measurement is made on an acquisition-by-acquisition basis. Other non-controlling interests are initially measured at fair value. Subsequent to acquisition, the carrying amount of non-controlling interests is the amount of those interests at initial recognition plus the non-controlling interests' share of subsequent changes in equity. Total comprehensive income is attributed to non-controlling interests even if this results in non-controlling interests having a deficit balance.

s. Property, plant and equipment

Plant and equipment and leasehold improvements are stated at cost less accumulated depreciation and impairment. Cost includes expenditure that is directly attributable to the acquisition of an item. In the event that settlement of all or part of the purchase consideration is deferred, cost is determined by discounting the amounts payable in the future to their present value as at the date of acquisition.

Depreciation is provided on property, plant and equipment. Depreciation is calculated so as to write-off the net cost or other revalued amount of each asset over its expected useful life to its estimated residual value. Leasehold improvements are depreciated over the period of the lease or estimated useful life, whichever is the shorter, using the straight-line method. The estimated useful lives, residual values and depreciation method are reviewed at the end of each annual accounting period.

The following estimated useful lives are used in the calculation of depreciation:

Plant and equipment	5 to 15 years
Leasehold improvements	3 to 5 years
Office equipment	5 to 15 years
Furniture, fixture and fittings	5 to 15 years
Motor vehicles	3 to 5 years
Computer equipment	3 to 4 years
Test equipment	3 to 4 years

t. Provisions

Provisions are recognised when the consolidated entity has a present obligation, the future sacrifice of economic benefits is probable, and the amount of the provision can be measured reliably.

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, the receivable is recognised as an asset if it is probable that recovery will be received, and the amount of the receivable can be measured reliably.

1. Summary of accounting policies (continued)

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation, taking into account the risks and uncertainties surrounding the obligation. Where a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows.

Warranties

Provisions for warranty costs are recognised as agreed in individual sales contracts, at the directors best estimate of the expenditure required to settle the consolidated entity's liability. Sales-related warranties cannot be purchased separately, and they serve as an assurance that the products sold comply with agreed-upon specifications.

Contract losses

Present obligations arising under onerous contracts are recognised and measured as a provision. An onerous contract is considered to exist where the consolidated entity has a contract under which the unavoidable costs of meeting the obligations under the contract exceed the economic benefits expected to be received under it.

Make good provisions and decommissioning costs

A make good provision, including decommissioning costs, is recognised when there is a present obligation which it is probable that an outflow of economic benefits will be required to settle and the amount of the provision can be measured reliably. The estimated future obligations include the costs of dismantling and removing leasehold improvement, decommissioning plant and equipment, or otherwise restoring facilities and premises as required in accordance with the underlying agreements.

u. Share based payments to employees

Equity-settled share-based payments are measured at fair value at the date of the grant. Fair value is measured by use of the Black Scholes model. The expected life used in the model has been adjusted, based on management best estimates, for the effects of non-transferability, exercise restrictions and behavioural considerations. The fair value determined at the grant date of the equity-settled share-based payments is expensed on a straight-line basis over the vesting period, based on the consolidated entity's estimate of shares that will eventually vest.

Ordinary shares issued under the Loan Funded Share Plan are accounted for as an in-substance option and initially measured using a Monte Carlo simulation model. Directors reassess the non-market inputs and adjust throughout the life for likely eventuality.

v. Interests in joint operations

A joint operation is a joint arrangement whereby the parties that have joint control of the arrangement have rights to the assets, and obligations for the liabilities, relating to the arrangement. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require unanimous consent of the parties sharing control.

When a group entity undertakes its activities under joint operations, the consolidated entity as a joint operator recognises in relation to its interest in a joint operation:

- its assets, including its share of any assets held jointly;
- its liabilities, including its share of any liabilities incurred jointly;
- its revenue from the sale of its share of the output arising from the joint operations;
- its share of the revenue from the sale of the output by the joint operation; and
- its expenses, including its share of any expenses incurred jointly.

1. Summary of accounting policies (continued)

The consolidated entity accounts for the assets, liabilities, revenues and expenses relating to its interest in a joint operation in accordance with the Standards applicable to the particular assets, liabilities revenues and expenses.

When a consolidated entity transacts with a joint operation in which a consolidated entity is a joint operator (such as a sale or contribution of assets), the consolidated entity is considered to be conducting the transaction with the other parties to the joint operation, and gains or losses resulting from the transactions are recognised in the consolidated entity's consolidated financial statements only to the extent of other parties' interest in the joint operation.

When a consolidated entity transacts with a joint operation in which a consolidate entity is a joint operator (such as a purchase of assets), the consolidate entity does not recognise its share of the gains and losses until it resells those assets to a third party.

w. Goodwill

Goodwill is initially recognised and measured as the excess of the sum of the consideration transferred, the amount of any non-controlling interests in the acquirer, and the fair value of the acquirer's previously held equity interest (if any) over the net of the acquisition-date amount of the identifiable assets acquired and liabilities assumed.

Goodwill is not amortised but is reviewed for impairment at least annually. For the purpose of impairment testing, goodwill is allocated to each of the consolidated entity or group's cash generating units expected to benefit from the synergies of the combination. Cash generating units to which goodwill has been allocated are tested for impairment annually, or more frequently when there is an indication that the unit may be impaired.

x. Critical accounting judgements

In the application of the consolidated entity's accounting policies, management is required to make judgements, estimates and assumptions about carrying values of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making these judgements. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

Key judgement and sources of estimation uncertainty

The following are the key assumptions concerning the future, and other key sources of estimation uncertainty at the balance sheet date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year:

Recoverable amount of goodwill
The Directors made a critical judgement in relation to the recoverable amount of goodwill in Note 12 and the allocation of goodwill to the three cash generating units (CGU). Judgement is made regarding the pipeline of sales opportunities, discount rate applied to the estimated free cash flows, and long-term growth rates applied in estimating the future value of each CGU.

1. Summary of accounting policies (continued)

Capitalisation and recoverable amount of capital work in progress
A critical judgement exists in the decision to capitalise work in progress (see Note 14). The consolidated entity capitalises work in progress when the Directors believe that the expenditure in question creates or enhances an asset from which future economic benefits will flow, and that the consolidated entity controls the asset. The capital works in progress asset increased during the 12-month period to 31 December 2021 by additions of $30,756,873 to a total value of $44,297,472. The asset is driven by capital works undertaken by SpaceLink and Defence.

A critical judgement also exists in relation to the recoverability of capital work in progress.

The SpaceLink capital works in progress consists of resources expended in developing the ground and space assets that will underpin the SpaceLink business. The introduction of a new technology to the SpaceLink constellation that will mitigate the cost and schedule of initial entry into service also resulted in an impairment of $1,789,867 to some of the previously capitalised costs. The Directors have assessed the recoverable amount of the SpaceLink capital works in progress asset on 31 December 2021 and concluded that no further impairments should be recognised. This judgement is based on the Directors' understanding of the development efforts achieved by SpaceLink to date and feedback received from investors, industry partners and probable customers.

The Company also continued to invest through EOSDS in the ongoing engineering development of counter drone defence, predominantly in the areas of directed energy (DE) and counter uninhabited aerial strike (CUAS) technologies. The Directors have assessed the recoverable amount of the EOSDS capital works in progress asset on 31 December 2021 and concluded that no impairments should be recognised. This judgement is based on the engagements completed during the year and feedback received from industry partners and probable customers.

Actual results may differ from this estimate. Estimates and outcomes that have been applied in the measurement of the consolidated entity's contract asset may change in the future. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

Contract asset
A critical judgement exists in relation to the recoverability of the contract assets described in Note 6. Of the total contract assets of $128,296,529, an amount of $117,056,589 relates to a contract with a customer in a foreign jurisdiction. As outlined in Note 1(d), as a result of COVID-19 the Company has experienced delays in finalising variations to this contract. These delays, along with the requirement for onsite acceptance of products (which has also been delayed as a result of COVID-19 travel restrictions), have resulted in delays in the conversion of the contract asset into cash and judgement and estimation uncertainty in relation to recoverability.

Timing differences between revenue recognition and invoicing are expected to arise due to differences between the consolidated entity's revenue recognition policies (see Note 1(f)) and the terms of the underlying contracts. The directors have concluded that any estimated credit losses against the contract asset are immaterial. This judgement is based on the nature of the counterparties involved (primarily sovereign entities), the payments received during the year, and continuing communications with clients regarding administration of the underlying contracts.

Deferred tax
The Directors made a critical judgement in relation to recognising the deferred tax balances described in Note 4(b). The directors currently consider it probable that sufficient taxable amounts will be available against which deductible temporary differences can be utilised in the Australian tax consolidated entity. No deferred tax assets have been recognised in the foreign subsidiaries.

1. Summary of accounting policies (continued)

Warranty provision
The Directors made a critical judgement in relation to the valuation of the provision for warranty costs described in Note 19. The valuation is determined based on the Directors' best estimate of the expenditure required to settle the consolidated entity's liability under its warranty obligations.

During the year the Company reviewed the accumulated data regarding warranty claims on relevant sales to date, in particular from a significant defence contract to a customer in a foreign jurisdiction for which the warranty period was substantially complete. The results of this review were compared to the framework used to estimate warranty provisions, particularly for sales of defence materiel, which in turn indicated that lower rates were justified. Based on this analysis, the Directors have accordingly determined that the Company should adjust the rates used to estimate warranty provisions.

Estimates and outcomes that have been applied in the assessing warranty provisions may change in the future and the consolidated entity will recognise any revisions deemed necessary as a result.

Loan to associate
The directors made a critical judgement in relation to the treatment of the loan to an associate. The directors determined that based on the disclosure in Note 10, treating the advances under the Unsecured Convertible Note deed as a loan to an associate was appropriate based on the facts pertaining to the loan.

Judgements in determining revenue recognised in the period
The Directors make judgements in terms of the nature and timing of revenue recognised under contracts between the consolidated entity and its cllients, in accordance with the provisions of AASB15. A summary of the accounting policies adopted by the consolidated entity in regard to revenue recognition is set out in Note 1(f).

The Directors made a critical judgement in relation to the revenue recognised under a major production contract with a foreign customer. Under the contract, late deliveries against the contracted schedule may result in the application of late delivery penalties. Given the delays and other impacts experienced from the COVID pandemic (see Note 1(d)) there was a possibility that late delivery penalties could possibly be applied and so the consolidated entity had therefore constrained revenue recognised under the contract before and during the year, some of which which were applied and recognised in the first half of the year. In September 2021 the client formally confirmed that any remaining penalties that may otherwise have accrued against deliveries through to 31 December 2021 would be waived. Given the Company's positive operating performance under the contract, good relationships with the client, and track record of payments received during the year, the Directors determined that all variable consideration withheld against this contract should be released, resulting in a cumulative catch-up of the previously withheld variable consideration (see Note 6).

y. Derivative liabilities

Derivative liabilities are initially recognised at fair value on issue. After initial recognition, they are subsequently measured at fair value through profit or loss.

z. Investments in associates

An associate is an entity over which the consolidated entity has significant influence and that is neither a subsidiary nor an interest in a joint venture. Significant influence is the power to participate in the financial operating policy decisions of the investee but is not control or joint control over these policies.

The consolidated entity measures the interest in an associate at fair value through profit and loss from the date which significant influence is obtained.

1. Summary of accounting policies (continued)

The consolidated entity applies AASB 9, including the impairment requirements, to long-term interests in an associate or joint venture to which the equity method is not applied and which form part of the net investment in the investee.

	Consolidated 31 December 2021 $	Consolidated 31 December 2020 $

2. Loss from ordinary activities

(a) Revenue

Revenue from operations consisted of the following items:		
Revenue from the sale of goods	162,185,340	157,671,132
Revenue from the rendering of services	50,145,308	22,511,234
Total revenue	212,330,648	180,182,366

Disaggregation of revenue

The consolidated entity derives its revenue from the transfer of goods and services over time and at a point in time in the following major segments.

Timing of revenue recognition

Over time

Defence segment – Sale of goods	103,058,662	120,292,034
Defence segment – Providing services	38,682,200	15,061,354
Space segment – Providing services	3,382,834	–
Communication segment – Sale of goods	15,053,426	15,125,671
Communication segment – Providing services	243,941	1,094,170
Total Revenue recognised over time	160,421,063	151,573,229

Revenue in relation to a contract earned on milestones basis has been adjusted for variable elements. During 2019 and 2020 revenue was constrained in relation to potential late deliveries on a major foreign contract, some of which which were applied and recognised in the first half of the year. During the later half of the year the variable revenue was assessed as not being constrained and there was a cumulative positive catch-up adjustment to revenue and the contract asset (refer to Note (6)).

Revenue recognition is discussed at Note 1(f).

At a point in time

Communications segment – Sale of goods	7,132,337	2,830,490
Communications segment – Providing services	865,564	480,640
Defence segment – Sale of goods	36,940,916	19,422,937
Defence segment – Providing services	5,833,698	1,570,973
Space segment – Providing services	1,137,070	4,304,097
Total revenue recognised at a point in time	51,909,585	28,609,137
Total revenue	212,330,648	180,182,366

	Consolidated 31 December 2021 $	Consolidated 31 December 2020 $

2. Loss from ordinary activities (continued)

(b) Other income

	31 December 2021 $	31 December 2020 $
Interest:		
Bank deposits	30,276	557,375
Other	425,949	114,215
Jobkeeper	-	5,773,350
Grant income	133,299	3,314,081
Other	385,637	326,093
Total other income	975,161	10,085,114

(c) Expenses

(Loss) before income tax has been arrived at after charging following expenses:

	31 December 2021 $	31 December 2020 $
Employee benefits expense:		
Share based payments (equity settled)	1,810,378	1,206,812
Contributions to defined contribution superannuation plans	4,749,710	3,573,509
Other employee benefits	62,642,465	48,431,436
Total employee benefits expense	69,202,553	53,211,757
Interest expense		
Interest expense on right of use assets	1,187,502	1,036,376
Interest on secured borrowings	975,465	–
Interest on discounting of the contract asset	750,123	400,099
Total interest expense	2,913,090	1,436,475
Other finance costs	3,701,925	2,844,712
Amortisation of intangibles	2,823,476	2,346,628
Impairment of capital work in progress	1,789,867	-
Depreciation and amortisation of property, plant and equipment	3,954,048	3,045,714
Depreciation on right of use assets	4,984,755	4,165,264
Foreign exchange gains/(losses)	9,797,241	(15,682,452)

3. Earnings per Share

	Consolidated 31 December 2021 $	Consolidated 31 December 2020 $
Basic EPS	(9.97 cents)	(19.52 cents)
Diluted EPS	(9.97 cents)	(19.52 cents)
Basic (Loss)/ Profit per Share		
(Loss) (a)	(13,841,610)	(25,207,896)
	2021 No.	**2020 No.**
Weighted average number of ordinary shares used in the calculation of basic earnings per share and diluted earnings per share (b), (c)	138,876,922	129,164,714

(a) The loss used in the calculation of basic earnings per share is the same as the net loss in the statement of profit or loss and other comprehensive income.

(b) The 1,830,000 unlisted options outstanding are not considered dilutive as all the conditions of exercise have not been met at the reporting date and given the consolidated entity made a loss in the year.

(c) The 2,270,000 ordinary shares issued on 19 May 2020 at a price of $4.75 each, the 2,500,000 ordinary shares issued on 29 May 2020 at $4.92 each, the 860,000 ordinary shares issued on 10 August 2020 at $5.62 each, the 150,000 ordinary shares issued on 14 October 2020 at $5.47 each, the 1,185,000 ordinary shares issued on 15 March 2021 at $5.27 each and the 150,000 ordinary shares issued on 31 May 2021 at $4.06 each, under the Loan Funded Share Plan are not included in the weighted average number of ordinary shares as they are treated as in substance options for accounting purposes. The options are not considered dilutive given the consolidated entity made a loss in the year.

	Consolidated 31 December 2021 $	31 December 2020 $
4. Income Tax		
Corporation income tax		
Current year expense/(benefit)	9,230,936	(4,693,154)

(a) The prima facie income tax expense on pre-tax accounting (loss)/profit from operations reconciles to the income tax expense in the financial statements as follows:

	31 December 2021 $	31 December 2020 $
(Loss) from operations	(4,610,674)	(29,901,050)
Income tax (benefit) calculated at 30%	(1,383,202)	(8,970,315)
Effect of different tax rates of subsidiaries operating in other jurisdictions	2,065,568	452,919
Share based payments	543,113	362,044
Amortisation of intangible assets in other jurisdictions	368,083	225,028
Other non-deductible/non assessable items	(2,065,152)	(452,101)
	(471,590)	(8,382,425)
Adjustment in respect of prior years	238,624	(290,547)
Unused Australian tax losses and tax offsets now brought to account	(99,651)	(1,899,306)
Unused tax losses and tax offsets not recognised as deferred tax assets	9,563,553	5,879,124
Income tax expense/(benefit) attributable to Operating (Loss)/ Profit	9,230,936	(4,693,154)

The tax rate used in the above reconciliation is the corporate tax rate of 30% payable by Australian corporate entities on taxable profits under Australian tax law, 25% in Germany, 17% in Singapore, 0% in United Arab Emirates. Tax rates in the USA apply at a Federal, State and local level and can vary depending upon location. The tax rates applicable to the consolidated entity's USA operations haves been assumed to approximate a combined rate 40%. There has been no change in the corporate tax rate when compared with the previous reporting period.

(b) Deferred tax balances

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against currents tax liabilities and when they relate to income taxes levied by the same taxation authority and the consolidated entity intends to settle current tax assets and liabilities on a net basis.

4. Income Tax (continued)

The following are the major deferred tax liabilities and assets recognised by the consolidated entity and movements thereon during the current and prior period.

	2020 $	Charge/ (credit) to profit and loss $	Recognised in other Comprehensive income $	2021 $
Deferred tax assets				
Accruals	440,995	(198,421)	-	242,574
Business capital expenditure deductible over five years	2,459,479	(756,693)	-	1,702,786
Provision for annual leave	1,868,334	505,667	-	2,374,001
Provision for long service leave	1,192,064	253,724	-	1,445,788
Provision for estimated credit losses	37,768	(37,768)	-	-
Provision for decommissioning costs	75,000	-	-	75,000
Provision for obsolete stock	29,206	132,835	-	162,041
Provision for make good costs	151,038	179,572	-	330,610
Provision for warranty	3,677,947	(1,750,566)	-	1,927,381
Contract asset	85,765	280,270	-	366,035
Income tax losses	44,382	(44,382)	-	-
Foreign exchange gain arising from tax fair value adjustment	6,083,264	(5,727,803)	-	355,461
	16,145,242	(7,163,565)	-	8,981,677
Deferred tax liabilities				
Prepaid insurance	(117,681)	93,141	-	(24,540)
Right of use assets	266,217	4,252	-	270,469
Property plant and equipment	(1,073,531)	(5,844)	-	(1,079,375)
Other	-	(183,017)	-	(183,017)
Acquired intangible assets	(3,877,583)	418,562	-	(3,459,021)
	(4,802,578)	327,094	-	(4,475,484)
Total	11,342,664	(6,836,471)	-	4,506,193

4. Income Tax (continued)

	2019 $	Charge/ (credit) to profit and loss $	Recognised in other Comprehensive income $	2020 $
Deferred tax assets				
Accruals	512,970	(71,975)	-	440,995
Business capital expenditure deductible over five years	1,264,822	(756,806)	1,951,463	2,459,479
Provision for annual leave	1,420,466	447,868	-	1,868,334
Provision for long service leave	1,022,273	169,791	-	1,192,064
Provision for estimated credit losses	40,282	(2,514)	-	37,768
Provision for decommissioning costs	75,000	-	-	75,000
Provision for obsolete stock	6,186	23,020	-	29,206
Provision for make good costs	102,067	48,971	-	151,038
Provision for warranty	2,703,992	973,955	-	3,677,947
Contract asset	-	85,765	-	85,765
Income tax losses	233,537	(189,155)	-	44,382
Foreign exchange gain arising from tax fair value adjustment	106,473	5,976,791	-	6,083,264
	7,488,068	6,705,711	1,951,463	16,145,242
Deferred tax liabilities				
Right of use assets	(11,760)	277,977	-	266,217
Prepaid insurance	(183,353)	65,672	-	(117,681)
Property plant and equipment	-	(1,073,531)	-	(1,073,531)
Acquired intangible assets	(4,296,143)	418,560	-	(3,877,583)
	(4,491,256)	(311,322)	-	(4,802,578)
Total	2,996,812	6,394,389	1,951,463	11,342,664

At the reporting date the consolidated entity has unused tax losses emanating from its non-Australian entities. No deferred tax asset has been recognised in respect of these balances as it is not considered probable that there will be future taxable profits available in these jurisdictions.

	Consolidated 31 December 2021 $	 31 December 2020 $
(c) Unrecognised deferred tax balances		
The following deferred tax assets have not been brought to account as assets		
Tax losses – revenue	40,315,837	29,314,979
Temporary differences	1,021,536	158,053
	41,337,373	29,473,032
(d) Franking account balance		
Adjusted franking account balance	18,054,718	14,503,704

	Consolidated	
	31 December 2021 $	31 December 2020 $

4. Income Tax (continued)

Tax consolidation

Relevance of tax consolidation to the consolidated entity

The company and some of its wholly owned Australian resident taxable entities have formed a tax-consolidated group with effect from 1 January 2003 and are therefore taxed as a single entity from that date. The head entity within the tax-consolidated group is Electro Optic Systems Holdings Limited. The members of the tax-consolidated entity group are identified in Note 27.

Nature of tax funding arrangements and tax sharing agreements

As at 31 December 2021, there were formal tax funding and tax sharing arrangements within the Australian tax-consolidated or group.

5. Trade and other receivables

	31 December 2021 $	31 December 2020 $
Current		
Trade receivables	22,391,113	34,343,138
GST receivable	930,883	702,664
Employee receivables	181,010	764,999
Other debtors	30,139	-
	23,533,145	35,810,801
Non-current		
Trade receivables	-	2,063,782

The average debtor days on sales of goods is 50 days. No interest is charged on outstanding late receivables.

The consolidated entity measures the loss allowance for trade receivables at an amount equal to the lifetime expected credit loss (ECL). The ECL on trade receivables are estimated using a provision matrix by reference to past known default experience of the debtors and an analysis of the debtors' current financial position, adjusted for factors that are specific to the debtors. Based on this analysis, any ECLs on trade receivable balances at the end of the period are immaterial.

There has been no change in the estimation techniques or significant assumptions made during the current reporting period.

The consolidated entity writes-off a trade receivable when there is information indicating that the debtor is in severe financial difficulty and there is no realistic prospect of recovery (e.g., when the debtor has been placed under liquidation or has entered bankruptcy proceedings, or when the trade receivables are over two years past due, whichever occurs earlier). There were no receivables written off during the year and no receivables balances as at the end of the period are subject to enforcement activities.

	Consolidated	
	31 December 2021 $	31 December 2020 $

6. Contract asset

Unbilled revenue - current	106,843,848	124,532,902
Unbilled revenue – non-current	21,452,681	13,364,148
	128,296,529	137,897,050

The contract asset reflects amounts recognised in revenue on a milestone or a delivery basis in the defence, space, and communications segments, but not yet billed to the customer. Timing differences between the satisfaction of performance obligations and receipt of cash are expected to arise due to differences between the consolidated entity's revenue recognition policies (see Note 1(f)) and the terms of the underlying contracts. This is because contracts typically bill on a milestone basis that may not necessarily reflect progress under the contract.

The consolidated entity measures the loss allowance for the contract asset at an amount equal to the lifetime expected credit loss (ECL). The ECL on unbilled revenue is estimated using a provision matrix by reference to past known default experience with customers and an analysis of customers' current financial position, adjusted for factors that are specific to the customers. There has been no change in the estimation techniques or significant assumptions made during the current reporting period.

The directors have concluded that any ECL against the contract asset is immaterial. This judgement is based on the nature of the counterparties involved, the payments received during the year, and continuing communications with the clients regarding administration of the underlying contracts.

During 2019 and 2020 revenue was constrained in relation to potential late deliveries on a major foreign contract, some of which were recognised in the first half of the year. Based on formal correspondence from the customer, positive operating performance under the contract and payments received under the contract during the year, the Directors determined that all remaining variable consideration withheld against this contract should be released, resulting in a cumulative catch-up to revenue in the year (see Note 1(x)).

The movement in the contract asset during the financial year is set out below.

Opening balance	137,897,050	44,152,133
Invoicing during the financial year	(99,259,341)	-
Net revenue recognised during the year	63,359,075	105,059,701
Variable consideration previously constrained, now recognised	18,315,767	4,355,786
Impact of foreign exchange and other movements	8,308,152	(15,384,686)
Impact of discounting - net	(324,174)	(285,884)
Closing balance	128,296,529	137,897,050

7. Inventories

Raw materials – at net realisable value and cost	27,626,422	17,243,821
Work in progress – at cost	47,493,091	49,345,296
Finished goods – at cost	-	796,516
Provision for obsolete stock	(540,137)	(77,294)
	74,579,376	67,308,339

	Consolidated 31 December 2021 $	Consolidated 31 December 2020 $
8. Prepayments and other assets		
Current Prepayments*	20,398,751	13,135,088
Non-current other assets	-	956,073

*These prepayments relate to prepayments made to suppliers for the delivery of component parts in relation to current orders.

9. Remuneration of Auditors

	31 December 2021 $	31 December 2020 $
(a) Deloitte and related network firms*		
Audit or review of the financial reports		
– Consolidated entity	447,728	426,799
Other services		
– Tax consulting services	57,750	21,000
	505,478	447,799
(b) Other Auditor and their related network firms		
Audit or review of the financial reports	15,000	15,279
Other services		
– Taxation services	3,963	4,228
	18,963	19,507

* The auditor of Electro Optic Systems Holdings Limited is Deloitte Touche Tohmatsu.

10. Loan to associate

	31 December 2021 $	31 December 2020 $
Unsecured convertible note to associate - AEI Air (Holdings) Limited	2,513,380	2,391,940

On 23 April 2019 the consolidated entity entered into an Unsecured Convertible Note deed with a supplier, AEI Air (Holdings) Limited (”AEI”). See Note 30 for details of AEI.

The terms of the deed require AEI to issue to the consolidated entity up to five convertible notes, subject to certain conditions, of which $2,780,265 (GBP1,500,000) has been paid, representing only four convertible notes. All five notes could be converted, in aggregate, into such number of shares which represents 51% of the issued share capital of the AEI at the date of conversion. Following payment of the first note the consolidated entity appointed two out of five directors of AEI and had the right to appoint, remove or replace such number of directors which represent 50% of the board of directors (equivalent to 50% of directors’ voting rights under the revised articles of association).

The meeting of certain conditions, including product specifications, would enable the consolidated entity to request the issuance of the remaining notes at their discretion, and convert these into equity. The convertible notes are redeemable upon an event of default or at the maturity date (being 36 months after the date of issue of the first note above – 23 April 2019), and on redemption AEI must repay the face value of the notes to the consolidated entity. At the date of this report the consolidated entity has not requested the additional notes to be issued or that any notes be converted to equity.

10. Loan to associate (continued)

On 23 April 2019 the consolidated entity also entered into a Put and Call Option deed with the shareholders of AEI. This deed allows the consolidated entity to call the remaining 49% of the shareholding in AEI at an aggregate exercise price based on an adjusted net profit after tax (NPAT) multiple. The shareholders also have a put option over the same interest. Further, under this agreement, should certain conditions be met, the shareholders are able to request the drawdown of loan advances to a maximum of GBP1,714,500, payable to the shareholders in four equal tranches. As at the date of this report the conditions required to enable the vendors to make any draw down of the loans under the agreement have not been met. Should the loans be called the agreement contains an offset clause under which the consolidated entity can offset against amounts payable should the put and call options be exercised. The put and call options can be exercised by the consolidated entity (or the shareholders) at any time up to and including 30 June 2022 but are conditional on the exercise of the Unsecured Convertible Notes as referred to above. The put and call option liability (in relation to the option) is carried at fair value through profit and loss.

The nature of the arrangement with AEI is as an associate, as the nature of the consolidated entity's interest is that of significant influence rather than accounting control.

On 30 December 2019, the consolidated entity entered into an agreement with an entity in the United Arab Emirates (who is a joint venture partner to EOS) to acquire a 2% interest in AEI should the consolidated entity exercise its Unsecured Convertible Note to acquire 51% of AEI, leaving the consolidated entity with a potential 49% interest. The consolidated entity also formally rescinded its right to appoint, remove or replace such number of directors which represent 50% of the board of directors (equivalent to 50% of directors' voting rights under the revised articles of association) via deed poll.

	Consolidated 31 December 2021 $	Consolidated 31 December 2020 $
11. Right of use assets		
(a) Office premises – at cost	37,150,891	24,352,681
Less accumulated depreciation and impairment	(9,384,256)	(5,377,819)
	27,766,635	18,974,862
(b) Office equipment – at cost	1,611,855	1,658,150
Less accumulated depreciation and impairment	(777,219)	(490,371)
	834,636	1,167,779
	28,601,271	20,142,641
<u>Cost</u>		
Office premises		
Balance at the beginning of the year	24,352,681	15,345,320
Adjustment due to lease modification	31,758	4,918,308
Additions	13,251,297	4,681,032
Disposals	(835,275)	(42,292)
Net foreign exchange differences	350,430	(549,687)
Balance at the end of the year	37,150,891	24,352,681
Office equipment		
Balance at the beginning of the year	1,658,150	531,391
Additions	64,492	1,126,759
Write-offs	(110,787)	–
Balance at the end of the year	1,611,855	1,658,150
<u>**Accumulated Depreciation/Amortisation/ Impairment**</u>		
Office premises		
Balance at the beginning of the year	(5,377,819)	(1,805,748)
Adjustment due to lease modification	(4,188)	–
Depreciation	(4,636,359)	(3,784,728)
Disposals	835,275	42,292
Net foreign exchange differences	(201,165)	170,365
Balance at the end of the year	(9,384,256)	(5,377,819)
Office equipment		
Balance at the beginning of the year	(490,371)	(109,835)
Depreciation	(348,396)	(380,536)
Write-offs	61,548	–
Balance at the end of the year	(777,219)	(490,371)

	Consolidated	
	31 December 2021 $	31 December 2020 $

12. Goodwill

Goodwill	14,878,316	14,878,316

The carrying amount of goodwill has been allocated to cash generating units ("CGUs") as follows:

Defence	2,504,938	2,504,938
Space	2,504,938	2,504,938
Communications	9,868,440	9,868,440
	14,878,316	14,878,316

A description of each of the CGUs is outlined in Note 31.

The consolidated entity tests goodwill annually for impairment or more frequently if there are indicators that goodwill might be impaired. The recoverable amount of each cash generating unit is determined based on the fair value less costs of disposal arrived by discounting a cash flow forecast with the weighted average cost of capital of each CGU.

The cash flow forecast for the Defence CGU consists of projections for a five-year period including a terminal value calculation for the final year. The Space CGU and the Communications CGU are both expected to benefit from the investment that the consolidated entity has made in SpaceLink, which is valued over a 15-year period. The cash flow forecasts for the Space CGU and the Communications CGU therefore consist of projections for a 15-year period, including a terminal value calculation for the final year.

At 31 December 2021 the consolidated entity has assessed both internal and external indicators of impairment and did not find any such indicators.

Key assumptions

The key assumptions in the impairment model are:

Assumption	Basis of Assumption
Sales opportunities pipeline	Sales opportunities are risk weighted for the combined probability of a given project going ahead and the likelihood that the consolidated entity is successful in achieving the anticipated role in that project.
Discount rate	Takes into account the risk-free rate, equity market risk and the specific risk premium for each CGU. Discount rates are therefore determined separately for each CGU, based on each CGU's individual circumstances.
Long-term growth rate	Represents the rate relevant to market conditions and business plans. The long-term growth rate included in the terminal value in calculating the fair value less costs of disposal for each CGU was 2.5%.

The discount rates used in in calculating the fair value less costs of disposal for each CGU are given below.

Defence	12.8%	12.3%
Space	18.0%	18.0%
Communications	14.4%	14.5%

12. Goodwill (continued)

Sensitivity analysis

The consolidated entity conducted a sensitivity analysis to test changes in the key assumptions used to determine the recoverable amount for each of the CGUs to which goodwill is allocated.

The Directors believe that any reasonably possible change in the key assumptions would not cause the recoverable amount of either the Space CGU or the Communications CGUs to fall below their respective carrying value. Sensitivity testing for these CGUs included reducing the sales pipeline by 25%; reducing the long-term growth rate to 0.5% and increasing the discount rate by an additional 15%. In each case (and in combination) the recoverable amount of each CGU exceeded its respective carrying amount.

Sensitivity testing for the Defence CGU included reducing the sales pipeline by 17%; reducing the long-term growth rate to 0.5%; and increasing the discount rate to 18%. In each case the recoverable amount of the Defence CGU exceeded its carrying amount. Increasing the discount rate beyond 18% or reducing the future sales pipeline by more than 17%, or both in combination, would remove the headroom in the recoverable amount of the Defence CGU. The Directors do not consider movements beyond these level to be a reasonably possible change.

13. Intangible assets

	Core technology (not patented) $	Patented technology $	Software $	Customer contracts and relationships $	Licences $	Total $
Cost						
At 1 January 2020	10,772,000	3,556,000	486,000	2,776,000	-	**17,590,000**
Additions	-	-	-	-	4,781,742	**4,781,742**
Exchange differences	-	-	-	-	52,757	**52,757**
At 31 December 2020	10,772,000	3,556,000	486,000	2,776,000	4,834,499	**22,424,499**
Exchange differences	-	-	-	-	241,162	**241,162**
At 31 December 2021	10,772,000	3,556,000	486,000	2,776,000	5,075,661	**22,665,661**
Amortisation						
At 1 January 2020	239,050	52,609	21,570	41,070	-	**354,299**
Charge for the year	1,077,200	237,067	97,200	185,067	750,094	**2,346,628**
At 31 December 2020	1,316,250	289,676	118,770	226,137	750,094	**2,700,927**
Exchange differences	-	-	-	-	32,079	**32,079**
Charge for the year	1,077,200	237,067	97,200	185,067	1,226,942	**2,823,476**
At 31 December 2021	2,393,450	526,743	215,970	411,204	2,009,115	**5,556,482**
Carrying Amount						
At 31 December 2021	8,378,550	3,029,257	270,030	2,364,796	3,066,546	**17,109,179**
At 31 December 2020	9,455,750	3,266,324	367,230	2,549,863	4,084,405	**19,723,572**

	Consolidated 31 December 2021 $	Consolidated 31 December 2020 $
14. Property, plant and equipment		
(a) Plant and equipment – at cost	17,373,314	14,546,429
Less accumulated depreciation and impairment	(8,996,673)	(7,237,683)
	8,376,641	7,308,746
(b) Office equipment – at cost	4,730,224	3,774,960
Less accumulated depreciation and impairment	(2,811,703)	(1,938,813)
	1,918,521	1,836,147
(c) Furniture, fixtures and fittings – at cost	1,318,005	1,300,250
Less accumulated depreciation and impairment	(433,666)	(310,956)
	884,339	989,294
(d) Leasehold improvements – at cost	2,440,399	2,260,998
Less accumulated depreciation and impairment	(1,680,437)	(1,322,428)
	759,962	938,570
(e) Motor vehicle –at cost	609,984	523,195
Less accumulated depreciation and impairment	(284,263)	(172,455)
	325,721	350,740
(f) Computer software – at cost	1,588,015	1,353,760
Less accumulated depreciation	(962,354)	(549,613)
	625,661	804,147
(g) Test equipment – at cost	2,736,081	2,578,086
Less accumulated depreciation	(2,056,041)	(1,760,383)
	680,040	817,703
(h) Satellite – at cost	7,000,000	7,000,000
Less impairment	(7,000,000)	(7,000,000)
	-	-
(i) Capital works in progress	44,297,472	16,080,171
Less impairment	(1,789,867)	-
	42,507,605	16,080,171
Total net book value of Property, Plant and Equipment	56,078,490	29,125,518

14. Property, plant and equipment (continued)

Cost

	Consolidated 31 December 2021 $	Consolidated 31 December 2020 $
Plant and equipment		
Balance at beginning of year	14,546,429	12,051,766
Additions	562,318	5,538,539
Transfers	2,035,632	88,815
Disposals and write offs	(34,908)	(3,116,301)
Net foreign currency exchange differences	263,843	(16,390)
Balance at end of year	17,373,314	14,546,429
Office equipment		
Balance at beginning of year	3,774,960	5,879,604
Additions	865,764	1,072,109
Transfers	-	(88,816)
Disposals and write offs	(13,990)	(3,043,055)
Net foreign currency exchange differences	103,490	(44,882)
Balance at end of year	4,730,224	3,774,960
Furniture, fixtures and fittings		
Balance at beginning of year	1,300,250	1,711,437
Additions	17,614	197,570
Disposals and write offs	-	(601,681)
Net foreign currency exchange differences	141	(7,076)
Balance at end of year	1,318,005	1,300,250
Leasehold improvements		
Balance at beginning of year	2,260,998	2,025,460
Additions	309,371	762,090
Disposals and write offs	(132,776)	(483,229)
Net foreign currency exchange differences	2,806	(43,323)
Balance at end of year	2,440,399	2,260,998
Motor vehicles		
Balance at beginning of year	523,195	370,810
Additions	81,547	194,751
Disposals and write offs	-	(30,332)
Net foreign currency exchange differences	5,242	(12,034)
Balance at end of year	609,984	523,195

14. Property, plant and equipment (continued)

Cost (continued)

	Consolidated 31 December 2021 $	Consolidated 31 December 2020 $
Computer software		
Balance at beginning of the year	1,353,760	436,726
Additions	252,557	1,038,800
Disposals and write offs	(135,474)	(114,654)
Other movements	113,737	-
Net foreign currency exchange differences	3,435	(7,112)
Balance at end of year	1,588,015	1,353,760
Test equipment - at cost		
Balance at beginning of the year	2,578,086	2,790,535
Additions	157,995	193,286
Disposals and write offs	-	(405,735)
Balance at end of year	2,736,081	2,578,086
Satellite		
Balance at beginning of year	7,000,000	7,000,000
Balance at end of year	7,000,000	7,000,000
Capital works in progress		
Balance at the beginning of the year	16,080,171	-
Additions	30,756,873	16,080,171
Transfer	(2,035,632)	-
Reallocation to cost of sales	(707,627)	-
Disposals and write offs	(109,551)	-
Net foreign currency exchange differences	313,238	-
Balance at end of year	44,297,472	16,080,171

14. Property, plant and equipment (continued)

	Consolidated 31 December 2021 $	Consolidated 31 December 2020 $
Accumulated depreciation/impairment		
Plant and equipment		
Balance at beginning of year	(7,237,683)	(8,751,221)
Depreciation	(1,594,668)	(1,067,045)
Disposals and write offs	-	3,116,301
Other movements	12,149	(544,998)
Net foreign currency exchange differences	(176,471)	9,280
Balance at end of year	(8,996,673)	(7,237,683)
Leased plant and equipment		
Balance at beginning of year	-	(26,066)
Disposals and write offs	-	26,066
Balance at end of year	-	-
Office equipment		
Balance at beginning of year	(1,938,813)	(4,320,255)
Depreciation	(823,498)	(706,697)
Other movements	-	22,487
Disposals and write offs	4,131	3,043,044
Net foreign currency exchange differences	(53,523)	22,608
Balance at end of year	(2,811,703)	(1,938,813)
Furniture, fixtures and fittings		
Balance at beginning of year	(310,956)	(803,502)
Depreciation	(122,230)	(114,912)
Disposals and write offs	-	601,681
Net foreign currency exchange differences	(480)	5,777
Balance at end of year	(433,666)	(310,956)
Leasehold improvements		
Balance at beginning of year	(1,322,428)	(1,362,124)
Depreciation	(479,910)	(472,101)
Disposals and write offs	126,482	483,228
Net foreign currency exchange differences	(4,581)	28,569
Balance at end of year	(1,680,437)	(1,322,428)
Motor vehicle		
Balance at beginning of year	(172,455)	(86,764)
Depreciation	(108,227)	(112,469)
Disposals and write offs	-	17,204
Net foreign currency exchange differences	(3,581)	9,574
Balance at end of year	(284,263)	(172,455)

	Consolidated 31 December 2021 $	31 December 2020 $

14. Property, plant and equipment (continued)

Accumulated depreciation/impairment (continued)

	31 December 2021 $	31 December 2020 $
Computer software		
Balance at beginning of the year	(549,613)	(152,441)
Depreciation	(529,857)	(328,656)
Disposals and write offs	126,558	21,772
Other movements	(7,568)	(92,222)
Net foreign currency exchange differences	(1,875)	1,934
Balance at end of year	(962,355)	(549,613)
Test equipment		
Balance at beginning of the year	(1,760,383)	(1,728,522)
Depreciation	(295,658)	(243,834)
Disposal	-	211,854
Net foreign currency exchange differences	-	119
Balance at end of year	(2,056,041)	(1,760,383)
Satellite		
Balance at beginning of year	(7,000,000)	(7,000,000)
Balance at end of year	(7,000,000)	(7,000,000)
Capital work in progress		
Balance at beginning of the year	-	-
Impairment	(1,789,867)	-
Balance at end of year	(1,789,867)	-

Aggregate depreciation, impairment and amortisation allocated during the period is recognised as an expense and disclosed in Note 2 to the financial statements.

Impairment of property, plant and equipment

The consolidated entity has assessed the carrying amount of plant and equipment and determined $1,789,867 impairment charge for the year in capital work in progress (2020: Nil).

	Consolidated 31 December 2021 $	Consolidated 31 December 2020 $
15. Current trade and other payables		
Trade payables	18,588,238	18,248,534
Accruals	16,782,525	7,480,477
Contract liability	7,665,754	26,506,642
	43,036,517	52,235,653

The average creditor days on purchases of goods is 60 days and no interest is payable on goods purchased within agreed credit terms. The consolidated entity has financial risk management policies in place to ensure that all payables are paid within the credit timeframe.

Contract liability represents amounts received from customers in advance of the satisfaction of relevant performance obligations under the applicable contracts. The consolidated entity expects to deliver the goods and services in question within the next 12 months, in accordance with the terms of the underlying contracts. The amount of $26,506,642 included in contract liabilities at 31 December 2020 has been recognised in revenue in 2021 (2020: $2,386,503).

16. Secured borrowings

	2021 $	2020 $
RNC Nominees Pty Ltd loan	34,448,384	-

On 27 August 2021 the consolidated entity entered into a $35 million working capital facility with RNC Nominees Pty Ltd. The facility has a 12-month term and carries interest of 9% per annum. The funds were drawn on 6 September 2021, with repayment in full required on or before 5 September 2022. The loan is secured by a general security deed which ranks pari passu with the Export Finance Australia facility (Note 33). Transaction costs of $811,739 were incurred in obtaining the loan. These transaction costs are included in the carrying amount of the loan and are amortised over the loan period using the effective interest method . Interest paid on the loan is disclosed at Note 2(c).

17. Lease liabilities

	2021 $	2020 $
Analysed as follows:		
Current	5,159,847	3,442,031
Non-current	24,864,019	17,665,942
	30,023,866	21,107,973
Maturity analysis		
Year 1	6,761,379	4,602,728
Year 2	5,440,510	4,162,953
Year 3	5,686,024	3,720,925
Year 4	5,021,435	3,249,481
Year 5	4,746,598	2,791,722
Onwards	7,340,108	6,108,025
	34,996,054	24,635,834
Less: unearned interest	(4,972,188)	(3,527,861)
	30,023,866	21,107,973

	Consolidated 31 December 2021 $	Consolidated 31 December 2020 $

17. Lease liabilities (continued)

The consolidated entity does not face a significant liquidity risk with regard to its lease liabilities. All lease obligations in Australia are denominated in Australian dollars and leases in overseas entities are based in the currency of the country concerned.

18. Provisions

	31 December 2021 $	31 December 2020 $
Current		
Employee benefits	12,339,463	10,473,192
Decommissioning costs	250,000	250,000
Warranty (Note 19)	1,589,001	4,375,882
	14,178,464	15,099,074
Non-current		
Employee Benefits	1,360,419	919,353
Provision for make good	1,052,870	503,457
Warranty (Note 19)	4,835,602	7,883,942
	7,248,891	9,306,752

	31 December 2021 $	31 December 2020 $
Movement on decommissioning costs		
Balance at 1 January	250,000	250,000
Balance as at 31 December	250,000	250,000

The provision for decommissioning costs relate to an obligation to dismantle and refurbish a telescope at a future date.

	31 December 2021 $	31 December 2020 $
Movement in make good of premises – current		
Balance as at 1 January	-	43,919
(Decreases)/Increases resulting from re-measurement	-	(43,919)
Balance as at 31 December	-	-
Movement in make good of premises – non-current		
Balance as at 1 January	503,457	296,302
Increase during the period from new lease	549,413	207,155
Balance as at 31 December	1,052,870	503,457
Movement in under-utilised space		
Balance as at 1 January	-	212,715
(Decreases)/Increases resulting from re-measurement	-	(212,715)
Balance as at 31 December	-	-

19. Warranty provisions

	Consolidated 31 December 2021 $	Consolidated 31 December 2020 $
Movement in warranty provision		
Balance as at 1 January	12,259,824	9,013,305
Reductions resulting from expiry	(352,643)	(1,273,596)
Reduction resulting from change in estimate	(7,107,424)	-
Additional provisions recognised	1,624,846	4,520,115
Balance as at 31 December	6,424,603	12,259,824
Current (Note 18)	1,589,001	4,375,882
Non-Current (Note 18)	4,835,602	7,883,942

The provision for warranty is determined based on Directors' best estimate of the expenditure required to settle the consolidated entity's liability under its warranty undertakings for military products, satellite communication terminals and telescopes.

The Directors made a critical judgement in relation to the valuation of the provision for warranty costs. The valuation is determined based on the Directors' best estimate of the expenditure required to settle the consolidated entity's liability under its warranty obligations.

During the year the Company reviewed the accumulated data regarding warranty claims on relevant sales to date, in particular from a significant defence contract to a customer in a foreign jurisdiction for which the warranty period was substantially complete. This review indicated that that lower rates than those previously, particularly for sales of defence materiel, were justified. Based on this review the Directors have accordingly determined that the rates used to estimate warranty provisions should be adjusted.

Estimates and outcomes that have been applied in the assessing warranty provisions may change in the future and the consolidated entity will recognise any revisions deemed necessary as a result.

20. Issued capital

	Consolidated 31 December 2021 $	Consolidated 31 December 2020 $
Balance at the beginning of the financial year – Ordinary shares	413,479,003	274,311,590
Issue of 28,269,553 new shares at $4.75 on 20 April 2020 (net of issuance costs)	-	127,775,501
Issue of 2,451,463 new shares at $4.40 on 14 May 2020 under the Share Purchase Plan	-	10,786,437
Loan repayments on 202,500 shares issued under the Loan Funded Share Plan at $2.99	-	605,475
Loan repayments on 83,125 shares issued under Loan Funded Share Plan at $2.99	248,544	
Balance at the end of the financial year	413,727,547	413,479,003

Fully Paid Ordinary Shares	Number	Number
Balance at the beginning of financial year	149,579,229	113,078,213
Issue of new shares at $4.75 on 20 April 2020	-	28,269,553
Issue of new shares at $4.40 under the Share Purchase Plan on 14 May 2020	-	2,451,463
Issue of new shares at $4.75 under the Loan Funded Share Plan to staff on 19 May 2020	-	2,270,000
Issue of new shares at $5.92 under the Loan Funded Share Plan to Directors on 29 May 2020	-	2,500,000
Issue of new shares at $5.62 under the Loan Funded Share Plan to staff on 10 August 2020	-	860,000
Issue of new shares at $5.47 under the Loan Funded Share Plan to staff on 14 October 2020	-	150,000
Issue of 1,185,000 new shares at $5.27 on 15 March 2021 under the Loan Funded Share Plan	1,185,000	
Issue of 150,000 new shares at $4.06 on 31 May 2021 to a Director under the Loan Funded Share Plan	150,000	
Balance at end of financial year	150,914,229	149,579,229

Fully paid ordinary shares carry one vote per share and carry the right to dividends. The shares issued under the Loan Funded Share Plan are restricted shares subject to vesting and performance criteria under the Plan detailed in Note 22 to the financial statements and are treated as in substance options for accounting purposes.

The loan repayments in respect of 83,125 shares issued under the Loan Funded Share Plan at $2.99 each made during the year resulted in the increase in Issued Capital of $248,544 as these shares are treated as in substance options for accounting purposes.

21. Directors and employee share option plan

The consolidated entity has an ownership-based compensation scheme for employees (including directors) of the Company. In accordance with the provisions of the scheme, as approved by shareholders at a previous annual general meeting, employees with more than three months service with the Company may be granted options to purchase ordinary shares at exercise prices determined by the directors based on market prices at the time the issue of options were made.

Each share option converts to one ordinary share in Electro Optic Systems Holdings Limited. No amounts are paid or payable by the recipient on receipt of the options. The options carry neither rights to dividends nor voting rights. Options may be exercised at any time from the date of vesting to the date of expiry.

The number of options granted is determined by the directors and takes into account both Company and individual achievements against both qualitative and quantitative criteria.

On 28 June 2002, shareholders approved the adoption of an Employee Share Option Plan.

Unlisted Options issued under the Employee Share Option Plan:

	2021		2020	
		Weighted average exercise price		Weighted average exercise price
	Number	$	Number	$
Balance at the beginning of the financial year (i)	1,075,000	4.60	220,000	2.99
Granted during the year (ii)	755,000	4.91	855,000	5.02
Exercised during the year (iii)	-	-	-	-
Lapsed during the year (iv)	-	-	-	-
Balance at the end of the financial year (v)	**1,830,000**	**4.73**	**1,075,000**	**4.60**
Exercisable at the end of the year	110,000	2.99	82,500	2.99

	Number	Grant date	Expiry date	Exercise Price	Fair value at grant date

21. Directors and employees share option plan (continued)

(i) Balance at the beginning of the year

	Number	Grant date	Expiry date	Exercise Price	Fair value at grant date
2021	220,000	20/06/2018	31/03/2023	$2.99	$61,369
	635,000	19/05/2020	18/05/2025	$4.75	$408,305
	220,000	16/11/2020	16/11/2025	$5.82	$197,134
	1,075,000				**$666,808**
2020	220,000	20/06/2018	31/03/2023	$2.99	$61,369

(ii) Granted during the year

	Number	Grant date	Expiry date	Exercise Price	Fair value at grant date
2021					
Staff options	475,000	15/03/2021	16/03/2026	$5.27	$744,800
Staff options	280,000	22/07/2021	22/07/2026	$4.31	$202,160
	755,000				**$946,960**
2020					
Staff options	635,000	19/05/2020	18/05/2025	$4.75	$408,305
Staff options	220,000	16/11/2020	16/11/2025	$5.82	$197,134
	855,000				**$605,439**

(iii) Exercised during the year

There were no options exercised during the year (2020: nil).

(iv) Lapsed during the year

No Staff options lapsed during the year (2020: nil).

(v) Balance at the end of the financial year

	Number	Grant date	Expiry date	Exercise Price	Fair value at grant date
2021					
Staff options	220,000	20/06/2018	31/03/2023	$2.99	$61,369
Staff options	220,000	16/11/2020	16/11/2025	$5.82	$197,134
Staff options	635,000	19/05/2020	18/05/2025	$4.75	$408,305
Staff options	475,000	15/03/2021	16/03/2026	$5.27	$744,800
Staff options	280,000	22/07/2021	22/07/2026	$4.31	$202,160
	1,830,000				**$1,613,768**
2020					
Staff options	220,000	16/11/2020	16/11/2025	$5.82	$197,134
Staff options	635,000	19/05/2020	18/05/2025	$4.75	$408,305
Staff options	220,000	20/06/2018	31/03/2023	$2.99	$61,369
	1,075,000				**$666,808**

21. Directors and employees share option plan (continued)

These staff options have similar vesting and forfeiture conditions as those issued under the Loan Funded Share Plan summarised in Note 22. The options issued were priced using the Monte Carlo Simulation method model. Where relevant, the expected life used in the model has been adjusted based on management's best estimate for the effects of non-transferability, exercise restrictions and behavioural conditions. Expected volatility is based on the historical share price volatility.

The inputs used in the model for these option grants are summarised in the table below:

Issue date	20/06/2018	19/05/2020	16/11/2020	15/03/2021	22/07/2021
Number of staff options	220,000	635,000	220,000	475,000	280,000
Dividend yield	-	-	-	-	-
Expected volatility (linearly interpolated)	30.00%	40.00%	40.00%	45.00%	45.00%
Risk free interest rate	2.32%	0.40%	0.31%	0.71%	0.58%
Expected life of options	1,745 days *	1,789 days	1,825 days	1,827 days	1,826 days
Grant date share price	$2.91	$4.98	$6.07	$5.37	$4.16
Exercise price	$2.99	$4.75	$5.82	$5.27	$4.31
Fair value of options on grant date:					
Tranche A (50% of options issued)	$0.2885	$0.557	$0.773	$1.370	$0.494
Tranche B (50% of options issued)	$0.2694	$0.729	$1.019	$1.766	$0.950

*These options commenced to vest after 30 June 2020 on the basis of 12.5% of their number each quarter subject to share price and profitability hurdles being achieved.

Staff options carry no rights to dividends and no voting rights.

The difference between the total market value of the options issued during the financial year, at the date of issue, and the total amount received from the employees (nil) is recognised in the financial statements over the vesting period as disclosed in Note 22 to the financial statements.

22. Loan funded share plan

The Board has established an employee incentive scheme known as the Electro Optic Systems Holdings Limited Loan Funded Share Plan (LFSP), pursuant to which fully paid restricted ordinary shares in the Company ("Shares") are acquired by participants ("Participants") of the consolidated entity using a loan made to them by the Company. Shareholders approved the establishment of the LFSP and the participation of directors in the LFSP at the Annual General Meeting held on 24 April 2018.

The loans are limited recourse, interest and fee free and are repayable in full on the earlier of the termination date of the loan (five years) or the date on which the shares are sold in accordance with the terms of the LFSP.

Under the applicable Accounting Standards, the LFSP shares are accounted for as options, which give rise to share based payments.

The Shares are subject to both 'Vesting Conditions' and 'Forfeiture Conditions':

- The vesting conditions are split into two different tranches which are outlined in the tables below. Participants are required to satisfy the Vesting Conditions in order for their Shares to vest.

- While Participants hold their Shares, they will be subject to Forfeiture Conditions and Participants will forfeit their Shares if either they fail to satisfy the Vesting Conditions or they cease to be employed or continue to provide services to the consolidated entity in certain circumstances.

Once the Vesting Conditions have been satisfied, removed or lifted, the Shares vest and Participants may deal with them in accordance with the rules of the LFSP subject to sale restrictions and other legal restrictions (such as under the Company's trading policy).

The Shares will vest at the end of each 'Vesting Period' in the manner set out in the tables below, provided that the following conditions are met:

(a) participants continue to provide services to EOS on each of the vesting dates (or such other date on which the Board makes a determination as to whether the Vesting Conditions have been met);

(b) the performance hurdles set out below are satisfied, which relate to the Company's earnings before income tax (EBIT) and the Company's share price. Notably, EBIT and share price hurdles must both be achieved in order for Shares to vest under each tranche; and

(c) further vesting conditions may apply to individualised arrangements.

If the Vesting Conditions are not satisfied, or if the Board determines that they cannot be satisfied, Directors and selected employees will forfeit their unvested Shares (unless the Board exercises its discretion to permit those Shares to vest in accordance with the terms of the LFSP).

All the ordinary restricted fully paid shares issued have been valued using the Monte Carlo Simulation method model as the shares have a share price hurdle in the vesting conditions. Where relevant, the expected life used in the model has been adjusted based on management's best estimate for the effects of non-transferability, vesting restrictions and behavioural conditions. Expected volatility is based on the historical share price volatility.

22. Loan funded share plan (continued)

The following tables summarise the loan funded shares issued to date:

2018 Loan funded shares:	
Issue date	20 June 2018 (Shareholders approved the participation of directors in the LFSP at the Annual General Meeting (AGM) held on 24 April 2018)
Shares issued	5,180,000 (4,000,000 shares issued to directors and KMP)
Fair Value at issue date	$1,444,963
Dividend yield	-
Expected volatility (linearly interpolated)	30.00%
Risk free interest rate	2.32%
Expected life of options	1,745 days
Issue price	$2.99
Grant date share price	$2.91

Vesting conditions:	**Tranche A: (applies to 50% of the total number of shares to be issued above)**
	Measures and hurdles:
	1. EBIT of $5m for the 12 months ending 31 December 2018 (met); and 2. a Share Price Hurdle of $4.50 by 31 December 2019 (this hurdle must be reached on at least 30 trading days, not necessarily consecutive, by 31 December 2019) (met)
	Vested Shares can be sold after:
	30-Jun-20: (25% of Vested Shares)
	30-Sep-20: (50% of Vested Shares)
	31-Dec-20: (75% of Vested Shares)
	31-Mar-21: (100% of Vested Shares)
	Other conditions and status:
	i. Defence Systems profit exceeds A$8m for 2018 and A$20m for 2019 (met); ii. Space Systems loss does not exceed A$3m for 2018 and A$2m for 2019 (met); iii. Defence Systems production exceeds 275 units for 2018 and 350 units for 2019. The production target for 2019 was originally 400 units, however, was varied by the Board to 350 units in accordance with its discretion and has been met.

22. Loan funded share plan (continued)

2018 Loan funded shares (continued):	
Vesting conditions:	**Tranche B: (applies to 50% of the total number of shares to be issued above)**
	Measures and hurdles
	1. EBIT of $15m for the 12 months ending 31 December 2019; and 2. a Share Price Hurdle of $7.50 by 31 December 2021 (this hurdle must be reached on at least 30 trading days, not necessarily consecutive, by 31 December 2021) *.
	Vested Shares can be sold after:
	30-Jun-22: (25% of Vested Shares)
	30-Sep-22: (50% of Vested Shares)
	31-Dec-22: (75% of Vested Shares)
	31-Mar-23: (100% of Vested Shares)
	Other conditions and status:
	i. The original condition was that Defence Systems profit exceeds A$20m for 2020, however this was removed by the Board in accordance with its discretion due to COVID; ii. Space Systems profit exceeds $1M for 2020 (met)and $3M for 2021 (not met **); iii. Defence Systems production exceeds 272 units for 2020. The production target for 2020 was originally 480 units, however was varied by the Board to 272 units in accordance with its discretion due to COVID and has been met.

* EBIT hurdle for the 12 months ended 31 December 2019 and the share price hurdle of $7.50 by 31 December 2021 were both met.

** As the profit target for 2021 was not met, 117,500 shares issued to employees in Space Systems lapsed on 31 December 2021.

22. Loan funded share plan (continued)

2020 Loan funded shares:				
Issue date	19 May 2020	29 May 2020	10 August 2020	14 October 2020
Shares issued	2,270,000*	2,500,000**	860,000***	150,000
Fair Value at issue date	$1,459,611	$2,463,750	$651,880	$125,925
Dividend yield	-	-		
Expected volatility (linearly interpolated)	40.00%	40.00%	40.00%	40.00%
Risk free interest rate	0.31%	0.34%	0.34%	0.23%
Expected life of options	1,789 days	1,752 days	1,679 days	1,643 days
Issue price	$4.75	$4.92	$5.62	$5.47
Grant date share price	$4.98	$5.68	$5.68	$6.01

Vesting conditions:	**Tranche A: (applies to 50% of the total number of shares to be issued above)**
	Measures and hurdles: A share Price Hurdle of $9.50 by 31 December 2021 (this hurdle must be reached on at least 30 trading days, not necessarily consecutive, by 31 December 2021****).
	Vesting period: The period of 2 calendar years ending 31 December 2021
	Vested Shares can be sold after:
	30-Jun-22: (25% of Vested Shares)
	30-Sep-22:(50% of Vested Shares)
	31-Dec-22: (75% of Vested Shares)
	31-Mar-23: (100% of Vested Shares)
	Other conditions and status:
	i. Six staff members within EM Solutions must achieve an EBIT for EM Solutions of $3m for the year ended 31 December 2020 (met); ii. Eight senior executives including four KMP's originally had EBIT target for the consolidated entity of $27m for the year ended 31 December 2020, however this was removed by the Board as a result of COVID; iii. One executive in the Communications Systems sector has specific project milestones in relation to his project; and iv. Participants in the various sectors have to meet the additional hurdles established by the directors in relation to each sector.

22. Loan funded share plan (continued)

2020 Loan funded shares (continued)	
Vesting conditions:	**Tranche B: (applies to 50% of the total number of shares to be issued above)**
	Measures and hurdles: A Share Price Hurdle of $11.50 by 31 December 2022 (this hurdle must be reached on at least 30 trading days, not necessarily consecutive, by 31 December 2022 *****).
	Vesting period: The period of four calendar years ending 31 December 2023
	Vested Shares can be sold after:
	30-Jun-24: (25% of Vested Shares)
	30-Sep-24:(50% of Vested Shares)
	31-Dec-24: (75% of Vested Shares)
	31-Mar-25: (100% of Vested Shares)
	Other conditions and status:
	i. Six staff members within EM Solutions must achieve an EBIT for EM Solutions Pty Ltd of $3m for the year ended 31 December 2020 (met); ii. Eight senior executives including four KMP's have an EBIT target for the consolidated entity of $36m for the year ended 31 December 2021 (not met ******); iii. One executive in the Communications Systems sector has specific project milestones in relation to his project; and iv. Participants in the various sectors have to meet the additional hurdles established by the directors in relation to each sector.

*580,000 shares issued to KMP.

**All shares issued to Directors following approval at the AGM held on 29 May 2020.

***830,000 shares issued to KMP.

**** This price hurdle date of 31 December 2021 was extended by three years by the Directors on 16 November 2021 for executives and staff. As the price hurdle was not met, 1,250,000 shares issued to Directors lapsed on 31 December 2021.

***** This price hurdle date of 31 December 2022 was extended by three years by the Directors on 16 November 2021 for executives and staff.

******As the EBIT target for the consolidated entity was not met for 2021, 432,500 shares issued to executives lapsed on 31 December 2021.

22. Loan funded share plan (continued)

2021 Loan funded shares:		
Issue date	15 March 2021	31 May 2021
Shares issued	1,185,000*	150,000**
Fair Value at issue date	$2,602,880	$114,750
Dividend yield	-	-
Expected volatility (linearly interpolated)	45%	45%
Risk free interest rate	0.71%	0.71%
Expected life of options	1,827 days	1,491 days
Issue price	$5.27	$4.06
Grant date share price	$5.37	$4.10

Vesting conditions:	**Tranche A: (applies to 50% of the total number of shares to be issued above)**
	Measures and hurdles: A share Price Hurdle of $9.50 by 30 June 2023 (this hurdle must be reached on at least 30 trading days, not necessarily consecutive, by 30 June 2023***).
	Vesting period: The period ending 30 June 2023
	Vested Shares can be sold after:
	30-Jun-23: (25% of Vested Shares)
	30-Sep-23: (50% of Vested Shares)
	31-Dec-23: (75% of Vested Shares)
	31-Mar-24: (100% of Vested Shares)
	Other conditions and status:
	i. Space Systems sector is EBIT positive in 2022 ii. Defence Systems sector is EBIT positive in 2022 iii. Participants in the various sectors have to meet the additional hurdles established by the Directors in relation to each sector.

	Tranche B: (applies to 50% of the total number of shares to be issued above)
	Measures and hurdles: A Share Price Hurdle of $11.50 by 30 June 2025 (this hurdle must be reached on at least 30 trading days, not necessarily consecutive, by 30 June 2025****).
	Vesting period: The period ending 30 June 2025
	Vested Shares can be sold after:
	30-Jun-25: (25% of Vested Shares)
	30-Sep-25:(50% of Vested Shares)
	31-Dec-25: (75% of Vested Shares)
	31-Mar-26: (100% of Vested Shares)
	Other conditions and status:
	i. Space Systems sector is EBIT positive in 2024 ii. Defence Systems sector is EBIT positive in 2024 iii. Participants have to meet the additional hurdles established by the Directors in relation to each sector.

*345,000 shares issued to KMP.

** All shares issued to a Director following approval at the AGM held on 28 May 2021.

*** This price hurdle date of 30 June 2023 was extended by three years by the Directors on 16 November 2021 for executives and staff.

**** This price hurdle date of 30 June 2025 was extended by three years by the Directors on 16 November 2021 for executives and staff.

22. Loan funded share plan (continued)

Other features of the LFSP structure

Shares are held in an employee share trust, on behalf of Participants, until all Vesting Conditions are satisfied in accordance with their terms of issue and the Loan relating to the Shares is repaid in full.

If the Company pays dividends or make capital distributions, the after-tax value of any dividends paid or distributions made to a Participant will be applied to repay the Loan. The balance (i.e., the estimated value of the tax payable by the Participant on the dividend or distribution) is paid to the Participant to allow them to fund their tax liability on the dividend or distribution.

At the end of the period for the Vesting Conditions and subject to continuous employment or engagement of services with the Company, the Partici ,pants are able to dispose of their Shares on repayment of any outstanding Loan balance. However, the Board may impose sale restrictions on the Shares for a period of time after vesting.

There may be circumstances where LFSP participants cease working for the consolidated entity prior to the vesting of their LFSP shares and where participants cease working for the entity after the vesting of their LFSP shares but prior to there being a right of sale of some or all of those vested shares. In either instance, on cessation of employment, the Board has discretion to determine whether the Participant is a Bad Leaver, a Good Leaver or a Leaver and the following provisions apply:

Bad Leaver. All Unvested Loan Funded Shares held by the Participant will be forfeited and any Vested Loan Funded Shares will be disposed of or Bought-back, in each case in accordance with the buy-back rules of the Scheme, if either:

- they remain subject to any Conditions or disposal restrictions;
- they remain held in trust (for any reason); or
- the Loan applicable to those Shares has not been repaid in full.

Good Leaver. Subject to the Board's discretion to determine otherwise (including the discretion to permit some or all Unvested Loan Funded Shares to vest based on its assessment of the circumstances in which the Participant has ceased employment), Unvested Loan Funded Shares will vest pro rata to the proportion of the Vesting Period that has elapsed as at the date on which employment ceases and having regard to the extent to which any Performance Conditions have been achieved (as determined by the Board). The balance of Loan Funded Shares that do not vest will be disposed of or Bought-back, in each case in accordance with the buy-back rules of the Scheme.

Leaver. Unvested Loan Funded Shares will normally be disposed of or Bought-back, in each case in accordance with the buy-back rules of the scheme, subject to the Board’s discretion to permit some or all of those Unvested Loan Funded Shares to vest based on its assessment of the circumstances in which the Participant has ceased employment.

A Good Leaver or Leaver may retain Vested Loan Funded Shares and may deal with any Vested Loan Funded Shares subject to repaying the outstanding Loan balance by the earlier of its expiry date or the date which is three months from the cessation date or twelve months in the case of a Participant who ceases employment due to death.

	Consolidated 31 December 2021 $	31 December 2020 $

23. Reserves

Foreign currency translation	(1,823,365)	(3,167,394)
Employee equity-settled benefits	13,390,414	11,580,036
	11,567,049	8,412,642

Foreign currency translation		
Balance at beginning of financial year	(3,167,394)	(1,061,206)
Translation of foreign operations	1,344,029	(2,106,188)
Balance at end of financial year	(1,823,365)	(3,167,394)

Exchange differences relating to the translation from US dollars, being the functional currency of the consolidated entity's foreign controlled entities in the USA, Euros, being the functional currency of the consolidated entity's foreign controlled entity in Germany, Singaporean dollars, being the functional currency of the consolidated entity's foreign controlled entity in Singapore and Dirham being the functional currency in the United Arab Emirates, into Australian dollars are brought to account by entries made directly to the foreign currency translation reserve. Exchange differences previously accumulated in the foreign currency translation reserve (in respect to translating the net assets of foreign operations) are reclassified to profit or loss on disposal of the foreign operation.

Employee equity-settled benefits		
Balance at beginning of financial year	11,580,036	10,373,224
Share based payment	1,810,378	1,206,812
Balance at end of financial year	13,390,414	11,580,036

The employee equity-settled benefits reserve arises on the grant of share options to directors and executives under the Employee Share Option Plan and Loan Funded Share Plan. Further information about share-based payments to employees is made in Note 22 to the financial statements. Items included in employee equity-settled benefits reserve will not be reclassified subsequently to profit or loss.

24. Accumulated losses

Balance at beginning of financial year	(80,953,486)	(56,550,804)
Net (loss) attributable to members of the parent entity	(13,004,520)	(24,402,682)
Balance at end of financial year	(93,958,006)	(80,953,486)

25. Notes to the cash flow statement

(a) Reconciliation of Cash and cash equivalents
For the purposes of the statement of cash flows, cash includes cash on hand and at call deposits with banks or financial institutions, investments in money market instruments maturing within less than three months and net of bank overdrafts. Cash at the end of the financial year as shown in the statement of cash flows is reconciled to the related items in the statement of financial position as follows:

Cash and cash equivalents – current	59,260,655	65,933,499

25. Notes to the cash flow statement (continued)

(b) Reconciliation of (loss) before income tax to net cash flows from operating activities

	Consolidated 31 December 2021 $	Consolidated 31 December 2020 $
(Loss) before income tax	(4,610,674)	(29,901,050)
Amortisation of intangibles	2,823,476	2,346,628
Equity settled share-based payments	1,810,378	1,206,812
Depreciation and amortisation of property, plant and equipment	3,954,048	3,045,714
Impairment of capital work in progress	1,789,867	
Depreciation of right of use assets	4,984,755	4,165,264
Loss on sale of property, plant and equipment	8,917	299,900
Tax paid	(2,627,129)	(11,968,689)
Foreign exchange movements	(1,544,254)	(41,369)
(Increase)/decrease in assets		
Receivables and contract assets	23,941,960	(92,507,500)
Inventories	(7,271,037)	(13,817,166)
Other assets and prepayments	(6,047,467)	7,736,949
Increase/(decrease) in liabilities		
Provisions	(3,660,661)	5,009,540
Trade and other payables	5,510,163	(8,854,489)
Deferred income	(18,840,888)	24,120,139
Net cash inflows / (outflows) from operating activities	221,454	(109,159,317)

	Consolidated 31 December 2021 $	Consolidated 31 December 2020 $

26. Related party disclosures

(a) Equity interests in related parties

Details of the percentage of ordinary shares held in subsidiaries are disclosed in Note 27.

(b) Key management personnel compensation

The aggregate compensation of the key management personnel of the consolidated entity is set out below:

	31 December 2021 $	31 December 2020 $
Short term benefits	3,456,275	3,318,555
Post-employment benefits	278,380	250,197
Share based payments	998,815	838,886
Long term benefits	303,805	177,631
	5,037,275	4,585,269

(c) Transactions with other related parties

Other related parties include:

- the parent entity;
- associates;
- joint venture partners; and
- subsidiaries.

The consolidated entity did not enter into any transactions with other related parties outside of the ordinary course of business.

(d) Other transactions with key management personnel or director related entities

During the year, the Company paid a total of $105,000 (2020: $140,000) to 4F Investments Pty Limited, a company associated with Mr Fred Bart in respect of directors' fees and superannuation for Fred Bart.

During the year, the Company paid $29,166 (2020: $70,000) to Dennis Corporate Services Pty Limited, a company associated with Mr Ian Dennis in respect of directors' fees and superannuation for Ian Dennis.

During the year, the Company paid $70,000 (2020: $70,000) to GCB Stratos Consulting Pty Limited, a company associated with Mr Geoff Brown in respect of directors' fees and superannuation for Geoff Brown.

During the year, the Company paid $17,500 (2020: $nil) to Technology Innovation Partners Pty Ltd, a company associated with Ms Kate Lundy in respect of directors' fees and superannuation for Kate Lundy.

During the year, the Company paid $90,000 (2020: $216,000) to Dennis Corporate Services Pty Limited, a company associated with Mr Ian Dennis in respect of consulting fees for company secretarial and accounting services.

26. Related party disclosures (continued)

During the year, the Company paid $18,970 (2020: $31,775) to Audio Pixels Holdings Limited, a company of which Fred Bart and Ian Dennis are directors and shareholders in respect of shared Sydney office facilities.

(e) Parent entity

The parent entity in the group is Electro Optic Systems Holdings Limited.

27. Controlled entities

Name of Entity	**Country of Incorp-oration**	**December 2021 %**	**December 2020 %**
Parent Entity			
Electro Optic Systems Holdings Limited (i), (ii)	Australia		
Controlled Entities			
Electro Optic Systems Pty Limited (ii), (iii)	Australia	100	100
EOS Defence Systems Pty Limited (ii), (iii)	Australia	100	100
FCS Technology Holdings Pty Limited (ii)	Australia	100	100
EOS Space Systems Pty Limited (ii)	Australia	100	100
EOS UAE Holdings Pty Limited (ii)	Australia	100	100
EOS Communications Systems Pty Ltd (ii)	Australia	100	100
EM Solutions Pty Ltd (ii), (iii)	Australia	100	100
EOS Loan Plan Pty Ltd (iv)	Australia	-	-
Australian Missile Alliance Pty Ltd (v)	Australia	100	-
EOS Optical Technologies Ltd (vi)	New Zealand	100	-
EOS Space Spectrum LLC	USA	100	100
Spacelink Corporation	USA	100	100
EOS USA, Inc. (Inc in Nevada)	USA	100	100
EOS Technologies, Inc. (Inc in Arizona)	USA	100	100
EOS Defense Systems, Inc (Inc in Arizona)	USA	100	100
EOS Defense Systems USA Inc (Inc in Alabama)	USA	100	100
EOS Advanced Technologies LLC (vii)	UAE	49	49
EOS Optronics GmbH	Germany	100	100
EOS Defense Systems Pte Limited	Singapore	100	100

(i) Electro Optic Systems Holdings Limited is the head entity within the tax-consolidated group.

(ii) These companies form part of the Australian consolidated tax entity.

(iii) These wholly owned subsidiaries have entered into a deed of cross guarantee with Electro Optic Systems Holdings Limited pursuant to *ASIC Corporations (Wholly owned Companies) Instrument 2016/875* and are relieved from the requirement to prepare and lodge an audited financial report.

On 6 April 2018, the parent entity, Electro Optic Systems Holdings Limited entered into a deed of cross guarantee with two of its Australian wholly owned subsidiaries Electro Optic Systems Pty Limited and EOS Defence Systems Pty Limited. On 28 November 2019, the parent entity Electro Optic Systems Holdings Limited entered into a Deed of Assumption which joined EM Solutions Pty Limited as part of the Deed of Cross Guarantee from the effective date of acquisition which was 11 October 2019.

	Consolidated	
	31 December 2021 $	31 December 2020 $

27. Controlled entities (continued)

(iv) EOS Loan Plan Pty Ltd is the trustee of the Loan Funded Share Plan. EOS Loan Plan Pty Ltd was incorporated on 5 December 2019. Electro Optic Systems Holdings Limited has the ability to direct the relevant activities of the entity.

(v) On 2 June 2021, Australian Missile Alliance Pty Ltd was incorporated in Australia with the consolidated entity owning 100% of the issued share capital.

(vi) On 25 November 2021, EOS Optical Technologies Ltd was incorporated in New Zealand with the consolidated entity owning 100% of the issued share capital.

(vii) Whilst the consolidated entity owns less than 50% of the shares, pursuant to the shareholder and related agreements, it has existing rights that give it the ability to direct the relevant activities of the company and is entitled to 80% of company distributions.

Deloitte Touche Tohmatsu is the auditor of the consolidated entity. EOS Defense Systems Pte Limited is audited by Assurance Affiliates, Chartered Accountants in Singapore and EOS Advanced Technologies LLC is audited by M A International Consulting LLC in UAE and are the only entities with a separately appointed statutory auditor.

(a) Consolidated income statement, consolidated statement of financial position and movements in consolidated retained earnings of entities party to the deed of cross guarantee

The consolidated income statement of the entities which are parties to the deed of cross guarantee are:

	2021 $	2020 $
Revenue and other income	206,175,693	184,789,288
Changes in inventories of work in progress and finished goods	4,568,559	(36,809,495)
Raw materials and consumables used	(106,640,032)	(79,358,918)
Employee benefits expense	(41,029,474)	(35,395,800)
Administration expenses	(27,636,751)	(16,336,737)
Amortisation of intangibles	(1,596,533)	(1,596,533)
Interest paid on right of use assets	(1,006,379)	(1,199,353)
Interest on secured borrowings	(975,465)	-
Interest on discounting of the contract asset	(750,123)	-
Depreciation and amortisation of property, plant and equipment	(2,286,740)	(2,109,304)
Depreciation of right of use assets	(3,034,938)	(2,626,573)
Loss on sale of fixed assets	(8,917)	(299,900)
Foreign exchange gains/(losses)	9,907,679	(21,809,465)
Occupancy costs	(1,194,909)	(1,176,656)
Provision for loss on loans to subsidiaries	-	(9,156,651)
Other expenses	(1,831,052)	(2,010,713)
(Loss)/ Profit before income tax	32,660,618	(25,096,810)
Income tax (expense)/ benefit	(9,230,936)	4,693,154
Profit/(Loss) for the year	23,429,682	(20,403,656)

27. Controlled entities (continued)

(b) Consolidated income statement, consolidated statement of financial position and movements in consolidated retained earnings of entities party to the deed of cross guarantee

The consolidated statement of financial position of the entities which are parties to the deed of cross guarantee:

	Consolidated	
	31 December 2021 $	31 December 2020 $
CURRENT ASSETS		
Cash and cash equivalents	48,813,906	63,385,562
Trade and other receivables	21,299,620	35,438,666
Current tax asset	195,928	-
Contract assets	106,539,102	124,464,309
Inventories	69,080,037	60,943,278
Other	17,125,196	11,482,807
TOTAL CURRENT ASSETS	263,053,789	295,714,622
NON-CURRENT ASSETS		
Trade and other receivables	-	2,063,782
Contract asset	21,244,607	13,364,149
Loans to subsidiaries	83,724,407	25,219,459
Other	-	956,073
Deferred tax assets	4,506,193	11,342,664
Security deposit	22,557,678	13,102,140
Loan to associate	2,513,380	2,391,940
Right of use asset	20,490,035	16,553,740
Goodwill	14,878,316	14,878,316
Intangible assets	14,042,634	15,639,168
Property, plant and equipment	27,203,231	19,363,984
TOTAL NON-CURRENT ASSETS	211,160,481	134,875,415
TOTAL ASSETS	474,214,270	430,590,037
CURRENT LIABILITIES		
Trade and other payables	33,360,521	49,492,514
Current tax liabilities	-	36,736
Secured borrowings	34,448,384	-
Lease liabilities	2,582,286	2,043,059
Provisions	11,733,803	13,716,579
TOTAL CURRENT LIABILITIES	82,124,994	65,288,888
NON-CURRENT LIABILITIES		
Lease liabilities	6,828,535	15,341,106
Provisions	19,070,444	9,258,350
TOTAL NON-CURRENT LIABILITIES	25,898,979	24,599,456
TOTAL LIABILITIES	108,023,973	89,888,344
NET ASSETS	366,190,297	340,701,693
EQUITY		
Issued capital	413,727,547	413,479,003
Reserves	13,390,414	11,580,036
Accumulated losses	(60,927,664)	(84,357,346)
TOTAL EQUITY	366,190,297	340,701,693

	Consolidated	
	31 December 2021 $	31 December 2020 $

27. Controlled entities (continued)

(b) Consolidated income statement, consolidated statement of financial position and movements in consolidated retained earnings of entities party to the deed of cross guarantee (continued)

The consolidated accumulated losses of the entities which are party to the deed of cross guarantee are:

	31 December 2021 $	31 December 2020 $
Balance at the start of the year	(84,357,346)	(63,953,690)
Add		
Net profit/(loss) for the year	22,429,682	(20,403,656)
Balance at end of the year	(60,927,664)	(84,357,346)

28. Joint operations

The consolidated entity is party to a joint operation. The consolidated entity has a share in the operation based on capital contributions that entitles it to a proportionate share of revenue earned from the operation. The operation is not yet active.

29. Financial risk management objectives and policies

The consolidated entity's principal financial instruments comprise receivables, payables, contract assets, borrowings, finance leases, cash and short-term deposits. These instruments expose the consolidated entity to a variety of risks that it must manage including, market risk (such as currency risk, fair value interest rate risk and price risk), credit risk, liquidity risk and cash flow interest rate risk.

The consolidated entity does not use derivative financial instruments to hedge these risk exposures.

The directors consider that the carrying amount of financial assets and liabilities recognised in these financial statements approximate their fair values.

Risk Exposures and Responses

(a) Interest rate risk

The consolidate entity's exposure to market interest rates relates primarily to the consolidated entity's cash holdings.

At balance date the consolidated entity had the following mix of financial assets exposed to interest rate risk that are not designated in cash flow hedges:

	Consolidated	
	2021	**2020**
	$	**$**
Financial assets		
Cash and cash equivalents	59,260,655	65,933,499
Security deposits	21,871,032	12,313,468
	81,131,687	78,246,967

At balance date the consolidated entity had financial liabilities with a fixed rate of interest. These liabilities therefore do not introduce an exposure to movement in interest rates.

Financial Liabilities		
Borrowings	34,448,384	-
	34,448,384	-

The consolidated entity constantly analyses its interest rate exposure. Within this analysis consideration is given to potential renewals of existing positions, alternative financing and the mix of fixed and variable interest rates.

At 31 December 2021, if interest rates had moved as illustrated in the table below, with all other variables held constant, post tax (loss) and equity would have been affected as follows:

Judgements of reasonably possible movements	Post Tax (Loss) Higher/(Lower)		Equity Higher/(Lower)	
	2021	2020	2021	2020
	$	$	$	$
Consolidated				
+1% (100 basis points)	567,922	547,729	567,922	547,729
-0.1% (10 basis points)	(56,792)	(54,773)	(56,792)	(54,773)

The movements in profits are due to lower interest rates on cash balances.

29. Financial risk management objectives and policies (continued)

(b) Foreign currency risk

The consolidated entity's financial results can be significantly affected by movements in the US$/A$ exchange rates. There are also exposures to Singapore dollars from operations in that country. Exchange rates are managed within approved policy parameters using natural hedges and no derivatives are used.

The consolidated entity also has transactional currency exposures. Such exposures arise from sales or purchases by an operating entity in currencies other than the functional currency.

The policy of the consolidated entity is to convert surplus foreign currencies to Australian dollars. The consolidated entity also holds cash deposits in US dollars to secure US dollar bank guarantees and performance bonds to overseas customers.

At 31 December 2021, the consolidated entity had the following exposure to US$ foreign currency:

	Consolidated	
	2021	**2020**
	A$	**A$**
Financial assets		
Cash and cash equivalents	41,183,065	6,905,482
Security deposits	26,925,341	15,777,649
Contract asset	117,056,589	137,897,050
Trade and other receivables	4,556,516	25,794,723
	189,721,511	186,374,904
Financial liabilities		
Lease liabilities	7,104,211	3,632,322
Trade and other payables	20,756,245	3,270,171
	27,860,456	6,902,493
Net exposure	161,861,055	179,472,411

All US$ denominated financial instruments were translated to A$ at 31 December 2021 at the exchange rate of 0.7261 (2020: 0.7707).

At 31 December 2021 and 2020, had the Australian Dollar moved as illustrated in the table below, with all other variables held constant, post tax profit and equity would have been affected as follows:

Judgements of reasonably possible movements	Post Tax Profit Higher/(Lower)		Equity Higher/(Lower)	
	2021	2020	2021	2020
	$	$	$	$
Consolidated				
AUD/USD +10%	(10,901,081)	(11,420,972)	(10,901,081)	(11,420,972)
AUD/USD -5%	6,311,152	6,612,141	6,311,152	6,612,141

29. Financial risk management objectives and policies (cont)

At 31 December 2021, the consolidated entity had the following exposure to Singapore $ foreign currency

	Consolidated 2021 $	2020 $
Financial assets		
Cash and cash equivalents	1,024,911	138,926
Trade and other receivables	1,469,650	61,972
	2,494,561	200,268
Financial liabilities		
Trade and other payables	320,748	83,566
Lease liabilities	1,081,129	91,485
	1,401,877	175,051
Net exposure	1,092,684	25,217

All Singapore $ denominated financial instruments were translated to A$ at 31 December 2021 at the exchange rate of 1.0207 (2020: 1.0187).

At 31 December 2021 and 2020, had the Australian Dollar moved as illustrated in the table below, with all other variables held constant, post tax profit and equity would have been affected as follows:

Judgements of reasonably possible movements	Post Tax Profit Higher/(Lower) 2021 $	2020 $	Equity Higher/(Lower) 2021 $	2020 $
Consolidated				
AUD/SING +10%	93,834	(2,128)	93,834	(2,128)
AUD/SING -5%	(23,263)	569	(23,263)	569

Management believes the balance date risk exposures are representative of risk exposure inherent in financial instruments.

As noted, foreign currency transactions entered into during the financial year are managed within approved policy parameters using natural hedges. The directors do not consider that the net exposure to foreign currency transactions is material after considering the effect of natural hedges.

(c) Credit risk management

Credit risk refers to the risk that a counterparty will default on its contractual obligations, resulting in a financial loss to the consolidated entity. The consolidated entity has adopted a policy of only dealing with creditworthy counterparties.

The credit risk on liquid funds is limited because the counterparties are banks with high credit-ratings from international credit agencies.

29. Financial risk management objectives and policies (continued)

(d) Liquidity risk management

The consolidated entity or group's approach to managing liquidity risk is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due.

Ultimate responsibility for liquidity risk management rests with the board of directors, which has built an appropriate risk management framework for the management of the consolidated entity's short, medium and long term funding and liquidity requirements. The consolidated entity manages liquidity by maintaining adequate cash reserves, continuously monitoring forecast and actual cash flows and managing the maturity profiles of financial assets.

Liquidity and interest tables

The following tables detail the consolidated entity's remaining contractual maturity for its non-derivative financial liabilities. The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the consolidated entity can be required to pay. The table includes both interest and principal cash flows.

Consolidated	Weighted average effective interest rate %	Less than 1 month $	1-3 months $	3 months to 1 year $	1-5 years $
2021					
Borrowings	9%			34,448,384	
Trade payables and accruals	-	8,449,530	10,138,708	16,782,525	-
2020					
Trade payables and accruals	-	6,146,264	7,324,987	12,207,759	-

The following tables detail the consolidated entity's remaining contractual maturity for its non-derivative financial assets. The tables have been drawn up based on the undiscounted contractual maturities of the financial assets including interest that will be earned on these assets except where the Company/Consolidated entity anticipates that the cash flow will occur in a different period.

29. Financial risk management objectives and policies (continued)

Consolidated	Weighted average effective interest rate %	Less than 1 month $	1-3 months $	3 months to 1 year $	1-5 years $
2021					
Non-interest bearing					
Cash and cash equivalent	-	43,475,826	-	-	-
Receivables	-	16,867,521	5,458,791	64,801	-
Contract asset	-	-	-	106,843,848	22,093,130
Fixed interest rate instruments	0.04%	15,784,829	-	-	-
		76,128,176	5,458,791	106,908,649	22,093,130
2020					
Non-interest bearing					
Cash and cash equivalent	-	5,771,383	-	-	-
Receivables	-	17,171,569	3,903,270	13,268,299	2,063,782
Contract asset	-	-	-	124,532,902	13,650,032
Fixed interest rate instruments	0.08%	60,166,131	-	-	-
		83,109,083	3,903,720	137,801,201	15,713,814

(e) Price risk

The consolidated entity's exposure to commodity price risk is minimal. The consolidated entity does not make investments in equity securities.

(f) Categories of financial assets and liabilities

	Consolidated 31 December 2021 $	Consolidated 31 December 2020 $
<u>Financial assets</u>		
Amortised cost		
Cash and cash equivalents	59,260,655	65,933,499
Trade and other receivables	23,533,145	37,874,583
Contract asset	128,296,529	137,897,050
Security deposits	28,140,759	16,671,414
Loan to associate	2,513,380	2,391,940
Total at amortised cost	241,744,468	260,768,486
Current	189,637,648	226,277,202
Non-current	52,106,820	34,491,284

	Consolidated	
	31 December 2021 $	31 December 2020 $
Financial liabilities		
Interest bearing loans and borrowings		
Secured borrowings	34,448,384	–
Lease liabilities	30,023,866	21,107,973
Total interest bearing loans and borrowings	64,472,250	21,107,973
Current	39,608,231	3,442,031
Non-current	24,864,019	17,665,942
Debt instruments at amortised cost		
Trade and other payables	43,036,517	52,235,653
Provisions	21,427,355	24,405,826
Total debt instruments at amortised cost	64,463,872	76,641,479
Current	57,214,981	67,334,727
Non-current	7,248,891	9,306,752

(g) Commodity price risk

The consolidated entity's exposure to commodity price risk is minimal. The consolidated entity does not make investments in equity securities.

30. Details of Associates

Name of Entity:	AEI Air (Holdings) Limited
Place of incorporation:	United Kingdom
Principal place of business:	1 Kings Ride Park Ascot Berkshire SL5 8AP UK
Principal activity:	Defence products
Deemed percentage holding:	The consolidated entity holds unsecured convertible notes, which are convertible into shares representing a 49% equity interest.
Aggregate share of net profits/ (losses)	Nil – The investment in the associate is debt in nature and therefor the consolidated entity does not have a share in any profit/(loss).

Please refer to Note 10 for additional information.

The above associate is accounted for using the policy outlined in Note 1(z).

31. Segment Information

AASB 8 requires operating segments to be identified on the basis of internal reports about components of the consolidated entity that are regularly reviewed by the chief operating decision maker in order to allocate resources to the segment and to assess performance.

The consolidated entity operates in Australia, USA, Singapore, UAE and Germany in the development, manufacture and sale of telescopes and dome enclosures, laser satellite tracking systems, the manufacture of electro-optic fire control systems and the design and manufacturing of microwave satellite dishes and receivers.

Product and Services within each Segment

Space Systems
EOS Space Systems has a range of ground products available to support the burgeoning Australian and international space markets. This includes significant investments into passive optical and laser sensing equipment at both its Mt Stromlo and Learmonth sites, which ideally positions the company to be a major contributor to the next generation of space tracking.

EOS also provides manufacturing and supply of various telescopes and dome enclosures for customers around the world. EOS Space Systems astrometric products are the equipment of choice for providing reliable and high-quality optical systems under demanding environmental conditions.

Defence Systems
EOS develops, manufactures and markets advanced fire control, surveillance, and weapon systems to approved military customers. These products either replace or reduce the role of a human operator for a wide range of existing and future weapon systems in the US, Australasia, Middle East and other markets.

Communication Systems
EOS specialises in innovative optical, microwave and on-the-move radio and satellite products that help to deliver high speed, resilient and assured telecommunications anywhere in the world. Developments in EOS laser technology has opened aligned markets in space optical communications and various high power laser applications. Several large government programs are currently undergoing procurement activities in this area which have the opportunity to transform the business.

	Consolidated 31 December 2021 $	Consolidated 31 December 2020 $

31. Segment information (continued)

	31 December 2021 $	31 December 2020 $
Segment Revenues		
Communications	23,295,268	19,530,971
Space	4,519,904	4,304,097
Defence	184,515,476	156,347,298
Total of all segments	212,330,648	180,182,366
Segment Results		
Communications	(21,183,809)	(2,518,270)
Space	(3,887,734)	1,000,140
Defence	24,736,666	(24,824,330)
Total of all segments	(334,877)	(26,342,460)
Unallocated holding company costs	(4,275,797)	(3,558,590)
(Loss)/ Profit before income tax expense	(4,610,674)	(29,901,050)
Income tax benefit/ (expense)	(9,230,936)	4,693,154
(Loss) for the year	(13,841,610)	(25,207,896)

The revenue reported above represents revenue from external customers. During the period there were intersegment sales of $1,795,263. There were no discontinued operations during the period.

The consolidated entity had two customers who each provided in excess of 10% of consolidated revenue. The customers are within the Defence segment and provided combined revenue of $133,889,632.

Segment Assets and Liabilities

	Assets		Liabilities	
	31 December 2021 $	31 December 2020 $	31 December 2021 $	31 December 2020 $
Communications	60,571,113	32,432,251	29,326,721	13,836,505
Space	5,664,758	4,806,956	4,525,401	2,380,589
Defence	304,454,687	317,536,577	95,084,000	81,569,094
Total all segments	370,690,558	354,775,784	128,936,122	97,786,188
Unallocated cash and security deposit	87,401,414	82,604,913	-	-
Consolidated	458,091,972	437,380,697	128,936,122	97,786,188

Assets used jointly by reportable segments are allocated on the basis of the revenue earned by the individual reportable segments.

31. Segment information (continued)

Other Segment Information

	Depreciation, impairment and amortisation of segment assets		Acquisition of segment assets	
	31 December 2021 $	31 December 2020 $	31 December 2021 $	31 December 2020 $
Communications	6,274,637	3,425,588	21,782,084	5,718,871
Space	429,770	61,084	118,264	2,313,561
Defence	3,830,211	4,387,324	11,103,692	16,521,895
Total all segments	10,534,618	7,873,996	33,004,040	24,554,327
Unallocated management	3,017,528	1,683,610	-	-
Consolidated	13,552,146	9,557,606	33,004,040	24,554,327

Information on Geographical Segments

31 December 2021

Geographical Segments	Revenue from External Customers $	Segment Assets* $	Acquisition of Segment Assets $
Australasia	127,885,297	82,939,853	11,481,373
Middle East - United Arab Emirates	71,761,229	1,765,419	130,763
Middle East - other	33,476	-	-
North America	7,529,526	31,961,982	21,391,904
Europe	5,121,120	2	-
Total	212,330,648	116,667,256	33,004,040

31 December 2020

Geographical Segments	Revenue from External Customers $	Segment Assets* $	Acquisition of Segment Assets $
Australasia	52,631,195	68,913,417	17,697,790
Middle East - United Arab Emirates	107,816,575	2,482,860	486,856
Middle East - other	1,345,322	-	-
North America	10,293,815	12,473,769	6,369,681
Europe	8,095,459	1	-
Total	180,182,366	83,870,047	24,554,327

*Segment Assets reflects the requirements of AASB 8.33 (b) and reflect only non-current assets other than financial instruments and deferred tax assets.

32. Parent entity disclosure

	31 December 2021	31 December 2020
	$	$
Financial position		
Assets		
Current assets	7,951,125	53,442,438
Non-current assets	264,975,814	195,314,394
Total assets	272,926,939	248,756,832
Liabilities		
Current liabilities	35,977,498	1,412,877
Non-current liabilities	-	-
Total liabilities	35,977,498	1,412,877
Net assets	236,949,441	247,343,955
Equity		
Issued capital	413,727,547	413,479,003
Reserves	13,390,414	10,526,740
(Accumulated losses)	(190,168,520)	(176,661,788)
Total equity	236,949,441	247,343,955
Financial performance		
(Loss) for the period	(13,506,732)	(31,789,014)
Other comprehensive income		-
	(13,506,732)	(31,789,014)

Guarantees entered into by the parent entity in relation to the debts of its subsidiaries

Guarantee provided under the deed of cross guarantee	108,706,167	89,888,344

Electro Optic Systems Holdings Limited entered into a deed of cross guarantee on 6 April 2018 with two of its wholly owned subsidiaries. Electro Optic Systems Pty Limited and EOS Defence Systems Pty Limited. On 28 November 2019, EM Solutions Pty Limited entered into an Assumption Deed and became a party to the Deed of Cross Guarantee.

33. Contingent liabilities and commitments

(a) Entities within the consolidated entity are involved in contractual disputes in the normal course of contracting operations. The directors believe that the entities within the consolidated entity can settle any contractual disputes with customers and should any customers commence legal proceedings against the Company, the directors believe that any actions can be successfully defended. As at the date of this report no legal proceedings have been commenced against any entity within the consolidate entity.

(b) The consolidated entity executed an offset agreement in relation to an overseas defence contract for an amount of US$16,133,925 (A$22,219,579) secured by an offset bond for the full amount. The offset bond is guaranteed by Export Finance Australia under a Bond Facility Agreement and is secured by a cash security deposit of US$3,226,785 (A$4,443,916) and a fixed and floating charge over the assets of the consolidated entity.

(c) The consolidated entity maintains a performance bond for US$31,635,147 (A$43,567,801) in relation to an overseas defence sector contract. The performance bond is guaranteed by Export Finance Australia under a Bond Facility Agreement and is secured by a cash security deposit of US$12,654,055 (A$17,427,116) and a fixed and floating charge over the assets of the consolidated entity.

(d) The consolidated entity maintains a performance bond for US$3,670,000 (A$5,054,310) in relation to a spectrum licence granted by the US Federal Communications Commision (FCC). This bond is established through a surety bond with RLI Insurance Company, fully secured by a cash security deposit.

(e) Electro Optic Systems Holdings Limited entered into a deed of cross guarantee on 6 April 2018 with two of its wholly owned subsidiaries, Electro Optic Systems Pty Limited and EOS Defence Systems Pty Limited, pursuant to ASIC Corporations (wholly owned companies) Instrument 2016/785 and relieved from the requirement to prepare and lodge an audited financial report. On 28 November 2019, EM Solutions Pty Ltd entered into an Assumption Deed and became a party to the Deed of Cross Guarantee.

(f) Electro Optic Systems Pty Limited, a wholly owned subsidiary of Electro Optic Systems Holdings Limited, has entered into an Unsecured Convertible Note Deed with the vendors of AEI Air (Holdings) Limited and others to advance funds up to GBP2,000,000 as a series of convertible notes which will entitle Electro Optic Systems Pty Limited to convert these convertible notes, when advanced in full, to acquire 49% of the equity in AEI Air (Holdings) Limited. Electro Optic Systems Pty Limited has also entered into a Put and Call Option Deed with the vendors of AEI Air (Holdings) Limited to acquire a further 49% from the vendors of AEI Air (Holdings) Limited based on a profitability formula over the period from 1 January 2019 to 31 December 2022 and meeting various milestones. The Put and Call Option Deed also includes provisions for Electro Optic Systems Pty Limited to make vendor loans of up to GBP1,714,500 to the vendors of AEI Air (Holdings) Limited which are fully repayable should the Put and Call Option not be exercised. Where the Put and Call Option is exercised the loans are able to offset the exercise price on settlement. At the date of this report GBP1,500,000 has been advanced under the Unsecured Convertible Note Deed and no amounts have been advanced to the vendors under the Put and Call Option Deed at their request. Electro Optic Systems Pty Limited holds no direct equity in AEI Air (Holdings) Limited at the date of this report.

The consolidated entity maintains cash deposits with banks and financial institutions as security for various performance and rental bonds. The detail of such cash deposits is as per below:

	Consolidated 2021 $	2020 $
Offset bond for a defence contract	4,443,916	-
Performance bond for a defence contract	17,427,116	12,313,468
Performance bond for SpaceLink's satellite launch	5,054,310	3,464,181
Rental bonds	1,215,417	893,765
	28,140,759	16,671,414

34. Subsequent Events

On 23 February 2022 SpaceLink Corporation ('SpaceLink'), a wholly owned subsidiary of the consolidated entity, executed two agreements with OHB System AG ('OHB'):

(a) A Deed of Agreement which finalised the amounts due to OHB under the Authority to Proceed contract which was entered into between the parties on 15 October 2021 and ran to 14 December 2021.

An amount of US$3,000,000 (A$4,131,588) has been recorded as a liability in other payables as at 31 December 2021 representing the full and final settlement of all amounts due to OHB for that period.

The amount of US$3,000,000 (A$4,131,588) has also been recorded as an addition to capital work in progress as at 31 December 2021, representing the value of the foreground IP and materials developed by or procured by OHB using these funds and transferred to SpaceLink.

(b) A Heads of Agreement which sets out the contractual relationship between SpaceLink and OHB going forward relating to the development of Block-1 of the SpaceLink Satellite Data Relay Constellation.

Under this Agreement SpaceLink has agreed to:

i. Pay OHB costs incurred by OHB between 1 January 2022 and 24 February 2022 with third party vendors in respect of potential deliverables for inclusion in Block-1 activity which has now been deferred. The amount payable is up to US$7,000,000 in aggregate.

ii. Offer OHB an agreement to undertake Risk Management Activities in relation to Block-1 over a 15-month period with such agreement to be on a cost-plus basis and initially funded by SpaceLink to US$5,000,000.

On 17 March 2022 EOS announced that it had engaged Greenhill & Co. as financial adviser to assist in undertaking a strategic review, including ensuring all feasible funding options are explored and assessed in the context of the broader range of strategic options for EOS. As at the date of this report no outcome from the strategic review has been determined.

Apart from the above, the Directors are not aware of any significant subsequent events since the end of the financial period and up to the date of this report.

35. Additional Company Information

Electro Optic Systems Holdings Limited is a listed public company in Australia, incorporated in Australia. The company and its subsidiaries operate in Australia, North America, Middle East, Singapore and Germany.

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ELECTRO OPTIC SYSTEMS HOLDINGS LIMITED

ACN 092 708 364
AND CONTROLLED ENTITIES

ASX ADDITIONAL INFORMATION

Additional information required by the Australian Stock Exchange Listing Rules and not disclosed elsewhere in this report.

HOME EXCHANGE

The Company's ordinary shares are quoted on the Australian Stock Exchange Limited under the trading symbol "EOS". The Home Exchange is Sydney.

SUBSTANTIAL SHAREHOLDERS

At 28 March 2022 the following substantial shareholders were registered:

	Ordinary Shares	**Percentage of total Ordinary shares**
EOS Loan Plan Pty Ltd	12,009,375	7.96%
Citicorp Nominees Pty Limited	8,690,548	5.76%

VOTING RIGHTS

At 25 March 2022 there were 18,881 holders of fully paid ordinary shares.

Rule 74 of the Company's Constitution stipulates the voting rights of members as follows:

"Subject to any rights or restrictions for the time being attached to any class or classes of shares and to this Constitution:

(a) on a show of hands every person present in the capacity of a Member or a proxy, attorney or representative (or in more than one of these capacities) has one vote; and

(b) On a poll every person present who is a Member or proxy, attorney or Representative has member present has:

i) For each fully paid share that the person holds or represents – one vote; and

ii) For each share other than a fully paid share that the person holds or represents – that proportion of one vote that the amount paid (not credited) on the shares bears to the total amount paid and payable on the share (excluding amounts credited)."

ASX ADDITIONAL INFORMATION (Cont)

OTHER INFORMATION

In accordance with Listing Rule 4.10.19, the Company has used the cash and assets in a form readily convertible to cash that it had at the time of admission in a way consistent with its business objectives.

The Company has a sponsored Level 1 American Depositary Receipt (ADR) program on the Over-The-Counter (OTC) market in the USA with the ADR ticker symbol of EOPSY. The ration of ADR's to Ordinary shares is 1:5 and the CUSIP Number is 28520B1070. The local custodian is National Australia Bank Limited and the US Depositary Bank is BNY Mellon.

DISTRIBUTION OF SHAREHOLDINGS

At 28 March 2022 the distribution of shareholdings were:

Range	Ordinary Shareholders	Number of Shares	Percentage of Shares
1-1,000	10,386	4,434,889	2.94
1,001 – 5,000	5,816	14,420,337	9.56
5,001 – 10,000	1,372	10,313,201	6.83
10,001 – 100,000	1,177	30,988,608	20.53
100,001 and over	130	90,757,194	60.14
	18,881	150,914,229	100.00%

There were 2,493 ordinary shareholders with less than a marketable parcel.

There is no current on-market buy-back.

TWENTY LARGEST ORDINARY SHAREHOLDERS

At 28 March 2022 the 20 largest ordinary shareholders held 43.29% of the total issued fully paid quoted ordinary shares of 150,914,229.

Rank	Shareholder	Fully Paid Ordinary Shares	Percentage of Total
1	EOS Loan Plan Pty Ltd	12,009,375	7.96%
2	Citicorp Nominees Pty Limited	8,690,548	5.76%
3	Washington H Soul Pattinson & Company	7,225,946	4.79%
4	HSBC Custody Nominees (Australia) Limited	5,202,995	3.45%
5	N & J Properties Pty Ltd	4,348,530	2.88%
6	JP Morgan Nominees Australia Pty Limited	3,763,482	2.49%
7	Brazil Farming Pty Ltd	2,832,129	1.88%
8	Technology Transformations Pty Limited	2,758,662	1.83%
9	UBSs Nominees Pty Ltd	2,594,603	1.72%
10	CS Third Nominees Pty Limited	2,242,531	1.49%
11	BNP Paribas Nominees Pty Ltd	2,100,785	1.39%
12	BNP Paribas Nominees Pty Ltd	1,860,910	1.23%
13	Buttonwood Nominees Pty Ltd	1,780,570	1.18%
14	Capitol Enterprises Limited	1,550,000	1.03%
15	A & D Wire Limited	1,457,276	0.97%
16	Brispot Nominees Pty Ltd	1,301,090	0.86%
17	Technology Investments Pty Ltd	1,216,477	0.81%
18	Bundarra Trading Company Pty Ltd	1,005,173	0.67%
19	Mr Peter Donald Bradley	700,000	0.46%
20	KAM Superannuation Fund Pty Ltd	693,000	0.46%
		65,334,082	43.29%