#### **ORBIT TECHNOLOGIES LTD.**

### CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

# AS OF SEPTEMBER 30, 2019

#### **U.S. DOLLARS IN THOUSANDS**

#### UNAUDITED

#### INDEX

	Page
Auditors' Letter	2
Consolidated Balance Sheets	3 - 4
Consolidated Statements of Income	5
Consolidated Statements of Comprehensive Income	6
Consolidated Statements of Changes in Equity	7 – 9
Consolidated Statements of Cash Flows	10 - 11
Note to Consolidated financial Statements	12



Kost Forer Gabbay & Kasierer 144 Menachem Begin Road, Building A, Fax: +972-3-5622555 Tel-Aviv 6492102, Israel

Tel: +972-3-6232525 ey.com

To: Orbit Technologies Ltd.

We have reviewed the financial information of Orbit Technologies Ltd. and its subsidiaries ("the Group"), which comprises the condensed consolidated balance sheet as of September 30, 2019 and 2018 and the related condensed consolidated statements of income, comprehensive income, changes in equity and cash flows for the nine and three months periods then ended in accordance with Review Standard 1 of the Institute of Certified Public Accountants in Israel.

Based on our review, in our review report dated November 21, 2019, we stated that nothing came to our attention that caused us to believe that the abovementioned interim financial information was not prepared, in all material respects, in accordance with IAS 34.

The accompanying financial information, which is derived from the abovementioned financial information, is condensed financial information and does not include disclosures required by IAS 34. If the omitted disclosures were included in the accompanying financial information, they might influence the user's conclusions about the consolidated financial position, results of operations and cash flows of the Company and subsidiaries. Accordingly, the accompanying financial information is not designed for those who are not informed about such matters.

Tel-Aviv, Israel November 21, 2019 KOST FORER GABBAY & KASIERER A Member of Ernst & Young Global

## **CONSOLIDATED BALANCE SHEETS**

	Septem	ber 30,	December 31,		
	2019	2018	2018		
	Unau	dited	Audited		
	U.S.	dollars in the	housands		
ASSETS					
CURRENT ASSETS:					
Cash and cash equivalents	12,004	9,637	12,013		
Short-term deposits	18	18	18		
Accounts receivable	10,198	12,117	10,581		
Other accounts receivable	720	1,091	580		
Inventories	8,545	8,389	7,493		
Amounts due for construction contracts	4,921	5,813	4,415		
	36,406	37,065	35,100		
NON-CURRENT ASSETS:					
Long-term prepaid and a restricted cash in respect of					
right to use asset	192	11	192		
Fixed assets	5,283	5,143	4,900		
Intangible assets	5,796	5,572	5,769		
Deferred taxes	632	594	579		
	11,903	11,320	11,440		
	48,309	48,385	46,540		

# CONSOLIDATED BALANCE SHEETS

	Septeml	oer 30,	December 31,
	2019	2018	2018
	Unauc	lited	Audited
	U.S.	dollars in thou	isands
LIABILITIES AND EQUITY			
CURRENT LIABILITIES:			
Current maturities of convertible bonds	2,446	2,424	2,434
Trade payables	7,413	6,314	5,565
Income taxes payable	6	35	65
Other accounts payable	11,109	12,474	11,249
	20,974	21,247	19,313
NON-CURRENT LIABILITIES:			
Liability for Government grants	838	594	839
Employee benefit liability	579	596	463
Convertible bonds	-	2,424	2,434
Lease payments liability	583	482	182
Deferred taxes	17	29	27
	2,017	4,125	3,945
EQUITY:			
Share capital	5,758	5,753	5,758
Paid-in capital	15,906	15,862	15,890
Warrants	1,904	1,904	1,904
Retained earnings (loss)	1,765	(553)	(428)
Reserve for share-based payment	989	918	997
Proceeds from conversion option	10	20	20
Foreign currency translation adjustments	(563)	(422)	(471)
Reserve for defined benefit plans	416	398	479
Treasury shares	(867)	(867)	(867)
Total equity	25,318	23,013	23,282
	48,309	48,385	46,540

November 21, 2019			
Date of approval of the	Y. Gat	M. Dudek	R. Ben-Haim
financial statements	Chairman of the Board and CEO	CEO Deputy and CFO	Director

### CONSOLIDATED STATEMENTS OF INCOME

	Nine mont Septemb		Three mon Septem		Year ended December 31,
	2019	2018	2019	2018	2018
		Unau	ıdited	Audited	
	U.S. d	lollars in t	housands (ex	cept per sl	nare data)
Revenues from sales and contracts performed	38,447	32,370	13,306	12,103	44,530
Cost of sales and contracts performed	26,379	,	9,271	12,103 8,190	30,963
Cost of sales and contracts performed	20,379	22,529	9,271	8,190	30,903
Gross profit	12,068	9,841	4,035	3,913	13,567
Research and development costs, net	2,722	3,012	782	1,005	4,221
Selling and marketing expenses	3,653	3,210	1,176	1,086	4,341
General and administrative expenses	2,888	2,786	801	1,110	3,991
		_,,		-,	
Operating profit	2,805	833	1,276	712	1,014
Finance income	379	352	143	20	516
Finance expenses	947	527	267	146	658
	·				
Profit before taxes on income	2,237	658	1,152	586	872
Income tax expense	44	42	12	7	132
-					
Net profit	2,193	616	1,140	579	741
Net profit per share attributable to equity					
holders of the Company (in U.S.					
dollars): Pagia profit por chara	0.136	0.038	0.071	0.036	0.046
Basic profit per share					
Diluted profit per share	0.123	0.038	0.066	0.036	0.042

## CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

	Nine mont Septeml		Three mon Septem		Year ended December 31,		
	2019	2018	2019	2018	2018		
		Unau	ıdited	Audited			
		U.S.	dollars in th	nousands			
Net profit (loss)	2,193	616	1,140	579	741		
Other comprehensive income (loss) (net of tax effect):							
Actuarial loss from defined benefit plans Foreign currency translation adjustments	(63)	-	(38)	-	81		
of foreign operation	(92)	(84)	(70)	(17)	(133)		
Total other comprehensive income	(155)	(84)	(108)	(17)	(52)		
Total comprehensive loss	2,038	532	1,032	562	689		

### CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY

	Equity attributable to equity holders of the Company												
	Share capital	Paid-in capital	Warrants	Retained earnings	Reserve for share-based payment	Foreign currency translation adjustments Unaudited	Proceeds from conversion option	Reserve for defined benefit plans	Treasury shares	Total equity			
	U.S. dollars in thousands												
Balance at January 1, 2019 (audited) Net profit Other comprehensive income (loss)	5,758	15,890	1,904	(428) 2,193	997	(471) (92)	20	479 (63)	(867)	23,282 2,193 (155)			
Total comprehensive loss (loss) Exercise of warrants into shares Forfeiture of Options Cost of share based-payment	*)-	2 14	-	2,193	(2) (4) (2)	(92)	(10)	(63)	- - -	2,038			
Balance at September 30, 2019	5,758	15,906	1,904	1,765	989	(563)	10	416	(867)	25,318			

\*) Less than 1 thousands.

	Equity attributable to equity holders of the Company											
	Share capital	Paid-in capital	Warrants	Retained earnings	Reserve for share-based payment	Foreign currency translation adjustments Unaudited	Proceeds from conversion option	Reserve for defined benefit plans	Treasury shares	Total equity		
	U.S. dollars in thousands											
Balance at January 1, 2018 (audited) Net profit Other comprehensive income (loss)	5,734	15,746	1,904	(1,169) 616	876	(338)	30	398	(867)	22,314 616 (84)		
Total comprehensive loss (loss)				616		(84)				532		
Exercise of warrants into shares Forfeiture of Options Cost of share based-payment	19	104 12	-	-	(16) (2) 60	-	(10)	-	-	107 60		
Balance at September 30, 2018	5,753	15,862	1,904	(553)	918	(422)	20	398	(867)	23,013		

### CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY

	Equity attributable to equity holders of the Company											
	Share capital	Paid-in capital	Warrants	Retained earnings	Reserve for share-based payment	Foreign currency translation adjustments	Proceeds from conversion option	Reserve for defined benefit plans	Treasury shares	Total equity		
					U.S. d	Unaudited lollars in thousan	ds					
Balance at July 1, 2019	5,758	15,902	1,904	625	974	(493)	10	454	(867)	24,267		
Net profit Other comprehensive income (loss)			-	1,140		(70)	-	(38)		1,140 (108)		
				1 1 40				(20)		1.022		
Total comprehensive loss (loss)	-	-	-	1,140	-	(70)	-	(38)	-	1,032		
Forfeiture of Options	-	4	-	-	(4)	-	-	-	-	-		
Cost of share based-payment		-		-	19	-	-			19		
Balance at September 30, 2019	5,758	15,906	1,904	1,765	989	(563)	10	416	(867)	25,318		

\*) Less than 1 thousands.

	Equity attributable to equity holders of the Company											
	Share capital	Paid-in capital	Warrants	Retained earnings	Reserve for share-based payment	Foreign currency translation adjustments Unaudited	Proceeds from conversion option	Reserve for defined benefit plans	Treasury shares	Total equity		
	U.S. dollars in thousands											
Balance at July 1, 2018 Net profit Other comprehensive income (loss)	5,746	15,826	1,904	(1,132) 579	877	(405)	20	398	(867)	22,367 579 (17)		
Total comprehensive loss (loss) Exercise of warrants into shares Forfeiture of Options Cost of share based-payment	- 7 -	36	- - -	579 - -	(5) 	(17)			- - -	562 38 - 46		
Balance at September 30, 2018	5,753	15,862	1,904	(553)	918	(422)	20	398	(867)	23,013		

### CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY

	Equity attributable to equity holders of the Company											
	Share capital	Paid-in capital	Warrants	Retained earnings	Reserve for share- based payment	Foreign currency translation adjustment s	Proceeds from conversion option	Reserve for hedges	Reserve for defined benefit plans	Treasury shares	Total equity	
	U.S. dollars in thousands											
Balance at January 1, 2018	5,734	15,746	1,904	(1,169)	876	(338)	30	-	398	(867)	22,314	
Net Income Other comprehensive income (loss)	-	-	-	741	-	(133)	-		81	-	741 (52)	
Total comprehensive loss (loss) Exercise of options into shares Forfeiture of options Cost of share based-payment	24	132	- - -	741	(19) (2) 142	(133)	(10)	- - -	81	- - -	689 137  142	
Balance at December 31, 2018	5,758	15,890	1,904	(428)	997	(471)	20		479	(867)	23,282	

#### CONSOLIDATED STATEMENTS OF CASH FLOWS

	Nine months ended September 30,		Three mon Septeml		Year ended December 31,
	2019	2018	2019	2018	2018
		Unau	ıdited		Audited
		U.S	. dollars in th	ousands	
Cash flows from operating activities:					
Net profit (loss)	2,193	616	1,140	579	741
Adjustments to reconcile loss to net cash provided by operating activities:					
Adjustments to the profit or loss items:					
Depreciation and amortization	2,007	1,861	693	621	2,505
Cost of share-based payment	(2)	60	19	46	142
Income tax expense	44	42	12	7	132
Interest expenses, net	204	371	(57)	69	351
Change in employee benefit liability, net Adjustment to current accounts with	53	-	20	(12)	(38)
foreign operation	40	(10)	82	5	(27)
	2,346	2,324	769	736	3,065
Changes in operating asset and liability items:					
Decrease (increase) in trade receivables Decrease (increase) in amounts due for	383	(1,365)	(1,501)	(3,653)	171
construction contracts Decrease (increase) in other accounts	(507)	(1,042)	884	506	357
receivable	(140)	(265)	6	(121)	245
Decrease (increase) in inventories	(1,052)	(542)	(245)	621	354
Increase (decrease) in trade payables Increase (decrease) in other accounts	1,842	(85)	587	(947)	(838)
payable	(261)	1,978	(460)	1,454	984
	265	(1,321)	(729)	(2,140)	1,273
Cash paid and received during the period for:					
Interest paid	(242)	(303)	(15)	(13)	(475)
Interest received	129	-	39	-	131
Taxes paid	(58)	(33)	(41)	(21)	(45)
	(171)	(336)	(17)	(34)	(389)
Net cash provided by (used in) operating					
activities	4,633	1,283	1,163	(859)	4,690

## CONSOLIDATED STATEMENTS OF CASH FLOWS

	Nine months ended September 30,		Three months ended September 30,		Year ended December 31,
	2019	2018	2019	2018	2018
	Unaudited			Audited	
	U.S. dollars in thousands				
Cash flows from investing activities:					
Purchase of fixed assets Capitalization of research and development	(748)	(664)	(252)	(173)	(930)
costs	(443)	(697)	(96)	(355)	(182)
Proceeds from sale of fixed assets				-	(1,026)
Net cash used in investing activities	(1,191)	(1,361)	(348)	(528)	(2,138)
Cash flows from financing activities:					
Short-term bank credit, net	-	(500)	-	-	(500)
Receipt of Government grants	81	211	-	-	230
Payments for Government grants	(19)	(14)	(11)	(4)	(14)
Payments of convertible bonds	(2,462)	(2,462)	-	-	(2,462)
Payments of lease liability	(968)	(991)	(325)	(323)	(1,313)
Exercise of warrants into shares	2	104	2	35	137
Net cash used in financing activities	(3,366)	(3,652)	(334)	(292)	(3,922)
Translation differences on balances of cash					
and cash equivalents	(85)	22	(46)	(6)	38
Decrease in cash and cash equivalents Cash and cash equivalents at the beginning	(9)	(3,708)	435	(1,685)	(1,332)
of the period	12,013	13,345	11,569	11,322	13,345
Cash and cash equivalents at the end of the					
period	12,004	9,637	12,004	9,637	12,013
Significant non-cash transaction:					
Purchase of fixed assets on suppliers credit	56	73	56	73	76
Recognition of the right of use against a lease liability					
	1,239	-	1,239	-	2,658

#### NOTE 1:- GENERAL

These financial statements have been prepared in a condensed format as of September 30, 2019 and for the nine and three months then ended ("interim financial statements"). These financial statements should be read in conjunction with the Company's annual financial statements as of December 31, 2018 and for the year then ended and accompanying notes ("annual financial statements").