#### **Starcom Plc**

("Starcom" or the "Company")

#### Interim Results

Starcom (AIM: STAR), which specialises in the development of wireless, Internet-Of-Things (IoT) based solutions for the remote tracking, monitoring and protection of a variety of assets, announces its results for the six months ended 30 June 2020.

# **Highlights**

- Revenues decreased by 25% to \$2.3m (H1 2019: \$3.1m)
- Recurring SaaS revenues increased by 16% to \$1.0m (H1 2019: \$0.9m)
- Adjusted EBITDA loss of \$167,000 (H1 2019: profit of \$75,000)
- Gross margin for the period was 33% (H1 2019:41%)
- Cost reductions and a new bank facility providing financial stability through this uncertain period
- Positive signs for improvement in H2 2020
- · Re-engagement with certain clients in Russia and US

### Avi Hartmann, CEO of Starcom, commented:

Lucy Williams/Charles Goodfellow/Eran Zucker

"Although these results are below original expectations we are pleased to have been able to deliver in excess of \$2 million of revenues in a period when the impact of COVID-19 created an unprecedented situation from March onwards, with many of our clients in complete shutdown. Notwithstanding this, we have managed to stabilise the business by maintaining engagement with customers, ensuring that we are able to support both existing customers, and are prepared to respond to both new opportunities and projects that recommence, as business conditions improve."

For Further Information,

Star	com	PIC
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#### **CHAIRMAN'S STATEMENT**

The results for the first half of 2020 reflect the impact of COVID-19 on the business. Sales dropped by 25% in the period, to \$2.34m (H1 2019: \$3.1m), EBITDA showed a loss of \$167,000 (H1 2019: profit of \$75,000) and gross margins decreased to 33% (due to higher logistics and shipment costs).

At the beginning of the year, our expectations for 2020 were to comfortably beat 2019's results, based on a strong pipeline of firm and prospective orders that had been built and the launch of the new product - Lokies. However, the positive early momentum was abruptly stopped by the pandemic. From March 2020 onwards many of our customers were locked down and consequently were unable place orders as expected.

Drastic cost reduction measures were subsequently taken to ensure that the Company's costs were aligned with the lower level of activity and to maintain a stable cash position. Shortly after the period end, an enlarged bank facility was secured to enable the Company to withdraw up to NIS 5 million (approx. \$1.4 million) as needed, subject to certain conditions, giving the Company sufficient headroom and confidence during this difficult period, and enabling the Company to come out of it ready for the future. The Company has focused on maintaining customer relationships, with the majority of customer projects being placed on hold as opposed to being cancelled. It is hoped that these projects will be resumed once conditions return to normal.

It was very encouraging to see that despite the challenges the Company has faced during the COVID-19 pandemic, the SaaS revenues continued the positive trend and increased by 16% compared to same period in 2019. This indicates the Company has strong relationships with its customers, who remain loyal to the Company's services.

The Company has used this period to increase the technological developments to its existing product portfolio in order to meet the requirements of new markets. We have continued to strengthen and upgrade the on-line infrastructure supporting the tracking systems and have focused on development of new products, including a new premium Helios unit.

#### **FINANCIAL REVIEW**

Group revenues for the period were \$2.34m, compared with \$3.1m for six months ended 30 June 2019.

Recurring SaaS revenues improved to \$1.0m (H1 2019 \$0.9m)

The gross margin for the period was 33%, compared with 41% for the equivalent period in 2019. The impact of amortization costs (refer also to note 7, in the full financial report for the period), along with lower revenues and extra shipping costs due to the new circumstances arising from COVID-19, resulted in an erosion of the Company's gross margin.

Total operating expenditure decreased by 9% to \$1.48m (H1 2019: \$1.6m), mainly due emergency cost cutting measures implemented by the management since the beginning of the COVID-19 pandemic.

The Group balance sheet showed decrease in trade receivables to \$1.7m, compared with \$2.0m as at 31 December 2019 (H1 2019: \$1.57m), due to decrease in revenues for the reported period.

Group inventories at the period end were \$2.3m, the same as at 31 December 2019.

Trade payables were \$1.9m, compared with \$2.1m as at 31 December 2019.

Net cash used in operating activities in the period was positive \$46,000 compared with nil for the year ended 31 December 2019 (H1 2019: \$13,000).

### **OUTLOOK**

As a result of the measures taken, including reducing costs and securing additional financing, the Board is confident that the Company is now stabilised and will return to healthy growth once lockdown restrictions are eased. This includes a return to previous gross margins levels as the Company's product shipment costs and logistics return to normal and as the product mix continues to migrate towards the higher margin IoT products. It is anticipated that the second half of this year should show an improvement on first half results but the full return to growth is expected to be delayed until 2021 assuming more normal conditions return.

The innovative Lokies product is expected to be one of the key growth engines for the Company in 2020 and beyond. The agreement and the purchasing plan provided by the Russian distributer signed up in 2019 underpins this assessment, although had been on hold until recently due to COVID-19 restrictions. Also encouraging is the three-year OEM contract recently signed with Cubemonk for the incorporation of our Kylos Air unit into their product. Zero Motorycles is progressing with its own sales of Starcom-integrated motorbikes which may encourage other similar manufacturers to follow.

There are also new opportunities being identified and progressed during this uncertain period. For example, a new three-year agreement has been recently reached with HaZeaka, a long-term customer of Starcom, for the provision of a new Kylos unit, the "Connect", an innovative solution for motorcycle protection that prevents thieves from jamming and disrupting the cellular tracking signal sent from motorcycles to their owners. We look forward to updating the market further on the progress with this agreement.

The Board believes that its global client base, its advanced technology, strong product offering, recurring SaaS revenues and the substantial sales pipeline that has been built, provide a sound foundation for the Company to grow and develop in the post Covid-19 market.

Michael Rosenberg Non Executive Chairman Starcom Plc

STARCOM PIC INTERIM CONDENSED CONSOLIDATED STATEMENTS OF FINANCIAL POSITION U.S. Dollars in thousands

			June 30		
	Note	2020	2019	31 2019	
		Unaudited	Unaudited	Audited	
ASSETS	_	_			
NON-CURRENT ASSETS :					
Property, plant and equipment, net		350	460	378	
Rights of use assets, net		208	298	228	
Intangible assets, net	3	1,976	2,169	2,119	
Income tax authorities		56	49	54	
Total Non-Current Assets	-	2,590	2,976	2,779	
CURRENT ASSETS :					
Inventories		2,348	2,287	2,346	
Trade receivables (net of allowance for doubtful		2,340	2,207	2,540	
accounts of \$89, \$14 and \$59 thousand as of June					
30, 2020 and 2019 and December 31,2019)		1,715	1,568	1,986	
Other receivables		68	195	169	
Short-term deposit		67	55	61	
Cash and cash equivalents	_	278	461	158	
Total Current Assets		4,476	4,566	4,720	
TOTAL ASSETS	-	7,066	7,542	7,499	
LIABILITIES AND EQUITY	•				
EQUITY		0.440	4.045	0.004	
	-	3,418	4,245	3,891	
NON-CURRENT LIABILITIES:					
Long-term loans from banks, net of current maturities		123	34	167	
Amortized cost of a convertible loan	5	249			
Conversion component of a convertible loan at fair					
value	5	57	<u>-</u>	<u>-</u>	
Leasehold liabilities	-	96	173	115	
Total Non-Current Liabilities	-	525	207	282	
CURRENT LIABILITIES:					
Short-term bank credit		85	68	79	
Short-term loans and current maturities of long-term					
loans		137	333	136	
Warrants at fair value	5	11	-	-	
Trade payables		1,888	1,751	2,081	
Shareholders and related parties	6	561	664	668	
Other payables		307	136	227	
Leasehold liabilities	-	134	138	135	
Total Current Liabilities	=	3,123	3,090	3,326	
TOTAL LIABILITIES AND EQUITY		7,066	7,542	7,499	

STARCOM PIC INTERIM CONDENSED CONSOLIDATED STATEMENTS OF COMPREHENSIVE LOSS U.S. Dollars in thousands

	<u>Note</u>	Six Months E 2020 Unaudited	nded June 30 2019 Unaudited	Year Ended December 31 2019 Audited
Revenues		2,340	3,110	6,817
Cost of sales	7	(1,557)	(1,844)	(4,019)
Gross profit		783	1,266	2,798
Operating expenses:				
Research and development, net		(71)	(81)	(231)
Selling and marketing		(292)	(380)	(776)
General and administrative		(1,116)	(1,168)	(2,423)
Other income (expenses)		25 (1,454)	(11) (1,640)	(74) (3,504)
Operating loss		(671)	(374)	(706)
Net finance expenses	8	(45)	(131)	(313)
Total comprehensive loss prior to taxes		(716)	(505)	(1,019)
Taxes on income due to previous years				
Total comprehensive loss for the year		(716)	(505)	(1,019)
Loss per share: Basic and diluted loss per share (in dollars)	4	(0.002)	(0.002)	(0.003)

# STARCOM PIC INTERIM CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY U.S. Dollars in thousands

	Share Capital *	Premium on Shares	Capital Reserve	Capital Reserve for Share- based payment	Accumulate d Loss	Total
(Unaudited)						
Balance- January 1, 2020	-	12,254	89	942	(9,394)	3,891
Issue of share capital, net of expenses - see Note 4	-	73	-	-	_	73
				170		
Share based payment – Note 4	-	-	-		-	170
Comprehensive loss for the period		-		-	(716)	(716)
Balance- June 30, 2020	-	12,327	89	1,112	(10,110)	3,418
•						
(Unaudited)						
Balance- January 1, 2019	-	11,460	89	687	(8,375)	3,861
Issue of share capital, net of expenses	-	794	-	-	-	794
Share based payment				95		
	-	-	-		-	95
Comprehensive loss for the period				-	(505)	(505)
Balance- June 30, 2019	-	12,254	89	782	(8,880)	4,245
•	<del></del>					
(Audited)						
Balance- January 1, 2019	-	11,460	89	687	(8,375)	3,861
Proceeds from issued share capital, net of expenses	-	794	-	_	_	794
Share based payment	-	-	-	255	-	255
Comprehensive loss for the year	-	-	-	-	(1,019)	(1,019)
Balance- December 31, 2019		12,254	89	942	(9,394)	3,891
:						

<sup>\*</sup> An amount less than one thousand.

# STARCOM PIC INTERIM CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS U.S. Dollars in thousands

O.O. Donars in mousands	Six Month June 2020		Year Ended December 31 2019
CASH FLOWS FROM (FOR) OPERATING ACTIVITIES:	Unaudited	Unaudited	Audited
Comprehensive loss	(716)	(505)	(1,019)
Adjustments to reconcile net loss to net cash provided by	, ,	,	,
(used in) operating activities:			
Depreciation and amortization	360	329	673
Interest expense and exchange rate differences	39	5	(6)
Share-based payment expense	170	95 15	255
Capital loss Changes in assets and liabilities:	-	15	51
Increase in inventories	(2)	(262)	(321)
Decrease (Increase) in trade receivables	271	329	(89)
		(,,,,)	()
Decrease (Increase) in other receivables	101	(108)	(82)
Increase in Income Tax Authorities	(2)	(3)	(8)
Increase (Decrease) in trade payables	(193)	340	669
Increase (Decrease) in other payables	45	(222)	(131)
Net cash provided by (used in) operating activities	73	13	(8)
CASH FLOWS FOR INVESTING ACTIVITIES:			
Purchases of property and equipment	(12)	(202)	(220)
Proceeds from sales of property, plant and equipment	· ,	` 28	` 53́
Decrease (Increase) in short-term deposits	(6)	5	(1)
Purchase of intangible assets	(103)	(112)	(297)
Net cash used in investing activities	(121)	(281)	(465)
CASH FLOWS FROM FINANCING ACTIVITIES:			
Proceeds from short-term bank credit, net	6	40	51
Repayment of Short-term loans from banks	· ·	(189)	(462)
Receipt of long-term loans	-	-	290
Receipt of Convertible loan	290	-	-
Proceeds from (Repayment to) shareholders and related parties, net	(7)	83	87
Repayment of Leasehold liability	(78)	(58)	(128)
Repayment of long-term loans	(43)	(16)	`(76)
Consideration from issue of shares	<u> </u>		
Net cash provided by financing activities	168	640	542
Increase (Decrease) in cash and cash equivalents	120	372	69
Cash and cash equivalents at the beginning of the period	158	89	89
Cash and cash equivalents at the end of the period	278	461	158
Appendix A – Additional Information	()	, <u> </u>	(2.2)
Interest paid during the period	(26)	(21)	(30)
Appendix B – Non-cash financing activities			
Issuance of shares to a related party in payment of debt	75	14	15

# NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS U.S. Dollars in thousands

#### NOTE 1 - GENERAL INFORMATION

# a. The Reporting Entity

Starcom Plc ("the Company") was incorporated in Jersey on November 28, 2012.
The Group specializes in easy-to-use practical wireless solutions that combine advanced technology, telecommunications and digital data for the protection and management of people, fleets of vehicles, containers and assets and engages in production, marketing, distribution, research and development of G.P.S. systems.

The Company fully owns Starcom G.P.S. Systems Ltd., an Israeli company that engages in the same field, and Starcom Systems Limited, a company in Jersey.

The Company's shares are admitted to trading on the London Stock Exchange's AIM market.

Address of the official Company office in Israel of Starcom G.P.S. Systems Ltd. is: 16 Hata'as St., Kfar-Saba, Israel.

Address of the Company's registered office in Jersey of Starcom Systems Limited is: Forum 4, Grenville Street, St Helier, Jersey, Channel Islands, JE4 8TQ

# b. Definitions in these financial statements:

- International Financial Reporting Standards (hereinafter: "IFRS") Standards and interpretations adopted by the International Accounting Standards Board (hereafter: "IASB") that include international financial reporting standards (IFRS) and international accounting standards (IAS), with the addition of interpretations to these Standards as determined by the International Financial Reporting Interpretations Committee (IFRIC) or interpretations determined by the Standards Interpretation Committee (SIC), respectively.
- 2. The Company Starcom Plc.
- 3. The subsidiaries Starcom G.P.S. Systems Ltd. And Starcom Systems Limited.
- 4. <u>Starcom Jersey</u> Starcom Systems Limited.
- 5. Starcom Israel Starcom G.P.S. Systems Ltd.
- 6. The Group Starcom Plc. and the Subsidiaries.
- 7. Related party As determined by International Accounting Standard No. 24 in regard to related parties.

#### NOTE 2 - BASIS OF PREPARATION AND CHANGE IN THE GROUP'S ACCOUNTING POLICIES

# a. Basis of preparation

The interim consolidated financial statements have been prepared in accordance with generally accepted accounting principles for the preparation of financial statements for interim periods, as prescribed in International Accounting Standard No. 34 ("Interim Financial Reporting").

The interim consolidated financial information should be read in conjunction with the annual financial statements as of December 31, 2019 and for the year ended on that date and with the notes thereto.

The significant accounting policies applied in the annual financial statements of the Company as of December 31, 2019 are applied consistently in these interim consolidated financial statements.

# b. Use of estimates and judgments

The preparation of financial statements in conformity with IFRS requires management of the Company to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

The judgment of management, when implementing the Group accounting policies and the basic assumptions utilized in the estimates that are bound up in uncertainties are consistent with those that were utilized to prepare the annual financial statements.

Information about critical judgment in applying accounting policies that have a significant effect on the amounts recognized in the consolidated financial statements is included in the following Notes:

Note 5 - financial liabilities of convertible loans and warrants.

# c. Exchange rates:

	Year Ended Six Months Ended June 30 December 31		
	2020	2019	2019
Exchange rate of U.S. \$ in NIS	3.466	3.566	3.456
Exchange rate of U.S. \$ in GBP	0.81	0.79	0.76
Change of U.S. \$ in NIS Change of U.S. \$ in GBP	(0.29%) 6.5%	(4.86%) 0.86%	(7.8%) (2.8%)
Change of O.S. \$ III GDF	0.3%	0.00%	(2.0%)

### NOTE 3 - INTANGIBLE ASSETS, NET

	Total
	Unaudited
Cost:	
Balance as of January 1, 2020	4,755
Additions during the period	103
Balance as of June 30, 2020	4,858
Accumulated Depreciation: Balance as of January 1, 2020 Amortization during the period Balance as of June 30, 2020	(2434) (246) (2,680)
Impairment of assets	(202)
Net book value as of June 30, 2020	1,976

	lotai
	Unaudited
Cost:	·
Balance as of January 1, 2019	4,458
Additions during the period	112
Balance as of June 30, 2019	4,570

# **Accumulated Depreciation:**

Amortization during the period Balance as of June 30, 2019	(222) (2,199)
Impairment of assets	(202)
Net book value as of June 30, 2019	2,169
	Total Audited
Cost: Balance as of January 1, 2019	4,458
Additions during the year	297
Balance as of December 31, 2019	4,755
Accumulated Depreciation:	
Balance as of January 1, 2019	(1,977)
Amortization during the year	(457)

### NOTE 4 - SHARE CAPITAL

2019

Balance as of January 1, 2019

Balance as of December 31, 2019

Net book value as of December 31,

Impairment of assets

- a. Composition ordinary shares of no-par value, issued and outstanding 351,479,801 shares and 345,329,513 shares as of June 30, 2020 and December 31, 2019, respectively.
- b. A Company share grants to its holder voting rights, rights to receive dividends and rights to net assets upon dissolution.
- c. Weighted average number of shares used for calculation of basic and diluted loss per share:

	June 30	June 30	December 31
	2020	2019	2019
	Unaudited	Unaudited	Audited
Number	346,892,570	314,650,176	329,934,018

The following table lists the number of share options and the exercise prices of share options during the reported period:

June 30, 2020 Unaudited		December 31, 2019 Audited	
Ulla	udited		
			Weighted
	Weighted		average
Number of	average	Number of	exercise
options	exercise price	options	price
	£		£

(1.977)

(2,434)

(202)

2,119

Share options expired during the period	(3,340,000)	0.018	(492,533)	0.04
Share options granted during the period	4,000,000	0.015	16,290,000	0.007
Share options outstanding at end of period	49,953,947	0.027	49,293,947	0.027
Share options exercisable at end of period	45,953,947	0.028	27,587,280	0.038

d. During May 2020 the Company issued 6,150,288 new ordinary shares in to Mr. Avi Hartmann, the Company's CEO ("Ordinary Shares") at a price of 1 pence per Ordinary Share in order to convert \$75 thousand (£61 thousand) of historic unpaid salary. See also Note 6.

#### NOTE 5 - FINANCIAL LIABILITIES OF CONVERTIBLE LOANS AND WARRANTS

During March 2020, The Company received from its Directors, CFO and an employee (hereinafter: "the lenders") loans in the total amount of \$290 thousand (£244 thousand) in the form of convertible loans enabling the lenders to convert the loans at an exercise price of £0.0125 per share at any time up to September 30, 2021. The convertible loan bears interest at the rate of 8% per annum calculated by reference to the principal amount of the convertible loan.

In addition, the lenders received fully vested warrants to subscribe a total of 4 million further shares at an exercise price of £0.015 per share. Any unexercised warrants expire at the end of two-years from grant.

The loan was evaluated and divided to different components by independent appraisers as follows:

Conversion component at fair value – 59\$ thousand Warrants at fair value – 12\$ thousand Amortized cost of a loan – 210\$ thousand

Transaction costs were allocated according to the component's fair value ratio.

The part of the expenses that is attributed to the amortized cost of the loan was reduced from its cost.

An effective interest rate was calculated for the liability component of the loan, based on its amortization table. The effective interest rate is 35.2% per annum.

Total revaluation expenses regarding these components in the statement of comprehensive loss for the reported period amounted \$12 thousand, net.

# NOTE 6 - SHAREHOLDERS AND RELATED PARTIES

Related parties that own the controlling shares in the Group are:
 Mr. Avraham Hartman (8.63%), Mr. Uri Hartman (6.71%), Mr. Doron Kedem (6.71%).

b.	Short-term balances:	June 30		December 31
		2020	2019	2019
		Unaudited	Unaudited	Audited
	Credit balance			
	Avi Hartmann*	(73)	(196)	(213)
	Uri Hartmann	(367)	(298)	(336)
	Doron Kedem	(173)	(166)	(173)
	Total Credit balance	(613)	(660)	(722)
	Loans			
	Avi Hartmann	73	6	73
	Uri Hartmann	(228)		(226)

Doron Kedem	207	(223)	207
		213	
Total Loans	52	(4)	54
Total Short-term balances	(561)	(664)	(668)

<sup>\*</sup> See also Note 4d.

C.	Transactions:	Six Months Ended June 30		Year Ended December 31
		2020	2019	2019
		Unaudited	Unaudited	Audited
	Total salaries, services rendered and related expenses for shareholders	151	193	365
	Total share-based payment expenses	72	57	112
	Interest to related parties	5	5	9

### NOTE 7 - COST OF SALES

	Six Months Ended June 30		Year Ended December 31
	2020	2019	2019
	Unaudited	Unaudited	Audited
Purchases and other	1,313	1,884	3,883
Amortization	246	222	457
Increase in Inventory	(2)	(262)	(321)
	1,557	1,844	4,019

# NOTE 8 - NET FINANCE EXPENSES

	Six Months Ended June 30		Year Ended December 31
	2020	2019	2019
	Unaudited	Unaudited	Audited
Exchange rate differences	22	(69)	(183)
Bank charges	(24)	(40)	(77)
Interest to banks and others	(22)	(9)	(31)
Interest to suppliers	(16)	(8)	(13)
Interest to related parties	(5)	(5)	(9)
Net finance expenses	(45)	(131)	(313)

# NOTE 9 - SEGMENTATION REPORTING

Differentiation policy for the segments:

The Company's management has defined its segmentation policy based on the financial essence of the different segments. This refers to services versus goods, delivery method and allocated resources per sector.

On this basis, the following segments were defined:

Segment information regarding the reported segments:

	<b>Hardware</b>	SAS	Total
Period Ended			
30.06.2020: (Unaudited)	4 000	4.044	0.040
Segment revenues	1,296	1,044	2,340
Cost of sales	(1,348)	(209)	(1,557)
Gross profit	(52)	835	783
Davied Fundad			
Period Ended 30.06.2019: (Unaudited)			
Segment revenues	2,210	900	3,110
Cost of sales	(1,735)	(109)	(1,844)
Gross profit	475	791	1,266
Cross prem			.,200
Year Ended 31.12.2019:			
(Audited)			
Segment revenues	4,796	2,021	6,817
Cost of sales	(3,805)	(214)	(4,019)
Gross profit	991	1,807	2,798

# NOTE 10- SIGNIFICANT EVENTS DURING THE REPORTED PERIOD (COVID-19)

Due to the pandemic outbreak since March 2020, most of the countries across the Globe had taken extra measures to prevent and reduce COVID-19 exposure.

Among the actions taken were noted: citizens transport limitations, closing its borders, shutting some business activity, limitation of number of employees per square feet, shutting the educations systems, etc.

The unprecedented conditions resulted in a decrease in revenues for the period. In addition, normal purchasing processes and difficult shipping limitations created additional costs and delays which impacted the fulfilment of some existing orders. Marketing activities were inevitably disrupted

Operational costs were reduced by approximately 20 per cent with effect from March 2020 including unpaid leave for employees.

#### NOTE 11- SIGNIFICANT EVENTS AFTER THE REPORTED PERIOD

The company signed a new financing deal with one of the leading banks in Israel, based on short term accounts receivable balance. Respectively, existing long-term financing was repaid.