



Announcement Summary

Entity name

ELECTRO OPTIC SYSTEMS HOLDINGS LIMITED

Announcement Type

New announcement

Date of this announcement

Monday May 18, 2020

The Proposed issue is:

A placement or other type of issue

Total number of +securities proposed to be issued for a placement or other type of issue

ASX +Security Code	+Security Description	Maximum Number of +securities to be issued
EOS	ORDINARY FULLY PAID	2,270,000

Proposed +issue date

Tuesday May 19, 2020

Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

1.1 Name of +Entity

ELECTRO OPTIC SYSTEMS HOLDINGS LIMITED

We (the entity named above) give ASX the following information about a proposed issue of +securities and, if ASX agrees to +quote any of the +securities (including any rights) on a +deferred settlement basis, we agree to the matters set out in Appendix 3B of the ASX Listing Rules.

1.2 Registered Number Type

ACN

Registration Number

092708364

1.3 ASX issuer code

EOS

1.4 The announcement is

New announcement

1.5 Date of this announcement

Monday May 18, 2020

1.6 The Proposed issue is:

A placement or other type of issue



Part 7 - Details of proposed placement or other issue

Part 7A - Conditions

7A.1 - Are any of the following approvals required for the placement or other type of issue?

- **+Security holder approval**
- **Court approval**
- **Lodgement of court order with +ASIC**
- **ACCC approval**
- **FIRB approval**
- **Another approval/condition external to the entity**

No

Part 7B - Issue details

Is the proposed security a 'New class' (+securities in a class that is not yet quoted or recorded by ASX) or an 'Existing class' (additional securities in a class that is already quoted or recorded by ASX)?

Existing class

Will the proposed issue of this +security include an offer of attaching +securities?

No

Details of +securities proposed to be issued

ASX +Security Code and Description

EOS : ORDINARY FULLY PAID

Maximum Number of +securities proposed to be issued

2,270,000

Purpose of the issue

Issue of shares to senior managers and staff under the Electro Optic Systems Holdings Limited Loan Funded Share Plan

Offer price details for retail security holders

In what currency is the cash consideration being paid?

AUD - Australian Dollar

What is the issue price per +security?

AUD 4.75000

Will these +securities rank equally in all respects from their issue date with the existing issued +securities in that class?

Yes



Oversubscription & Scale back details

May a scale back be applied to this event?

No

Part 7C - Timetable

7C.1 Proposed +issue date

Tuesday May 19, 2020

Part 7D - Listing Rule requirements

7D.1 Has the entity obtained, or is it obtaining, +security holder approval for the issue under listing rule 7.1?

No

7D.1b Are any of the +securities proposed to be issued without +security holder approval using the entity's 15% placement capacity under listing rule 7.1?

No

7D.1c Are any of the +securities proposed to be issued without +security holder approval using the entity's additional 10% placement capacity under listing rule 7.1A (if applicable)?

No

7D.2 Is a party referred to in listing rule 10.11.1 participating in the proposed issue?

No

7D.3 Will any of the +securities to be issued be +restricted securities for the purposes of the listing rules?

No

7D.4 Will any of the +securities to be issued be subject to +voluntary escrow?

Yes

7D.4a Please enter the number and +class of the +securities subject to +voluntary escrow and the date from which they will cease to be subject to +voluntary escrow

The shares are subject to vesting conditions set out in 7F.2. In addition to vesting conditions, there are restrictions on disposal for Tranche A (1,135,000 shares) of 25% of vested shares by 30 June 2022, 50% of vested shares by 30 September 2022, 75% of vested shares by 31 December 2022 and 100% of vested shares by 31 March 2022. There are restrictions on disposal for Tranche B (1,135,000 shares) of 25% of vested shares by 30 June 2024, 50% of vested shares by 30 September 2024, 75% of vested shares by 31 December 2024 and 100% of vested shares by 31 March 2025.

Part 7E - Fees and expenses



7E.1 Will there be a lead manager or broker to the proposed issue?

No

7E.2 Is the proposed issue to be underwritten?

No

7E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed issue

N/A

Part 7F - Further Information

7F.1 Will the entity be changing its dividend/distribution policy if the proposed issue proceeds?

No

7F.2 Any other information the entity wishes to provide about the proposed issue

All 2,270,000 shares are subject to vesting conditions. The first Tranche A of 50% have a share price hurdle of \$9.50 by 31 December 2021 EBIT hurdles and vest on 31 December 2021.

The second Tranche B of 50% have a share price hurdle of \$11.50 by 31 December 2022 and EBIT hurdles and vest on 31 December 2023.

The shares are restricted from disposal until the vesting conditions are met.

These 2,270,000 ordinary shares are issued under the terms of the Loan Funded Share Plan and the issue price of \$4.75 is in the form of a loan from the company to the employees amounting to \$10,782,500.