

THIRD QUARTER FISCAL YEAR 2022 EARNINGS PRESENTATION

Mar 3, 2022

SAFE HARBOR STATEMENT

- Certain statements in this presentation may constitute "forward-looking statements" as that term is defined in the Private Securities Litigation Reform Act of 1995. Forward-looking statements include, without limitation, any statement that may predict, forecast, indicate or imply future results, performance or achievements, and may contain words such as "believe," "anticipate," "expect," "estimate," "intend," "project," "plan," or words or phrases with similar meaning. Forward-looking statements are based on current expectations, forecasts and assumptions that involve risks and uncertainties, including, but not limited to, economic, competitive, governmental and technological factors outside of our control, that may cause our business, strategy or actual results to differ materially from the forward-looking statements.
- Factors that could cause actual results to differ materially from the forward-looking statements include, but are not limited to the impact of our recent acquisitions of Arcturus UAV, Inc., Telerob GmbH and the Intelligent Systems Group of Progeny Systems Corp. and our ability to successfully integrate them into our operations; the risk that disruptions will occur from the transactions that will harm our business; any disruptions or threatened disruptions to our relationships with our distributors, suppliers, customers and employees, including shortages in components for our products; the ability to timely and sufficiently integrate international operations into our ongoing business and compliance programs; reliance on sales to the U.S. government and related to our development of HAPS UAS; availability of U.S. government funding for defense procurement and R&D programs; changes in the timing and/or amount of government spending; our ability to perform under existing contracts and obtain new contracts; risks related to our international business, including compliance with export control laws; potential need for changes in our long-term strategy in response to future developments; the extensive regulatory requirements governing our contracts with the U.S. Government and international customers; the consequences to our financial position, business and reputation that could result from failing to comply with such regulatory requirements; unexpected technical and marketing difficulties inherent in major research and product development efforts; the impact of potential security and cyber threats; changes in the supply and/or demand and/or prices for our products and services; the activities of competitors and increased competition; failure of the markets in which we operate to grow; uncertainty in the customer adoption rate of commercial use unmanned aircraft systems; failure to remain a market innovator, to create new market opportunities or to expand into new markets; changes in significant operating expenses, including components and raw materials; failure to develop new products or integrate new technology into current products; risk of litigation; product liability, infringement and other claims; changes in the regulatory environment; the impact of the outbreak related to the strain of coronavirus known as COVID-19 on our business; our ability to comply with the covenants in our loan documents; our ability to attract and retain skilled employees; the impact of inflation; and general economic and business conditions in the United States and elsewhere in the world. For a further list and description of such risks and uncertainties, see the reports we file with the Securities and Exchange Commission. We do not intend, and undertake no obligation, to update any forward-looking statements, whether as a result of new information, future events or otherwise.
- For a further list and description of such risks and uncertainties, see the reports we file with the Securities and Exchange Commission, including our most recent Annual Report on Form 10-K and Quarterly Reports on Form 10-Q, which are available at www.sec.gov or on our website at <a href="www.s

3RD QUARTER FISCAL YEAR 2022 KEY MESSAGES

 As anticipated, company continues to face headwinds from supply chain constraints, tight labor markets, and US government's Continuing Resolution

 Achieved 3rd quarter results in line with expectations and maintaining previously revised guidance for fiscal 2022

 Making strides in reducing costs, managing working capital and increasing operational efficiency that will impact future quarters profitability

 Solid backlog driven by both organic and acquired businesses position company for solid end to FY2022, and better performance in FY2023

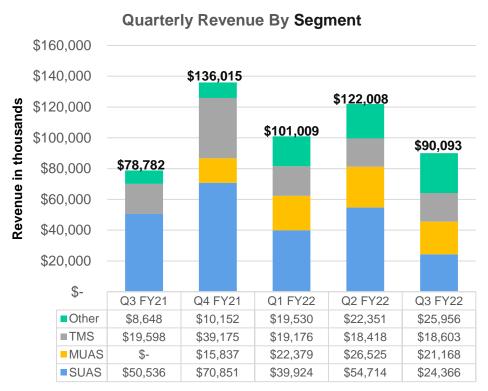
THIRD QUARTER RESULTS FISCAL YEAR 2022

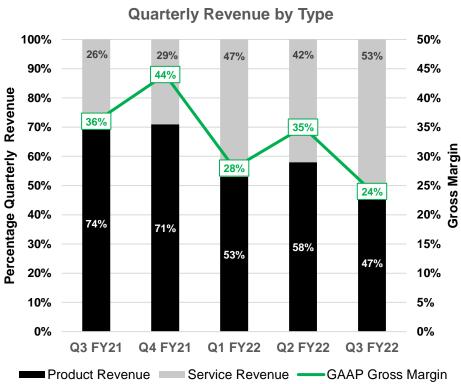
Metric	Q3 FY22	Year-Over- Year Change	Notes
Revenue	\$90.1 million	+14%	Increase driven by acquired business segments offset by declines in SUAS segment
GAAP Gross profit	\$21.4 million	-25%	Reflecting heavier mix of service revenue, and intangible amortization expenses
EPS (diluted)	\$0.00	-\$0.01	Affected by lower gross margin mix, increase in SG&A resulting from acquisitions, transaction related intangible amortization and other expenses partially offset by increased sales volumes and tax benefits
Non-GAAP EPS (diluted) ¹	\$0.32	\$0.18	Driven by increased sales volumes and tax benefits partially offset by sales mix and increased expenses resulting from acquisitions
Funded Backlog	\$226.3 million	118%	Solid backlog driven by both organic and inorganic increases.

¹ Refer to Reconciliation of Non-GAAP Diluted Earnings Per Share on Appendix A.

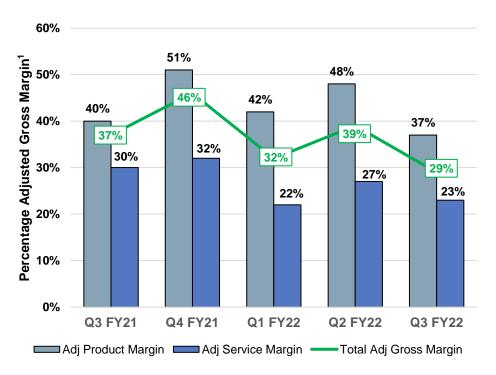


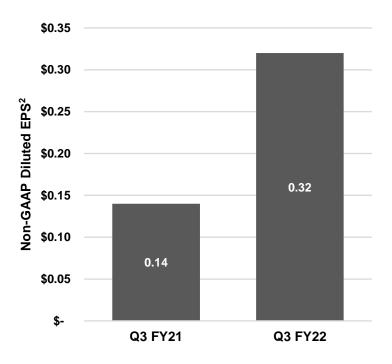
REVENUE MIX BY SEGMENT AND TYPE





ADJUSTED PROFITABILITY BY TYPE AND NON-GAAP EPS

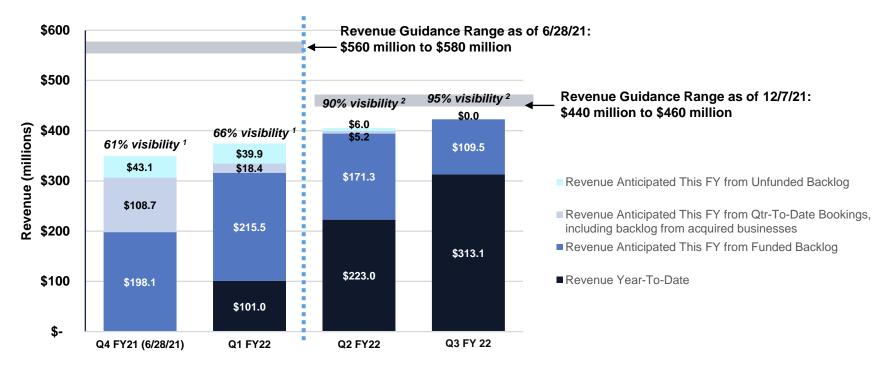




¹ Refer to GAAP to NON-GAAP reconciliation on Appendix C

² Refer to Reconciliation of Non-GAAP Diluted Earnings Per Share on Appendix A.

VISIBILITY SUPPORTS REVISED FULL YEAR EXPECTATIONS



¹Based on midpoint of prior guidance range of \$560 million to \$580 million

² Based on midpoint of revised guidance range of \$440 million to \$460 million

UPDATED GUIDANCE: FISCAL 2022 OUTLOOK

As of 1/29/22	Fiscal Year 2021 Results	No change in FY22 Guidance	Expected Change (to midpoint)	
Revenue	\$395 million	\$440 million - \$460 million	+13.9%	
Net Income/(Loss) from continuing operations	\$23 million	(\$12) million – (\$8) million	(142.9%)	
Adjusted EBITDA ¹	\$72 million	\$59 million – \$65 million	(14%)	
Earnings/(Loss) Per Share (diluted)	\$0.94	(\$0.47) – (\$0.33)	(142.5%)	
Non-GAAP Earnings Per Share (diluted)	\$2.10	\$1.23 – \$1.37	(38.4%)	
Research & Development Investment	14%	11% – 12%	-	
Tax Rate (Benefit on Pre-Tax Loss)	1.6%	(40% – 50%)	-	
Capital Expenditures	3%	5% – 7%	-	

¹ Refer to Adjusted EBITDA reconciliation on Appendix D.

NO CHANGE IN FY22 GUIDANCE

 $^{^{2}\ \}mbox{Updates}$ reflect final purchase accounting effects of intangible asset amortization.

³ Refer to Reconciliation of Non-GAAP Diluted Earnings Per Share on Appendix A.

⁴ Refer to Reconciliation of Fiscal Year 2022 Non-GAAP Diluted Earnings Per Share Expectations on Appendix B.



APPENDIX A – RECONCILIATION OF NON-GAAP EARNINGS (LOSS) PER DILUTED SHARE (UNAUDITED)

	Three M End January	led	Three Months Ended anuary 30, 2021	Nine Months Ended January 29, 2022	Nine Months Ended January 30, 2021
Earnings (loss) per diluted share	\$	— \$	0.01	\$ (0.46)	\$ 0.51
Acquisition-related expenses		0.02	0.11	0.16	0.14
Amortization of acquired intangible assets and other					
purchase accounting adjustments		0.30	0.02	0.92	0.06
HAPSMobile Inc. JV impairment of investment in Loon					
LLC		_		_	0.35
Legal accrual related to our former EES business				0.32	
Earnings per diluted share as adjusted (Non-GAAP)	\$	0.32	0.14	\$ 0.94	\$ 1.06

APPENDIX B – RECONCILIATION OF FISCAL YEAR 2022 NON-GAAP DILUTED EARNINGS PER SHARE EXPECTATIONS (UNAUDITED)

	F	Fiscal year ending April 30, 2022
Forecast loss per diluted share	\$	(0.47) - (0.33)
Acquisition-related expenses		0.16
Amortization of acquired intangible assets and other purchase accounting adjustments		1.22
Legal accrual related to our former EES business		0.32
Forecast earnings per diluted share as adjusted (Non-GAAP)	\$	1.23 - 1.37

APPENDIX C – GAAP TO NON-GAAP RECONCILIATION OF ADJUSTED GROSS MARGIN

	Fiscal 3rd Quarter	Fiscal 4th Quarter	Fiscal 1st Quarter	Fiscal 2nd Quarter	Fiscal 3rd Quarter
(in thousands)	FY2021	FY2021	FY2022	FY2022	FY2022
Adjusted Gross Margin					
Products					
Gross Margin	\$22,602	\$48,980	\$20,526	\$32,061	\$13,305
Intangible Amortization and other					
purchase accounting	\$623	\$623	\$1,667	\$1,986	\$2,314
Adjusted Gross Margin	\$23,225	\$49,605	\$22,193	\$34,047	\$15,619
Adjusted Gross Margin % of Revenue	39.8%	51.3%	41.8%	48.0%	36.7%
Services					
Gross Margin	\$6,039	\$10,675	\$8,197	\$10,394	\$8,131
Intangible Amortization	-	\$1,960	\$2,362	\$3,188	\$2,807
Adjusted Gross Margin	\$6,039	\$12,635	\$10,559	\$13,582	\$10,938
Adjusted Gross Margin % of Revenue	29.6%	32.1%	22.0%	26.6%	23.0%

APPENDIX D – GAAP TO NON-GAAP RECONCILIATION OF ADJUSTED EBITDA

	1910 F 1719 (1917) BUT 1919 (1917)		ear ending 30, 2021
\$	(12) - (8)	\$	23
	5		1
	(12) - (9)		1
	65		19
	46 - 53		44
	-		10
	(2)		
	10		9
	5 - 4		9
\$	59 - 65	\$	72
		(12) - (9) 65 46 - 53 — (2) 10 5 - 4	April 30, 2022 April \$ (12) - (8) \$ 5 (12) - (9) 65 46 - 53 (2) 10 5 - 4