# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## **FORM 10-Q**

| $\boxtimes$       | QUARTERLY REPORT PURSU<br>ACT OF 1934  | ANT TO SECTION 13 O   | OR 15(D) OF THE SECURITIES EXCHANGE  |
|-------------------|--|---|--|
|                   | For the qu   | arterly period ended <b>Sept</b>                              | tember 30, 2020  |
|                   |  | OR  |  |
|                   | TRANSITION REPORT PURSU<br>ACT OF 1934   | ANT TO SECTION 13 O   | OR 15(D) OF THE SECURITIES EXCHANGE  |
|                   | From   | to  |  |
|                   |  | NIC SYSTEMS TECH  |  |
|                   | Washington   | 000-27793   | 91-1238077   |
| (                 | State or other jurisdiction of incorporation)                                      | (Commission File Number                                       |  |
|                   | 415 N. O C4 DLJ - D1 IZ  | 1- XX7 A  | 00227  |
|                   | 415 N. Quay St. Bldg B1 Ken (Address of principal executive                        | offices)  | <b>99336</b> (Zip Code)  |
|                   |  | (509) 735-9092<br>gistrant's telephone number, includin       |  |
|                   | (Former name, for  | N/A mer address & former fiscal year, is                      | if changed since last report)  |
|                   | Securities 1   | registered pursuant to Section                                | n 12(g) of the Act:  |
|                   | Title of Each Class  | Trading Symbol  | Name of Each Exchange on Which Registered  |
|                   | Common Stock, \$0.001 par value  | ELST  | OTCQB  |
| 15(d) or require  | of the Securities Exchange Act of 1934 and to file such reports), and (2) has been | during the preceding 12 mor<br>subject to such filings for th | •  |
| Interac<br>during | tive Data File required to be submitted  | I and posted pursuant to Runorter period that the registra    | ly and posted on its corporate Web site, if any, every alle 405 of Regulation S-T (§232.405 of this chapter ant was required to submit and post such files). |
| reportii          |  | npany. See the definitions of                                 | an accelerated filer, a non-accelerated filer, a smaller f "large accelerated filer," "accelerated filer", "smaller change Act:                              |
|                   | Large Accelerated Filer □ Non-Accelerated Filer □                                  | 1   | Accelerated Filer □ Small Reporting Company ⊠ Emerging Growth Company □  |
|                   |  |   | as elected not to use the extended transition period for ursuant to Section 13(a) of the Exchange Act. $\Box$  |
| Indicat           | e by check mark whether the registrant   | is a shell company (as define                                 | ed in Rule 12b-2 of the Exchange Act). Yes □ No 区  |

As of October 12, 2020, the number of the Company's shares of Common Stock par value \$0.001, outstanding was 4,946,502.

### PART I FINANCIAL INFORMATION

#### **Item 1. Financial Statements**

# ELECTRONIC SYSTEMS TECHNOLOGY, INC. BALANCE SHEETS (Unaudited)

| (======================================              | nber 30,<br>020 | December 31, 2019 |           |
|--|-----------------|-------------------|-----------|
| ASSETS   | _               |                   |           |
| Current assets                                       |                 |                   |           |
| Cash and cash equivalents                            | \$<br>143,340   | \$                | 274,936   |
| Certificates of deposit                              | 599,999         |                   | 650,000   |
| Accounts receivable, net                             | 116,384         |                   | 76,959    |
| Inventories  | 781,816         |                   | 822,819   |
| Prepaid expenses                                     | 26,060          |                   | 20,910    |
| Accrued interest receivable                          | <br>7,017       |                   | 6,540     |
| Total current assets                                 | <br>1,674,616   |                   | 1,852,164 |
| Property and equipment, net of depreciation          | 7,183           |                   | 12,398    |
| Right to use – Lease, net of amortization (NOTE 6)   | 74,005          |                   | 39,641    |
| Total assets   | \$<br>1,755,804 | \$                | 1,904,203 |
| LIABILITIES and STOCKHOLDERS' EQUITY                 |                 |                   |           |
| Current liabilities                                  |                 |                   |           |
| Accounts payable                                     | \$<br>21,836    | \$                | 101,548   |
| Refundable deposits                                  | 1,060           |                   | 2,070     |
| Accrued wages and bonus                              | 2,470           |                   | -         |
| Accrued vacation pay                                 | 17,713          |                   | 11,165    |
| Lease liability, current (NOTE 6)                    | 35,632          |                   | 39,641    |
| Other accrued liabilities                            | <br>5,439       |                   | 2,485     |
| Total current liabilities                            | <br>84,150      |                   | 156,909   |
| Long-term liabilities                                |                 |                   |           |
| CARES Act loan payable (NOTE 8)                      | 171,712         |                   | -         |
| Lease liability (NOTE 6)                             | <br>38,373      |                   |           |
| Total long-term liabilities                          | 210,085         |                   | -         |
| Total liabilities                                    | 294,235         |                   | 156,909   |
| Stockholders' equity                                 |                 |                   |           |
| Common stock, \$0.001 par value 50,000,000 shares    |                 |                   |           |
| authorized 4,946,502 and 4,946,502 shares issued and |                 |                   |           |
| outstanding respectively                             | 4,947           |                   | 4,947     |
| Additional paid-in capital                           | 931,441         |                   | 929,159   |
| Retained earnings                                    | <br>525,181     |                   | 813,188   |
| Total stockholders' equity                           | 1,461,569       |                   | 1,747,294 |
| Total liabilities and stockholders' equity           | \$<br>1,755,804 | \$                | 1,904,203 |

# ELECTRONIC SYSTEMS TECHNOLOGY, INC. STATEMENTS OF OPERATIONS

(Unaudited)

|                                      | Three Months           | Three Months           | Nine Months        | Nine Months            |
|--------------------------------------|------------------------|------------------------|--------------------|------------------------|
|                                      | Ended<br>September 30, | Ended<br>September 30, | Ended<br>September | Ended<br>September 30, |
|                                      | 2020                   | 2019                   | 30, 2020           | 2019                   |
| SALES - NET                          | \$ 202,869             | \$ 371,915             | \$ 722,333         | \$ 1,141,343           |
| COST OF SALES                        | (105,410)              | (163,041)              | (387,035)          | (528,415)              |
| GROSS PROFIT                         | 97,459                 | 208,874                | 335,298            | 612,928                |
| Operating Expenses                   |                        |                        |                    |                        |
| General and administrative           | 55,761                 | 64,756                 | 221,431            | 227,450                |
| Research and development             | 49,739                 | 48,445                 | 154,850            | 165,397                |
| Marketing and sales                  | 90,229                 | 89,414                 | 264,420            | 286,621                |
| TOTAL OPERATING EXPENSE              | 195,729                | 202,615                | 640,701            | 679,468                |
| OPERATING INCOME (LOSS)              | (98,270)               | 6,259                  | (305,403)          | (66,540)               |
| OTHER INCOME                         |                        |                        |                    |                        |
| Grant income (NOTE 8)                |                        | -                      | 9,000              | -                      |
| Interest income                      | 2,444                  | 5,510                  | 8,396              | 17,265                 |
| TOTAL OTHER INCOME                   | 2,444                  | 5,510                  | 17,396             | 17,265                 |
| NET INCOME (LOSS) BEFORE             |                        |                        |                    |                        |
| INCOME TAX                           | (95,826)               | 11,769                 | (288,007)          | (49,275)               |
| Benefit (provision) for income tax   |                        |                        |                    |                        |
| NET INCOME (LOSS)                    | \$ (95,826)            | \$ 11,769              | \$ (288,007)       | \$ (49,275)            |
| Basic and diluted earnings per share | (\$0.02)               | \$0.00                 | (\$0.06)           | (\$0.01)               |
| Basic weighted average shares        | 4,946,502              | 4,946,502              | 4,946,502          | 4,949,754              |
| Diluted weighted average shares      | 4,946,502              | 4,951,273              | 4,946,502          | 4,949,754              |

### ELECTRONIC SYSTEMS TECHNOLOGY, INC. STATEMENTS OF CASH FLOWS (Unaudited)

|   | Sep | Nine Monotember 30, |    | shs Ended<br>September 30,<br>2019 |  |
|---|-----|---------------------|----|------------------------------------|--|
| CASH FLOWS FROM OPERATING ACTIVITIES:                           |     |                     |    |                                    |  |
| Net loss  | \$  | (288,007)           | \$ | (49,275)                           |  |
| Noncash items included in net loss:                             |     |                     |    |                                    |  |
| Depreciation  |     | 5,214               |    | 5,978                              |  |
| Share based compensation  |     | 2,282               |    | -                                  |  |
| Changes in operating assets and liabilities:                    |     |                     |    |                                    |  |
| Accounts receivable, net  |     | (39,425)            |    | (114,097)                          |  |
| Inventories   |     | 41,003              |    | 3,348                              |  |
| Accrued interest receivable                                     |     | (477)               |    | 3,308                              |  |
| Prepaid expenses  |     | (5,150)             |    | (529)                              |  |
| Accounts payable  |     | (79,713)            |    | (58,752)                           |  |
| Refundable deposits   |     | (1,010)             |    | (8,240)                            |  |
| Other accrued liabilities                                       |     | 11,974              |    | 9,127                              |  |
| NET CASH PROVIDED (USED) IN OPERATING                           |     |                     |    |                                    |  |
| ACTIVITIES  |     | (353,309)           |    | (209,132)                          |  |
|   |     |                     |    |                                    |  |
| CASH FLOWS FROM INVESTING ACTIVITIES:                           |     |                     |    |                                    |  |
| Certificates of deposit redeemed                                |     | 600,001             |    | 1,800,000                          |  |
| Certificates of deposit purchased                               |     | (550,000)           | (  | (1,700,000)                        |  |
| NET CASH PROVIDED FROM INVESTING ACTIVITIES                     |     | 50,001              |    | 100,000                            |  |
| CASH FLOWS USED IN FINANCING ACTIVITIES:                        |     |                     |    |                                    |  |
| Repurchase of shares of common stock                            |     | -                   |    | (14,920)                           |  |
| Proceeds from CARES Act loan payable                            |     | 171,712             |    | -                                  |  |
| NET CASH USED IN FINANCING ACTIVITIES                           |     | 171,712             |    | (14,920)                           |  |
| NET INCREASE/(DECREASE) IN CASH AND CASH                        |     |                     |    |                                    |  |
| <b>EQUIVALENTS</b>  |     | (131,596)           |    | (124,052)                          |  |
| Cash and cash equivalents at beginning of period                |     | 274,936             |    | 323,667                            |  |
| Cash and cash equivalents at end of period                      | \$  | 143,340             | \$ | 199,615                            |  |
| Non-cash investing and financing activities:                    |     |                     |    |                                    |  |
| Recognition of operating lease liability and right of use asset | \$  | 74,005              |    |                                    |  |

## ELECTRONIC SYSTEMS TECHNOLOGY, INC. DBA ESTEEM WIRELESS MODEMS

# STATEMENTS OF CHANGES IN STOCKHOLDERS' EQUITY (Unaudited)

|                               | Comm      | on S | tock   | Additional<br>Paid-In | Retained     |                   |  |
|-------------------------------|-----------|------|--------|-----------------------|--------------|-------------------|--|
| -                             | Shares    |      | Amount | Capital               | Earnings     | Total             |  |
| Balances, January 1, 2019     | 4,985,748 | \$   | 4,986  | \$<br>944,040         | \$ 1,004,145 | \$<br>\$1,953,171 |  |
| Net income (loss)             | -         |      | -      | -                     | (54,825)     | (54,825)          |  |
| Common stock repurchased      | (39,246)  |      | (39)   | (14,881)              | -            | (14,920)          |  |
| Balance at March 31, 2019     | 4,946,502 | \$   | 4,947  | \$<br>929,159         | \$ 949,320   | \$<br>1,883,426   |  |
| Net income (loss)             | -         |      | -      | -                     | (6,219)      | (6,219)           |  |
| Balance at June 30, 2019      | 4,946,502 | \$   | 4,947  | \$<br>929,159         | \$ 943,101   | \$<br>1,877,207   |  |
| Net income (loss)             |           |      |        |                       | 11,769       | 11,769            |  |
| Balance at September 30, 2019 | 4,946,502 | \$   | 4,947  | \$<br>929,159         | \$ 954,870   | \$<br>1,888,976   |  |
| Balances, January 1, 2020     | 4,946,502 | \$   | 4,947  | \$<br>929,159         | \$ 813,188   | \$<br>\$1,747,294 |  |
| Net income (loss)             | -         |      | -      | -                     | (110,306)    | (110,306)         |  |
| Stock based compensation      | -         |      | -      | 2,282                 | -            | 2,282             |  |
| Balance at March 31, 2020     | 4,946,502 | \$   | 4,947  | \$<br>931,441         | \$ 702,882   | \$<br>1,639,270   |  |
| Net income (loss)             | -         |      | -      | -                     | (81,875)     | (81,875)          |  |
| Balance at June 30, 2020      | 4,946,502 | \$   | 4,947  | \$<br>931,441         | \$ 621,007   | \$<br>1,557,395   |  |
| Net income (loss)             | -         |      | -      | -                     | (95,826)     | (95,826)          |  |
| Balance at September 30, 2020 | 4,946,502 | \$   | 4,947  | \$<br>931,441         | \$ 525,181   | \$<br>1,461,569   |  |

#### **NOTE 1 - BASIS OF PRESENTATION**

The financial statements, including notes, of Electronic Systems Technology, Inc. (the "Company") are representations of the Company's management, which is responsible for their integrity and objectivity. The accompanying unaudited financial statements have been prepared by the Company in accordance with accounting principles generally accepted in the United States of America ("U.S. GAAP") for interim financial information, as well as the instructions to Form 10-Q. Accordingly, the financial statements do not include all of the information and footnotes required by U.S. GAAP for complete financial statements. In the opinion of management, the accompanying unaudited financial statements contain all adjustments, consisting of only normal recurring adjustments, necessary for a fair statement of its financial position as of September 30, 2020, and its results of operations, cash flows, and changes in stockholders' equity for the three months and nine months ended September 30, 2020 and 2019. The balance sheet at December 31, 2019 was derived from audited annual financial statements but does not contain all of the footnote disclosures from the annual financial statements. All amounts presented are in U.S. dollars. For further information, refer to the financial statements and footnotes thereto in the Company's Annual Report on Form 10-K for the year ended December 31, 2019.

The results of operations for the three month and nine-month period ended September 30, 2020 are not necessarily indicative of the results expected for the full fiscal year or for any other fiscal period. The Company estimates that for 2020 the anticipated effective annual federal income tax rate will be 0%.

Accounting Standards Updates Adopted

In August 2018, the FASB issued ASU No. 2018-13 Fair Value Measurement (Topic 820): Disclosure Framework - Changes to the Disclosure Requirements for Fair Value Measurement. The update removes, modifies and makes additions to the disclosure requirements on fair value measurements. The update is effective for fiscal years beginning after December 15, 2019, with early adoption permitted. The adoption of this update on January 1, 2020 had no impact on the financial statements.

Other accounting standards that have been issued or proposed by FASB that do not require adoption until a future date are not expected to have a material impact on the financial statements upon adoption.

#### **NOTE 2 - INVENTORIES**

Inventories are stated at lower of direct cost or net realizable value with cost determined using the FIFO (first in, first out) method. Inventories consist of the following:

|   | September 30,<br>2020 |  | mber 31,<br>2019                               |
|---|-----------------------|--|--|
| Parts Work in progress Finished goods Total inventories | \$                    | 107,188<br>360,468<br>314,160<br>781,816 | \$<br>116,843<br>379,987<br>325,989<br>822,819 |

#### **NOTE 3 - EARNINGS (LOSS) PER SHARE**

Basic earnings (loss) per share excludes dilution and is computed by dividing income (loss) available to common stockholders by the weighted-average number of shares of Common Stock outstanding for the period. Diluted earnings (loss) per share reflects potential dilution occurring if securities or other contracts to issue Common Stock were exercised or converted into Common Stock or resulted in the issuance of Common Stock that then shared in the earnings of the Company. For the nine month period ending September 30, 2020 and 2019 and the three month period ending September 30, 2020, all outstanding stock options (Note 4) were excluded from the computation of diluted loss per share because they were anti-dilutive due to net losses in those periods. For the three month period ending September 30, 2019, the calculation of the weighted average number of common shares outstanding—diluted included the common stock equivalents of the outstanding stock options.

#### **NOTE 4 - STOCK OPTIONS**

As of September 30, 2020, the Company had outstanding stock options which have been granted periodically to individual employees and directors. On March 13, 2020, the Board of Directors canceled all 120,000 outstanding stock options that were granted on August 7, 2017 and were due to expire on August 6, 2020. In addition, the Board of Directors granted 180,000 options to employees. The new options have an exercise price of \$0.40, a term of 5 years, and vested immediately. The fair value of the options was determined using the Black-Scholes model using the following variables: stock price of \$0.40, volatility of 79.27%, expected term of 5 years with a forfeiture rate of 95%, and a discount factor of 0.72%. Share based compensation of \$2,282 was recognized during the ninemonth period ended September 30, 2020.

A summary of option activity during the nine-month period ended September 30, 2020 is as follows:

|                                | Number<br>Outstanding | Weighted-Average<br>Exercise Price Per<br>Share | Weighted-Average<br>Remaining Life<br>(Years) | Approximate Aggregate Intrinsic Value |
|--------------------------------|-----------------------|---|---|---------------------------------------|
| Outstanding and Exercisable at |                       |   |   |                                       |
| December 31, 2019              | 120,000               | \$0.40  | 0.6   | Nil                                   |
| Granted                        | 180,000               | \$0.40  | 5.0   |                                       |
| Canceled                       | (120,000)             | \$0.40  | -   |                                       |
| Outstanding and Exercisable at |                       |   | _   |                                       |
| September 30, 2020             | 180,000               | \$0.40  | 4.5   | Nil                                   |

#### **NOTE 5 – REVENUE**

Site Support Sales

**Total Sales** 

The Company derives revenues from the sales of industrial wireless products and accessories such as antennas, power supplies and cable assemblies. The Company also provides direct site support and engineering services to customers, such as repair and upgrade of its products. The Company's customers, to which trade credit terms are extended, consist of United States and local governments and foreign and domestic companies.

| For the three-month period ending September 30, |
|---|
|---|

|                    | For the three-month period ending September 30, |                  |                |                   |                  |                    |  |
|--------------------|---|------------------|----------------|-------------------|------------------|--------------------|--|
|                    |   | 2020             |                |                   | 2019             |                    |  |
|                    | Domestic<br>Sales                               | Foreign<br>Sales | Total<br>Sales | Domestic<br>Sales | Foreign<br>Sales | Total<br>Sales     |  |
| Product Sales      | \$ 185,408                                      | \$ 9,711         | \$ 195,119     | \$ 346,118        | \$ 23,497        | \$ 369,615         |  |
| Site Support Sales | 7,750   | _                | 7,750          | 2,300             | -                | 2,300              |  |
| Total Sales        | \$ 193,158                                      | \$ 9,711         | \$ 202,869     | \$ 348,418        | \$ 23,497        | \$ 371,915         |  |
|                    |   | For the ni       | ne-month perio | od ending Septe   | ember 30,        |                    |  |
|                    |   | 2020             |                |                   | 2019             |                    |  |
|                    | Domestic<br>Sales                               | Foreign<br>Sales | Total<br>Sales | Domestic<br>Sales | Foreign<br>Sales | <b>Total Sales</b> |  |
| Product Sales      | \$ 617,547                                      | \$ 74,936        | \$ 692,483     | \$ 943,013        | \$163,053        | \$1,106,066        |  |

29,850

35,277

\$163,053

\$ 978,290

35,277

\$1,141,343

For the three-month period ended September 30, 2020, sales to four customers represented more than 10% of total revenue. Two customers represented more than 10% of total revenue for the same period in 2019.

\$ 74,936 \$ 722,333

29,850

\$ 647,397

|                     | 20 | 20 Sales | 2020 %age of | 20 | 19 Sales | 2019% age of |
|---------------------|----|----------|--------------|----|----------|--------------|
|                     |    |          | Total Sales  |    |          | Total Sales  |
| Domestic customer A | \$ | 26,875   | 13%          | \$ | 70,035   | 20%          |
| Domestic customer B | \$ | 25,640   | 13%          | \$ | 44,341   | 12%          |
| Domestic customer C | \$ | 24,864   | 12%          |    |          |              |
| Domestic customer D | \$ | 22,093   | 11%          |    |          |              |

For the nine-month period ended September 30, 2020, sales to one customer represented more than 10% of total revenue. One customer represented more than 10% of total revenue for the same period in 2019.

|                     | 2020 Sales | 2020 %age of | 2019 Sales | 2019 %age of |
|---------------------|------------|--------------|------------|--------------|
|                     |            | Total Sales  |            | Total Sales  |
| Domestic customer A | \$82,566   | 11%          | \$152,450  | 13%          |

As of September 30, 2020 and 2019, the Company had a sales order backlog of \$3,400 and \$6,691, respectively.

#### **NOTE 6 - LEASES**

The Company leases its facilities from a port authority for \$5,639 per month for three years, expiring in September 2020, with annual increases based upon the Consumer Price Index. The original lease was effective October 1, 2014 and contained a three-year renewal option and a provision for an annual increase of 2% per year, plus Leasehold Tax of 12.84%. On September 5, 2017, the Company exercised the three-year option. The first year of this option was not subject to the 2% increase. The lease did not contain the option to extend the lease beyond the September 2020 expiration.

For the three month and nine-month periods ended September 30, 2020 and 2019, lease expenses are included in the following expense classifications on the statement of operations:

For the three-month period ending September 30,

|                       |               | 2020               |           | 2019          |                    |           |  |
|-----------------------|---------------|--------------------|-----------|---------------|--------------------|-----------|--|
|                       | Cost of sales | Operating expenses | Total     | Cost of sales | Operating expenses | Total     |  |
| Base rent pursuant to |               |                    |           |               |                    |           |  |
| lease agreement       | \$ 2,998      | \$ 11,995          | \$ 14,993 | \$ 2,947      | \$ 11,788          | \$ 14,735 |  |
| Variable lease costs  | 385           | 1,540              | 1,925     | 378           | 1,514              | 1,892     |  |
| Total lease costs     | \$ 3,383      | \$ 13,535          | \$ 16,918 | \$ 3,325      | \$ 13,302          | \$ 16,627 |  |

For the nine-month period ending September 30,

|                       | 2020          |                    |           | 2019          |                    |           |  |
|-----------------------|---------------|--------------------|-----------|---------------|--------------------|-----------|--|
|                       | Cost of sales | Operating expenses | Total     | Cost of sales | Operating expenses | Total     |  |
| Base rent pursuant to |               |                    |           |               |                    |           |  |
| lease agreement       | \$ 8,996      | \$ 36,163          | \$ 45,159 | \$ 8,842      | \$ 35,362          | \$ 44,204 |  |
| Variable lease costs  | 1,155         | 4,620              | 5,775     | 1,134         | 4,542              | 5,676     |  |
| Total lease costs     | \$ 10,151     | \$ 40,783          | \$ 50,934 | \$ 9,976      | \$ 39,906          | \$ 49,880 |  |

On September 23, 2020 the Company signed a new two-year lease for its facilities for \$3,568 and \$3,687 per month for the respective year. The base lease is \$3,162 and \$3,267 for years one and two. There is a leasehold tax applied to the base lease at 12.84%. The Company has the right to terminate the lease with 90 days' notice. There is no renewal clause contained in the current lease. Upon signing the lease, the Company recognized a lease liability and right of use asset of \$74,005.

Total future lease payments under the new lease are as follows:

| From October 1, 2020 to September 30, 2021 | \$<br>37,944 |
|--|--------------|
| From October 1, 2021 to September 30, 2022 | 39,209       |
| Less imputed interest                      | <br>(3,148)  |
| Net lease liability                        | <br>74,005   |
| Current portion                            | <br>(35,632) |
| Long-term portion                          | \$<br>38,373 |

#### **NOTE 7 – STOCK REPURCHASE**

On January 13, 2016, the Company's Board of Directors approved a resolution authorizing the repurchase of up to \$100,000 of the Company's Common Stock at the price of \$0.38 per share. The Company's share repurchase program does not obligate it to acquire any specific number of shares. On March 2, 2016, the Company's Board of Director approved a resolution authorizing the repurchase of an additional \$150,000 of the Company's Common Stock at the price of \$0.38 per share. Under the program (the "Stock Repurchase Plan"), shares may be repurchased in open market transactions, complying with Rule 10b5-1 and Rule 10b-18 under the Securities Exchange Act of 1934, as amended (the "Exchange Act"). Shares repurchased are retired. During the nine-month period ended September 30, 2020, no shares were repurchased; 39,246 shares for \$14,920 were repurchased in the nine-month period ended September 30, 2019. Since inception of the Stock Repurchase Plan, the Company has repurchased 212,165 shares for a total of \$80,622 through September 30, 2020 and \$169,378 of the original \$250,000 approved by the board remains. On April 23, 2020, repurchases were suspended indefinitely.

#### NOTE 8 – CARES ACT LOANS PAYABLE

On March 27, 2020, the Coronavirus Aid, Relief, and Economic Security (the "CARES Act") Act was signed into United States law.

In April 2020, the Company received a loan of \$171,712 pursuant to the Paycheck Protection Program (the "PPP") under Division A, Title I, Section 1102 and 1106 of the CARES Act. The loan, which was in the form of a promissory note, as amended, dated April 13, 2020 issued by the Company (the "Note"); the Note matures on April 13, 2022 and bears interest at a rate of 1% per annum. The Note may be prepaid by the Company at any time prior to maturity with no prepayment penalties. Under the terms of the PPP, certain amounts of the loan may be forgiven if they are used for qualifying expenses as described in the CARES Act. Qualifying expenses include payroll costs, costs used to continue group health care benefits, mortgage payments, rent, and utilities. As of September 30, 2020, the Company has used funds from the loan to pay qualifying expenses. The Company intends to apply for forgiveness of the loan when it receives instructions from the lender at which time grant income of \$171,712 will be recognized.

During the nine months ended September 30, 2020, the Company received \$9,000 under Division A, Title I, Section 1110 of the CARES Act. The Company is not required to pay this amount back and thus recognized \$9,000 as government grant income during the period.

#### Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations.

## MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATION

Management's discussion and analysis is intended to be read in conjunction with the Company's unaudited financial statements and the integral notes thereto for the quarter ended September 30, 2020. The following statements may be forward looking in nature and actual results may differ materially.

#### A. RESULTS OF OPERATIONS

As a result of COVID-19, and governmental responses thereto, are experiencing some negative impacts to our business, primarily as a result of reductions in staffing by our customers, and their customers, which is lengthening our normal sales cycles. Many of our customers are also restricting visits from vendors. All of our planned trade shows and sales presentations have been canceled or postponed as a result of the risks associated with face to face meetings. We have utilized various platforms to provide current customers and potential customers with presentations about our products and services. We have also experienced some delays in our supply chain but none of these COVID-19 related disruptions, to the supply chain, has been significant at this point.

REVENUES: Total revenues from sales decreased to \$202,869 for the third quarter of 2020 as compared to \$371,915 in the third quarter of 2019, reflecting a decrease of 45.5%. Management believes the decrease in sales revenues is due to the impact of the COVID-19 stay at home orders when compared with the same quarter of 2019. Year to date total revenues from sales decreased to \$722,333 in 2020 as compared to \$1,141,343 in 2019, reflecting a decrease of 36.7%. Management believes the decrease in sales revenues is due to the impact of the COVID-19 stay at home orders when compared with the same period of 2019.

The Company's revenues have historically fluctuated from quarter to quarter due to timing factors such as product shipments to customers, customer order placement, customer buying trends, and changes in the general economic environment. The procurement process regarding plant and project automation, or project development, which usually surrounds the decision to purchase ESTeem products, can be lengthy. This procurement process may involve bid activities unrelated to the ESTeem products, such as additional systems and subcontract work, as well as capital budget considerations on the part of the customer. Because of the complexity of this procurement process, forecasts with regard to the Company's revenues are difficult to predict.

Although the COVID-19 situation represents a significant disruption to operations in 2020, we have taken steps intended to keep our staff safe. Staff, whose jobs allow, are telecommuting. Those whose jobs require specialized equipment continue to work on site and are keeping safe distances to minimize the potential to contract or spread the virus. We are observing social distancing for those employees that remain on-site. Masks have been provided to all employees to minimize the risk of exposure. Daily monitoring of temperatures as well as adding sanitizers have also been instituted.

A percentage breakdown of the Company's market segments of Domestic and Foreign Export sales for the three and nine month periods ended September 30, 2020 and 2019 are as follows:

|                | Three Months  | Three Months  | Nine Months   | Nine Months   |  |
|----------------|---------------|---------------|---------------|---------------|--|
|                | ended         | ended         | ended         | ended         |  |
|                | September 30, | September 30, | September 30, | September 30, |  |
|                | 2020          | 2019          | 2020          | 2019          |  |
|                |               |               |               |               |  |
| Domestic Sales | 95%           | 94%           | 90%           | 86%           |  |
| Export Sales   | 5%            | 6%            | 10%           | 14%           |  |

#### **BACKLOG:**

As of September 30, 2020, the Company had a sales order backlog of \$3,400. The Company's customers generally place orders on an "as needed basis". Shipment for most of the Company's products is generally made within 1 to 5 working days after receipt of customer orders, with the exception of ongoing, scheduled projects, and custom designed equipment.

#### **COST OF SALES:**

Cost of sales percentages for the third quarter of 2020 and 2019 were 52% and 44% of respective net sales. The cost of sales percentage increase in the third quarter of 2020 is the result of the product mix sold during the same quarter of 2019. Cost of sales percentages for the nine month periods ended September 30, 2020 and 2019 were 54% and 46%. The cost of sales percentage increase in the third quarter of 2020 is the result of the product mix sold during the same period of 2019.

#### **OPERATING EXPENSES:**

The following is a delineation of operating expenses:

|                            | Three Mo   | onths Ended | Nine Months Ended |            |            |             |
|----------------------------|------------|-------------|-------------------|------------|------------|-------------|
|                            | Sept. 30,  | Sept. 30,   | Increase          | Sept. 30,  | Sept. 30,  | Increase    |
|                            | 2020       | 2019        | (Decrease)        | 2020       | 2019       | (Decrease)  |
| General and administrative | \$ 55,761  | \$ 64,756   | \$ (8,995)        | \$ 221,431 | \$ 227,450 | \$ (6,019)  |
| Research and development   | 49,739     | 48,445      | 1,294             | 154,850    | 165,397    | (10,547)    |
| Marketing and sales        | 90,229     | 89,414      | 815               | 264,420    | 286,621    | (22,201)    |
| Total operating expenses   | \$ 195,729 | \$ 202,615  | \$ (6,886)        | \$ 640,701 | \$ 679 468 | \$ (38,767) |

**General and administrative:** For the third quarter of 2020, general and administrative expenses decreased \$8,995 to \$55,761, due to decreased wages when compared with the same quarter of 2019. For the nine-month period, general and administrative expenses decreased by \$6,019 to \$221,431, due to decreased wages and professional services.

**Research and development:** Research and development expenses increased \$1,294 to \$49,739 during the third quarter of 2020 due to increased wages when compared with the same quarter of 2019. For the nine-month period, research and development expenses decreased by \$10,547 to \$154,850, due to decreased prototype build costs.

**Marketing and sales:** During the third quarter of 2020, marketing and sales expenses increased \$815 to \$90,229 when compared with the same period of 2019, due to increased wages. For the nine-month period, marketing and sales expenses decreased by \$22,201 to \$264,420, due to decreased travel and trade shows.

#### **OTHER INCOME:**

The Company earned \$2,444 in interest income during the quarter ended September 30, 2020 and \$8,396 for the nine-month period. Sources of this income were money market accounts and certificates of deposit. The Company received a government grant under the CARES Act in the amount of \$9,000 for COVID relief.

#### **NET LOSS:**

The Company had a net loss of \$95,826 for the third quarter of 2020 compared to a net income of \$11,769 for the same quarter of 2019. For the nine-month period ended September 30, 2020, the Company recorded a net loss of \$288,007 compared with a net loss of \$49,275 for the same period of 2019. The increase in net loss during 2020 is the result of decreased sales revenues and gross income.

### B. FINANCIAL CONDITION, LIQUIDITY AND CAPITAL RESOURCES

The Corporation's current asset to current liabilities ratio at September 30, 2020 was 19.9 compared to 11.8 at December 31, 2019. The increase in current ratio is due to the reduction in accounts payable at September 30, 2020 as compared to December 31, 2019.

At September 30, 2020, the Company had cash and cash equivalents of \$143,340 as compared to cash and cash equivalent of \$274,936 at December 31, 2019, primarily reflecting cash provided in investing and financing activities.

Cash used in operating activities increased by \$144,177 for the nine-month period ended September 30, 2020 when compared to the same period in 2019. The increase is attributable to an increase in net loss for the period being \$238,732 greater than the same period in 2019.

Net cash provided from investing was \$50,001 due to the redemption of certificates of deposits maturing during the nine months of 2020. Cash provided from financing activities was \$171,712, which were the proceeds of the CARES Act loan received during the nine-month period ended September 30, 2020. We believe that the entire loan will be forgiven based on recent amendments to the CARES Act for forgiveness.

In management's opinion, the Company's cash and cash equivalents and other working capital at September 30, 2020 is sufficient to satisfy requirements for operations, capital expenditures, and other expenditures as may arise during 2020.

As a result of COVID-19, and governmental responses thereto, we are experiencing some negative impacts to our business, primarily as a result of reductions in staffing by our customers, and their customers, which is lengthening our normal sales cycles. Many of our customers are also restricting visits from vendors. All of our planned trade shows and sales presentations have been canceled or postponed as a result of the risks associated with face to face meetings. We have utilized various platforms to provide current customers and potential customers with presentations about our products and services. We have also experienced some delays in our supply chain but none of these COVID-19 related disruptions has been significant at this point.

FORWARD LOOKING STATEMENTS: The above discussion may contain forward looking statements that involve a number of risks and uncertainties. In addition to the factors discussed above, among other factors that could cause actual results to differ materially are the following: competitive factors such as rival wireless architectures and price pressures; availability of third party component products at reasonable prices; inventory risks due to shifts in market demand and/or price erosion of purchased components; change in product mix, and risk factors that are listed in the Company's reports and registration statements filed with the Securities and Exchange Commission.

#### **OFF-BALANCE SHEET ARRANGEMENTS**

The Company has no significant off-balance sheet arrangements that have or are reasonably likely to have a current or future effect on our financial condition, changes in financial condition, revenues or expenses, results of operations, liquidity, capital expenditures or capital resources that are material to its stockholders.

#### Item 3. Quantitative and Qualitative Disclosures About Market Risk.

There is no established market for trading the common stock of the Company. The market for the Company's common stock is limited, and as such shareholders may have difficulty reselling their shares when desired or at attractive market prices. The Common Stock is not regularly quoted in the automated quotation system of a registered securities system or association. Our common stock, par value \$0.001 per share, is quoted on the OTC Markets Group QB (OTCQB) under the symbol "ELST". The OTCQB is a network of security dealers who buy and sell stock. The dealers are connected by a computer network which provides information on current "bids" and "asks" as well as volume information. The OTCQB is not considered a "national exchange". The "over-the-counter" quotations do not reflect inter-dealer prices, retail mark-ups commissions or actual transactions. The Company's common stock has continued to trade in low volumes and at low prices. Some investors view low-priced stocks as unduly speculative and therefore not appropriate candidates for investment. Many institutional investors have internal policies prohibiting the purchase or maintenance of positions in low-priced stocks.

#### **Item 4. Controls and Procedures**

An evaluation has been performed under the supervision and with the participation of our management, including our Chief Executive Officer and Principal Accounting Officer, of the effectiveness of the design and the operation of our "disclosure controls and procedures" (as such term is defined in Rules 13a-15(e) under the Securities Exchange Act of 1934) as of September 30, 2020. Based on this evaluation, our Chief Executive Officer and Chief Financial Officer have determined that there was a material weakness affecting our internal control over financial reporting and, as a result of that weakness, our disclosure controls and procedures were not effective as of September 30, 2020.

#### The material weakness is as follows:

We did not maintain effective controls to ensure appropriate segregation of duties as the same officer and employee was responsible for the initiating and recording of transactions, thereby creating segregation of duties weaknesses. Due to the (1) significance of segregation of duties to the preparation of reliable financial statements; (2) the significance of potential misstatement that could have resulted due to the deficient controls; and, (3) the absence of sufficient other mitigating controls; we determined that this control deficiency resulted in more than a remote likelihood that a material misstatement or lack of disclosure within the annual or interim financial statements will not be prevented or detected.

#### **Changes in Internal Control Over Financial Reporting**

There have not been any changes in our internal control over financial reporting (as such term is defined in Rules 13a-15(e) and 15d-15(e) under the Exchange Act) during the most recent fiscal quarter that have materially affected, or are reasonably likely to materially affect, our internal control over financial reporting.

## PART II—OTHER INFORMATION

| None.                                    |
|--|
| Item 2. Unregistered Sales of Securities |
| None.                                    |
| Item 3. Defaults Upon Senior Securities  |
| None.                                    |
| Item 4. Mine Safety Disclosures          |
| Not Applicable                           |
| Item 5. Other Information                |
| None.                                    |

**Item 1. Legal Proceedings** 

### Item 6. Exhibits

| EXHIBIT<br>NUMBER | DESCRIPTION  |
|-------------------|--|
| 31.1              | Section 302 Certification, CEO                         |
| 31.2              | Section 302 Certification, CFO                         |
| 32.1              | Section 906 Certification, CEO                         |
| 32.2              | Section 906 Certification, CFO                         |
| 101.INS           | XBRL Instance Document                                 |
| 101.SCH           | XBRL Taxonomy Extension Schema Document                |
| 101.CAL           | XBRL Taxonomy Extension Calculation Linkbase Document  |
| 101.DEF           | XBRL Taxonomy Extension Definition Linkbase Document   |
| 101.LAB           | XBRL Taxonomy Extension Label Linkbase Document        |
| 101.PRE           | XBRL Taxonomy Extension Presentation Linkbase Document |

#### **SIGNATURES**

In accordance with the requirements of the Exchange Act, the registrant caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

#### ELECTRONIC SYSTEMS TECHNOLOGY, INC.

By: /s/ Michael W. Eller

Date: October 26, 2020 Name: Michael W. Eller

Title: President

(Principal Executive Officer)

By: /s/ Michael W. Eller

Date: October 26, 2020 Name: Michael W. Eller

Title: President

(Principal Accounting Officer)

#### Exhibit 31.1

#### **CERTIFICATION**

#### I, Michael Eller, certify that:

- 1. I have reviewed this quarterly report on Form 10-Q of Electronic Systems Technology, Inc.;
- 2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report.
- 3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects, the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report.
- 4. The registrant's other certifying officer(s) and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:
  - (a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
  - (b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
  - (c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
  - (d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (fourth quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and
- 5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors:
  - (a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
  - (b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

/s/ Michael Eller

Michael Eller President

(Chief Executive Officer) Date: October 26, 2020

A signed original of this written statement has been provided to the registrant and will be retained by the registrant to be furnished to the Securities and Exchange Commission or its staff upon request.

#### Exhibit 31.2

#### CERTIFICATION

#### I, Michael Eller, certify that:

- 1. I have reviewed this quarterly report on Form 10-Q of Electronic Systems Technology, Inc.;
- 2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report.
- 3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects, the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report.
- The registrant's other certifying officer(s) and I are responsible for establishing and maintaining disclosure 4. controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:
  - (a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
  - (b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
  - (c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
  - (d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (fourth quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and
- The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal 5. control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors:
  - (a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
  - (b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

/s/ Michael Eller

Michael Eller President

Principal Accounting Officer Date: October 26, 2020

A signed original of this written statement has been provided to the registrant and will be retained by the registrant to be furnished to the Securities and Exchange Commission or its staff upon request.

#### **CERTIFICATION**

## PURSUANT TO SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002 (18 U.S.C. 1350)

In connection with the quarterly report of Electronic Systems Technology Inc. (the "Company") on Form 10-Q for the quarter ended September 30, 2020 as filed with the Securities and Exchange Commission on the date hereof (the "Report"), I, Michael Eller, certify, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that:

- 1. The Report fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934; and
- 2. The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

/s/ Michael Eller

Michael Eller President

(Chief Executive Officer) Date: October 26, 2020

This certification is being furnished to the Securities and Exchange Commission as an exhibit to the Quarterly Report and shall not be deemed filed by the Company for purposes of §18 of the Securities Exchange Act of 1934, as amended; and is not to be incorporated by reference into any filing of the Company, whether made before or after the date hereof, regardless of any general incorporation language in such filing.

A signed original of this written statement has been provided to the Registrant and will be retained by the Registrant to be furnished to the Securities and Exchange Commission or its staff upon request.

#### **CERTIFICATION**

## PURSUANT TO SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002 (18 U.S.C. 1350)

In connection with the quarterly report of Electronic Systems Technology Inc. (the "Company") on Form 10-Q for the quarter ended September 30, 2020 as filed with the Securities and Exchange Commission on the date hereof (the "Report"), I, Michael Eller, certify, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that:

- 1. The Report fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934; and
- 2. The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

/s/ Michael Eller

Michael Eller President (Principal Accounting Officer) Date: October 26, 2020

This certification is being furnished to the Securities and Exchange Commission as an exhibit to the Quarterly Report and shall not be deemed filed by the Company for purposes of §18 of the Securities Exchange Act of 1934, as amended.; and is not to be incorporated by reference into any filing of the Company, whether made before or after the date hereof, regardless of any general incorporation language in such filing.

A signed original of this written statement has been provided to the Registrant and will be retained by the Registrant to be furnished to the Securities and Exchange Commission or its staff upon request.