COSTAR TECHNOLOGIES, INC.
AND SUBSIDIARIES

CONSOLIDATED FINANCIAL STATEMENTS AND
INDEPENDENT AUDITOR'S REVIEW REPORT

September 30, 2017

COSTAR TECHNOLOGIES, INC. AND SUBSIDIARIES

CONTENTS

RSM US LLP

Independent Auditor's Review Report

To the Audit Committee
Costar Technologies, Inc.

Report on the Financial Statements

We have reviewed the accompanying consolidated financial statements of Costar Technologies, Inc. and its subsidiaries (the Company), which comprise the consolidated balance sheet as of September 30, 2017, and the related consolidated statements of income, changes in stockholders' equity and cash flows for the three-month and nine-month periods ended September 30, 2017 and 2016.

Management's Responsibility

The Company's management is responsible for the preparation and fair presentation of the interim financial information in accordance with accounting principles generally accepted in the United States of America; this responsibility includes the design, implementation and maintenance of internal control sufficient to provide a reasonable basis for the preparation and fair presentation of interim financial information in accordance with generally accepted accounting principles.

Auditor's Responsibility

Our responsibility is to conduct our reviews in accordance with auditing standards generally accepted in the United States of America applicable to reviews of interim financial information. A review of interim financial information consists principally of applying analytical procedures and making inquiries of persons responsible for financial and accounting matters. It is substantially less in scope than an audit conducted in accordance with auditing standards generally accepted in the United States of America, the objective of which is the expression of an opinion regarding the financial information. Accordingly, we do not express such an opinion.

Conclusion

Based on our reviews, we are not aware of any material modifications that should be made to the accompanying interim financial information for it to be in accordance with accounting principles generally accepted in the United States of America.

Report on the Balance Sheet as of December 31, 2016

We have previously audited, in accordance with auditing standards generally accepted in the United States of America, the consolidated balance sheet as of December 31, 2016, and the related consolidated statements of income, changes in stockholders' equity and cash flows for the year then ended (not presented herein), and we expressed an unmodified audit opinion on those audited consolidated financial statements in our report, dated April 10, 2017. In our opinion, the accompanying consolidated balance sheet of Costar Technologies, Inc. and its subsidiaries as of December 31, 2016, is consistent, in all material respects, with the audited consolidated financial statements from which it has been derived.

RSM US LLP

Dallas, Texas
November 14, 2017

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COSTAR TECHNOLOGIES, INC. AND SUBSIDIARIES

CONSOLIDATED BALANCE SHEETS
(AMOUNTS SHOWN IN THOUSANDS)

	September 30, 2017 (Reviewed)	December 31, 2016 (Audited)
ASSETS		
Current assets		
Cash and cash equivalents	$ 3	$ 1,083
Accounts receivable, less allowance for doubtful accounts of $155 and $71 in 2017 and 2016, respectively	6,615	5,330
Inventories, net of reserve for obsolescence of $806 and $696 in 2017 and 2016, respectively	9,405	10,579
Prepaid expenses	640	820
Total current assets	16,663	17,812
Non-current assets		
Property and equipment, net	907	792
Deferred financing costs, net	29	39
Deferred tax asset, net	6,962	6,962
Trade names, net	2,752	3,005
Distribution agreement, net	642	697
Customer relationships, net	5,786	6,354
Covenant not to compete, net	135	160
Patents, net	7	8
Technology, net	419	469
Goodwill	5,574	5,593
Other non-current assets	109	109
Total non-current assets	23,322	24,188
Total assets	$ 39,985	$ 42,000
LIABILITIES AND STOCKHOLDERS' EQUITY		
Current liabilities		
Accounts payable	$ 2,952	$ 3,449
Accrued expenses and other	1,857	2,656
Line of credit		1,071
Current maturities of long-term debt	989	738
Contingent purchase price	480	1,367
Current maturities of notes payable, related party	740	804
Total current liabilities	7,018	10,085
Long-Term liabilities		
Long-term debt, net of current maturities	6,174	6,216
Contingent purchase price	3,099	2,152
Notes payable, related party, net of current maturities	998	1,456
Total long-term liabilities	10,271	9,824
Total liabilities	17,289	19,909
Commitments and Contingencies		
Stockholders' Equity		
Preferred stock		
Common stock	3	3
Additional paid in capital	156,716	156,409
Accumulated deficit	(129,502)	(129,800)
Less common stock held in treasury, at cost	(4,521)	(4,521)
Total stockholders' equity	22,696	22,091
Total liabilities and stockholders' equity	$ 39,985	$ 42,000

See independent auditor's review report and notes to consolidated financial statements.

COSTAR TECHNOLOGIES, INC. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF INCOME
(AMOUNTS SHOWN IN THOUSANDS, EXCEPT NET INCOME PER SHARE)

	Three Months Ended September 30, 2017 (Reviewed)	Three Months Ended September 30, 2016 (Reviewed)	Nine Months Ended September 30, 2017 (Reviewed)	Nine Months Ended September 30, 2016 (Reviewed)
Net revenues	$ 11,488	$ 9,884	$ 31,341	$ 29,096
Cost of revenues	6,886	5,965	18,646	17,882
Gross profit	4,602	3,919	12,695	11,214
Selling, general and administrative expenses	3,388	2,813	9,726	8,082
Engineering and development expense	649	585	1,964	1,814
Transaction and related expense			68	
Change in fair value of contingent purchase price	(124)		60	
	3,913	3,398	11,818	9,896
Income from operations	689	521	877	1,318
Other income (expenses)				
Interest expense	(114)	(23)	(361)	(94)
Other income, net	1	1	4	4
Total other expenses, net	(113)	(22)	(357)	(90)
Income before taxes	576	499	520	1,228
Income tax provision	231	197	222	487
Net income	$ 345	$ 302	$ 298	$ 741
Net income per share:				
Basic	$ 0.23	$ 0.20	$ 0.20	$ 0.50
Diluted	$ 0.22	$ 0.19	$ 0.19	$ 0.48
Weighted average shares outstanding				
Basic	1,528	1,498	1,513	1,492
Diluted	1,587	1,550	1,569	1,542

See independent auditor's review report and notes to consolidated financial statements.

COSTAR TECHNOLOGIES, INC. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CHANGES IN STOCKHOLDERS' EQUITY
(AMOUNTS SHOWN IN THOUSANDS)

For the Nine Months Ended September 30, 2017 and 2016

	Common Stock		Additional	Accumulated	Treasury Stock		Total Stockholders'
	Shares	Amount	Paid - In Capital	Deficit	Shares	Amount	Equity
Balances at December 31, 2015 (audited)	1,711	$ 3	$ 156,216	$ (130,434)	226	$ (4,521)	$ 21,264
Net income				741			741
Stock based compensation	13		138				138
Balances at September 30, 2016 (reviewed)	1,724	$ 3	$ 156,354	$ (129,693)	226	$ (4,521)	$ 22,143
Balances at December 31, 2016 (audited)	1,719	$ 3	$ 156,409	$ (129,800)	226	$ (4,521)	$ 22,091
Net income				298			298
Exercise of stock options	18		90				90
Stock based compensation	21		217				217
Balances at September 30, 2017 (reviewed)	1,758	$ 3	$ 156,716	$ (129,502)	226	$ (4,521)	$ 22,696

See independent auditor's review report and notes to consolidated financial statements.

COSTAR TECHNOLOGIES, INC. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CASH FLOWS
(AMOUNTS SHOWN IN THOUSANDS)

For the Nine Months Ended September 30,	2017 (Reviewed)	2016 (Reviewed)
Cash flows from operating activities		
Net income	$ 298	$ 741
Adjustments to reconcile net income to net cash provided by operating activities:		
Loss on asset disposal	10	
Stock based compensation	217	138
Depreciation and amortization	1,133	409
Amortization of deferred financing costs	19	29
Provision for doubtful accounts	84	15
Provision for obsolete inventory	110	12
Change in fair value of contingent purchase price	60	
Changes in operating assets and liabilities		
Accounts receivable, net	(1,369)	(196)
Inventories, net	1,002	(889)
Prepaid expenses	180	43
Other non-current assets		(109)
Accounts payable	(497)	(881)
Accrued expenses and other	(799)	1,330
Net cash provided by operating activities	448	642
Cash flows from investing activities		
Purchase of property and equipment	(244)	(38)
Refund of purchase price on the acquisition of Innotech	19	
Net cash used in investing activities	(225)	(38)
Cash flows from financing activities		
Repayment of line of credit	(1,071)	(154)
Proceeds from long-term debt	700	
Repayment of long-term debt	(500)	(450)
Repayment of notes payable, related party	(522)	
Exercise of stock options	90	
Net cash used in financing activities	(1,303)	(604)
Net decrease in cash and cash equivalents	(1,080)	
Cash and cash equivalents, beginning of period	1,083	
Cash and cash equivalents, end of period	$ 3	$
Supplemental disclosure of cash flow information:		
Cash paid during the period for interest	$ 268	$ 65
Cash paid during the period for taxes	$ 32	$ 87
Supplemental disclosure of noncash operating and investing activities:		
Demonstrative equipment transferred from inventory to property and equipment	$ 62	$

See independent auditor's review report and notes to consolidated financial statements.

1. Nature of Operations

Costar Technologies, Inc. ("Costar Technologies") was incorporated in the State of Delaware in February 1997 under the name "Fairmarket, Inc.". Costar Technologies, and its wholly owned subsidiaries, Costar Video Systems, LLC ("Costar") and its wholly owned subsidiary Innotech Security, Inc. ("Innotech), LQ Corporation ("LQ") and CohuHD Costar, LLC ("CohuHD Costar") (collectively the "Company"), develops, designs and distributes a range of security solution products such as surveillance cameras, lenses, digital video recorders and high speed domes as well as industrial vision products to observe repetitive production and assembly lines, thereby increasing efficiency by detecting faults in the production process. CohuHD Costar is a leading provider of video cameras and related products, specializing in IP video solutions for traffic monitoring, security, surveillance and military applications; and accessories, such as cables, camera mounts, lenses and data storage devices.

On December 29, 2016 Costar purchased Innotech, a value-added manufacturer of customized video, security surveillance systems and components for major U.S. retailers, restaurant chains and public venues requiring high quality, surveillance security (See Note 4).

2. Summary of Significant Accounting Policies

Basis of Presentation

The accompanying consolidated financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America ("GAAP"), except that certain information and notes have been condensed or omitted, and include the accounts of Costar Technologies and its wholly owned subsidiaries. All material intercompany transactions have been eliminated in consolidation. These consolidated financial statements should be read in conjunction with our consolidated financial statements for the year ended December 31, 2016.

These consolidated financial statements were approved by management and available for issuance on November 14, 2017. Subsequent events have been evaluated through this date.

Commitments and Contingencies

The Company records and/or discloses commitments and contingencies in accordance with ASC 450, Contingencies. ASC 450 applies to an existing condition, situation, or set of circumstances involving uncertainty as to possible loss that will ultimately be resolved when one or more future events occur or fail to occur. At this time there are no matters that are expected to have an adverse, material effect on the consolidated financial statements.

Use of Estimates

The preparation of consolidated financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the consolidated financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Cash Equivalents

The Company considers all highly liquid debt instruments with original maturities of three months or less to be cash equivalents**.** As of September 30, 2017 and December 31, 2016, the Company had $3 and $1,083 in cash equivalents, respectively.

(AMOUNTS SHOWN IN THOUSANDS)

2. Summary of Significant Accounting Policies (continued)

Accounts Receivable and Allowance for Doubtful Accounts

Accounts receivable are uncollateralized customer obligations recorded at net realizable values. The Company maintains an allowance for estimated losses resulting from the failure of customers to make required payments and for anticipated returns. The allowance is based on specific facts and circumstances surrounding individual customers as well as historical experience. Provisions for losses on receivables and returns are charged to income to maintain the allowance at a level considered adequate to cover losses and future returns. Receivables are charged off against the reserve when they are deemed uncollectible and returns are charged off against the reserve when the actual returns are incurred.

Inventories

Inventories are recorded on the first in first out basis and are stated at the lower of average cost, standard cost or net realizable value. A provision is made to reduce excess or obsolete inventories to their net realizable value. The reserve for inventory obsolescence was $806 and $696 as of September 30, 2017 and December 31, 2016, respectively. Inventories at September 30, 2017 and December 31, 2016 were comprised of the following:

	September 30, 2017	December 31, 2016
Parts, components, and materials	$ 2,520	$ 2,477
Work-in-process	551	767
Finished products	6,334	7,335
Total Inventory	$ 9,405	$ 10,579

Property and Equipment

Property and equipment are stated at cost less accumulated depreciation and amortization. Depreciation and amortization is computed using the straight-line method over estimated useful lives of 3-5 years as follows:

Computer hardware and software	3 years
Furniture and fixtures and demo and network equipment	3 - 5 years
Leasehold improvements	Shorter of lease term or asset useful life

Long-Lived Assets

In accordance with GAAP, intangible assets with indefinite lives are not amortized, but instead tested for impairment. Intangible assets are reviewed for impairment at least annually or whenever events or changes in circumstances indicate the carrying value of the assets may not be recoverable. Impairment losses are recognized if the fair value of the intangible asset is less than its carrying value.

Property and equipment and intangible assets with finite lives are amortized over their estimated useful lives. These assets are reviewed for impairment, at the asset group level, whenever events or changes in circumstances indicate that the carrying amounts of the assets may not be recoverable. A loss is recognized in the consolidated statements of income if it is determined that an impairment exists based on expected future undiscounted cash flows. The amount of the impairment is the excess of the carrying amount of the impaired asset over its fair value.

2. Summary of Significant Accounting Policies (continued)

Goodwill

Goodwill is tested annually for impairment, or sooner when circumstances indicate an impairment may exist. The Company has elected to first perform a qualitative assessment, based on the entity's events and circumstances, to determine whether it is more likely than not that the fair value of a reporting unit is less than its carrying amount. The results of this qualitative assessment determine whether it is necessary to perform an impairment test. There were no impairments recognized during the nine month period ending September 30, 2017 and year ending December 31, 2016.

Fair Value Measurements

The Company follows the guidance from FASB ASC 820, Fair Value Measurements and Disclosures, which defines fair value, establishes guidelines for measuring fair value and expands disclosures regarding fair value measurements. This accounting standard does not require any new fair value measurements. The Company applies fair value accounting for all financial assets and liabilities and non-financial assets and liabilities that are recognized or disclosed at fair value in the financial statements on a recurring basis. The Company defines fair value as the price that would be received from selling an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. When determining the fair value measurements for assets and liabilities, which are required to be recorded at fair value, the Company considers the principal or most advantageous market in which the Company would transact and the market-based risk measurements or assumptions that market participants would use in pricing the asset or liability, such as inherent risk, transfer restrictions and credit risk (See Note 5).

Revenue Recognition

The Company ships and invoices its sales in accordance with signed purchase orders. The Company only recognizes revenue when it is realized and earned when the following criteria are met: there is evidence of an agreement; delivery has occurred; the selling price is fixed or determinable; and collectability is reasonably assured. The Company considers criteria to have been met when goods are shipped in accordance with signed purchase orders. Any software imbedded in the products sold is considered incidental to the product being sold.

Recent Accounting Pronouncements

In May 2017 the Financial Accounting Standards Board (FASB) issued Accounting Standards Update No. 2017-09 (ASU 2017-09): Compensation – Stock Compensation which provides clarity and reduces both the diversity in practice and cost and complexity when applying the guidance in Topic 718, Compensation – Stock Compensation to a change to the terms or conditions of a share-based payment award. ASU 2017-09 is effective in fiscal years beginning after December 15, 2017. The Company is currently evaluating the impact of the pending adoption of ASU 2017-09 on the consolidated financial statements.

In January 2017 the FASB issued Accounting Standards Update No. 2017-04 (ASU 2017-04): Intangibles – Goodwill and Other, which eliminates step two from the annual goodwill impairment test. ASU 2017-04 is effective in fiscal years beginning after December 15, 2020. The Company is currently evaluating the impact of the pending adoption of ASU 2017-04 on the consolidated financial statements.

2. Summary of Significant Accounting Policies (continued)

Recent Accounting Pronouncements (continued)

In August 2016 the FASB issued Accounting Standards Update No. 2016-15 (ASU 2016-15): Statement of Cash Flows (Topic 230): Classification of Certain Cash Receipts and Cash Payments, a consensus of the Emerging Issues Task Force. ASU 2016-15 provides guidance on how certain transactions are classified in the statement of cash flows. ASU 2016-15 clarifies the classification of debt prepayment or debt extinguishment costs, settlement of zero-coupon debt instruments, contingent consideration payments subsequent to a business combination, proceeds from the settlement of insurance claims, proceeds from the settlement of corporate and bank-owned life insurance policies, distributions received from equity method investments, beneficial interests in securitization transactions and separately identifiable cash flows and application of the predominance principle in the statement of cash flows. ASU 2016-15 requires retrospective application and is effective for financial statements issued for fiscal years beginning after December 15, 2017 and interim periods within those fiscal years, with early adoption permitted. The Company is currently evaluating the impact of the pending adoption of ASU 2016-15 on the consolidated financial statements.

In May 2016 the FASB issued Accounting Standards Update No. 2016-12 (ASU 2016-12): Revenue from Contracts with Customers: Narrow-Scope Improvements and Practical Expedients. In April 2016 the FASB issued Accounting Standards Update No. 2016-10 (ASU 2016-10): Revenue from Contracts with Customers: Identifying Performance Obligations and Licensing. In March 2016 the FASB issued Accounting Standards Update No. 2016-08 (ASU 2016-08): Revenue from Contracts with Customers: Principal versus Agent Considerations. These amendments provide additional clarification and implementation guidance on the previously issued Accounting Standards Update No. 2014-09: Revenue from Contracts with Customers. ASU 2016-12 provides clarifying guidance on assessing collectability, noncash consideration, presentation of sales taxes and transition. ASU 2016-10 provides additional guidance on materiality of performance obligations, evaluating distinct performance obligations, treatment of shipping and handling costs and determining whether an entity's promise to grant a license provides a customer with either a right to use or access an entity's intellectual property. ASU 2016-08 clarifies how an entity should identify the specified good or service for the principal versus agent evaluation and how it should apply the control principle to certain types of arrangements. ASU 2016-10 and ASU 2016-08 are effective in connection with ASU 2014-09.

In March 2016 the FASB issued Accounting Standards Update No. 2016-09 (ASU 2016-09): Compensation – Stock Compensation: Improvements to Employee Share-Based Payment Accounting, effective for annual periods beginning after December 15, 2016, and interim periods within those annual periods. ASU 2016-09 simplifies several aspects of the stock compensation guidance including income tax consequences, classification of awards as either equity or liabilities, classification on the statement of cash flows, expected term of awards and the intrinsic value election for liability-classified awards. The amendments in ASU 2016-09 are to be applied differently upon adoption with certain amendments being applied prospectively, retrospectively and under a modified retrospective transition method. The Company adopted and applied ASU 2016-09 during the nine month period ended September 30, 2017 which did not have a material impact on the consolidated financial statements.

2. Summary of Significant Accounting Policies (continued)

Recent Accounting Pronouncements (continued)

In February 2016 the FASB issued Accounting Standards Update No. 2016-02 (ASU 2016-02): Leases, effective for fiscal years beginning after December 15, 2018, including interim periods within those fiscal years. ASU 2016-02 was issued in three parts: Section A, "Leases: Amendments to the FASB Accounting Standards Codification," Section B, "Conforming Amendments Related to Leases: Amendments to the FASB Accounting Standards Codification," and Section C, "Background Information and Basis for Considerations." The most significant change for lessees is the requirement under the new guidance to recognize right-of-use assets and lease liabilities for all leases not considered short-term leases. Other changes in the new guidance include: (a) defining initial direct costs to only include those incremental costs that would not have been incurred if the lease had not been entered into, (b) requiring related party leases to be accounted for based on their legally enforceable terms and conditions, (c) eliminating the additional requirements that must be applied today to leases involving real estate and (d) revising the circumstances under which the transfer contract in a sale-leaseback transaction should be accounted for as the sale of an asset by the seller-lessee and the purchase of an asset by the buyer-lessor. In addition, leases are subject to new disclosure requirements. The Company is currently evaluating the impact of the pending adoption of ASU 2016-02 on the consolidated financial statements.

In July 2015, the FASB issued Accounting Standards Update No. 2015-11 (ASU 2015-11): Simplifying the Measurement of Inventory, effective for annual and interim periods beginning after December 15, 2016. ASU 2015-11 changes the inventory measurement principle for entities using the first-in, first out (FIFO) or average cost methods. For entities utilizing one of these methods, the inventory measurement principle will change from lower of cost or market to the lower of cost and net realizable value. The Company adopted and applied ASU 2015-11 during the nine month period ending September 30, 2017 which did not have a material impact on the consolidated financial statements.

In May 2014, the FASB issued Accounting Standards Update 2014-09 (ASU 2014-09): Revenue from Contracts with Customers (Topic 606), to supersede nearly all existing revenue recognition guidance under U.S. GAAP. The core principle of ASU 2014-09 is to recognize revenues when promised goods or services are transferred to customers in an amount that reflects the consideration to which an entity is expected to be entitled for those goods or services. ASU 2014-09 defines a five step process to achieve this core principle and, in doing so, it is possible more judgment and estimates may be required within the revenue recognition process than required under existing U.S. GAAP, including identifying performance obligations in the contract, estimating the amount of variable consideration to include in the transaction price and allocating the transaction price to each performance obligation. ASU 2014-09 is effective for the Company in the first quarter of fiscal year 2018, with early adoption permitted, using either of two methods: (a) retrospective to each prior reporting period presented with the option to elect certain practical expedients as defined within ASU 2014-09; or (b) retrospective with the cumulative effect of initially applying ASU 2014-09 recognized at the date of initial application and providing certain additional disclosures as defined in ASU 2014-09. The Company has selected the modified retrospective transition method and is currently evaluating the impact of the pending adoption of ASU 2014-09 on the consolidated financial statements.

Research and Development

Expenditures for research, development and engineering of software and hardware products, that are included in operating expenses in the consolidated statements of income, are expensed as incurred.

(AMOUNTS SHOWN IN THOUSANDS)

2. Summary of Significant Accounting Policies (continued)

Stock Based Compensation (per share amounts shown in whole numbers)

The Company complies with the accounting and reporting requirements of the Accounting for Stock Based Compensation guidelines which require companies to record compensation expense for share-based awards issued to employees in exchange for services provided. The amount of the compensation expense is based on the estimated fair value of the awards on their grant dates and is generally recognized over the applicable vesting period.

The fair value of stock options is determined using an option-pricing model that takes into account the stock price at the grant date, the exercise price, the expected life of the option, the volatility of the underlying stock, expected dividends, and the risk free interest rate over the expected life of the option.

During the nine months ended September 30, 2017 and 2016 the Company recognized $217 and $138 in stock based compensation expense in its consolidated financial statements relating to the issuance of stock options and stock awards, respectively (See Note 11).

The fair value of the stock options granted during the nine month periods ending September 30, 2017 and 2016 was estimated on the date of grant using the Black-Scholes valuation model based on the following assumptions:

	Nine Months Ended September 30,	
	2017	**2016**
Expected dividend yield	0.00%	0.00%
Expected stock price volatility	66.55% - 67.75%	68.85% - 69.77%
Risk-free interest rate	2.00%	2.00%
Expected life	10 years	10 years
Weighted-average fair value of options granted	$7.77	$6.36

Basic and Diluted Net Income per Share (per share amounts shown in whole numbers)

Basic income per share is computed by dividing income attributable to common shareholders by the weighted average number of common shares outstanding for the period. Diluted income per share reflects the dilution of common stock equivalents such as options to the extent the impact is dilutive. As the Company incurred net income for the three and nine month periods ended September 30, 2017 and 2016, potentially dilutive securities have been included in the diluted net income per share computations and any potentially anti-dilutive shares have been excluded and are shown in the table below.

(AMOUNTS SHOWN IN THOUSANDS)

2. Summary of Significant Accounting Policies (continued)

Basic and Diluted Net Income per Share (per share amounts shown in whole numbers) (continued)

The following table reconciles the number of shares utilized in the net income per share calculations for the three and nine months ended September 30, 2017 and 2016:

	Three Months Ended September 30, 2017	Three Months Ended September 30, 2016	Nine Months Ended September 30, 2017	Nine Months Ended September 30, 2016
Net income	$ 345	$ 302	$ 298	$ 741
Shares				
Weighted average shares outstanding - basic	1,528	1,498	1,513	1,492
Weighted average dilutive share equivalents from stock options	59	52	56	50
Weighted average shares outstanding - diluted	1,587	1,550	1,569	1,542
Net income per share - basic	$ 0.23	$ 0.20	$ 0.20	$ 0.50
Net income per share - diluted	$ 0.22	$ 0.19	$ 0.19	$ 0.48

The number of potentially dilutive shares from stock options excluded from the diluted net income per share calculation as of September 30, 2017 and September 30, 2016 was 40 and 35, respectively.

Income Taxes

The Company complies with GAAP which requires an asset and liability approach to financial reporting for income taxes. Deferred income tax assets and liabilities are computed for differences between the consolidated financial statement and tax basis of assets and liabilities that will result in future taxable or deductible amounts, based on enacted tax laws and rates applicable to the periods in which the differences are expected to affect taxable income. Valuation allowances are established, when necessary, to reduce deferred income tax assets to the amount expected to be realized.

The determination of the Company's provision for income taxes requires significant judgment, the use of estimates, and the interpretation and application of complex tax laws. Significant judgment is required in assessing the timing and amounts of deductible and taxable items and the probability of sustaining uncertain tax positions. The benefits of uncertain tax positions are recorded in the Company's consolidated financial statements only after determining a more-likely-than-not probability that the uncertain tax positions will withstand challenge, if any, from tax authorities. When facts and circumstances change, the Company reassesses these probabilities and records any changes in the consolidated financial statements as appropriate.

In accordance with GAAP, the Company is required to determine whether a tax position is more likely than not to be sustained upon examination by the applicable taxing authority, including resolution of any related appeals or litigation processes, based on the technical merits of the position. The Company files an income tax return in the U.S. federal jurisdiction, and may file income tax returns in various U.S. states and foreign jurisdictions. The tax benefit recognized is measured as the largest amount of benefit that has a greater than fifty percent likelihood of being realized upon ultimate settlement. De-recognition of a tax benefit previously recognized results in the Company recording a tax liability that increases the accumulated deficit. Generally, the Company is no longer subject to income tax examination by major taxing authorities for the years before 2013.

(AMOUNTS SHOWN IN THOUSANDS)

2. Summary of Significant Accounting Policies (continued)

Operating Segments

Operating segments are defined as components of an enterprise for which separate financial information is available and evaluated regularly by the chief operating decision maker, or decision-making group, in deciding how to allocate resources and in assessing performance. The Company recognizes three reportable segments: "Costar Video Systems," "CohuHD Costar" and "Other."

3. Segment Information

Our business segments offer a variety of products (See Note 1) and are managed separately as each business requires different technology and marketing strategies. Our reportable segments are Costar Video Systems (which includes Innotech), CohuHD Costar and Other. Costar Video Systems' products and services are largely used in retail security applications whereas CohuHD Costar's products are more focused on transportation, border security and other government applications. The Other segment encompasses the Company's costs associated with income taxes, company-wide financing (including interest expense), executive compensation and other corporate expenses.

Revenues and net income (loss) by reportable segment for the three and nine month periods ending September 30, 2017 and 2016 are as follows:

	Three Months Ended September 30, 2017	Three Months Ended September 30, 2016	Nine Months Ended September 30, 2017	Nine Months Ended September 30, 2016
Revenues				
Costar Video Systems	$ 6,294	$ 4,957	$ 17,657	$ 16,124
CohuHD Costar	5,194	4,927	13,684	12,972
	$ 11,488	$ 9,884	$ 31,341	$ 29,096
Net Income (Loss)				
Costar Video Systems	$ 1,006	$ 738	$ 1,949	$ 2,113
CohuHD Costar	167	550	406	847
Other	(828)	(986)	(2,057)	(2,219)
	$ 345	$ 302	$ 298	$ 741

Intercompany sales between the CohuHD Costar and Costar Video Systems operating segments totaled $7 and $8 for the three months ending September 30, 2017 and 2016 and $27 and $28 for the nine months ending September 30, 2017 and 2016 and have been eliminated upon consolidation.

(AMOUNTS SHOWN IN THOUSANDS)

3. Segment Information (continued)

The following table reflects depreciation and amortization expense by business segment for the three and nine month periods ending September 30, 2017 and 2016:

	Three Months Ended September 30, 2017	Three Months Ended September 30, 2016	Nine Months Ended September 30, 2017	Nine Months Ended September 30, 2016
Depreciation				
Costar Video Systems	$ 23	$ 11	$ 65	$ 33
CohuHD Costar	45	21	116	63
	$ 68	$ 32	$ 181	$ 96
Amortization				
Costar Video Systems	$ 236	$ 24	$ 710	$ 71
CohuHD Costar	81	81	242	242
	$ 317	$ 105	$ 952	$ 313

Total assets and goodwill by business segment at September 30, 2017 and December 31, 2016 are as follows:

	September 30, 2017	December 31, 2016
Total Assets		
Costar Video Systems	$ 21,189	$ 23,663
CohuHD Costar	11,689	10,844
Other	7,107	7,493
	$ 39,985	$ 42,000
Goodwill		
Costar Video Systems	$ 3,511	$ 3,530
CohuHD Costar	2,063	2,063
	$ 5,574	$ 5,593

4. Acquisition

Effective December 29, 2016, Costar completed the acquisition of Innotech (the "Acquisition"), a value-added manufacturer of customized video, security surveillance systems and components for major U.S. retailers, restaurant chains and public venues, pursuant to the transactions contemplated by the Share Purchase Agreement ("Purchase Agreement"), dated December 29, 2016, by and among Costar Technologies, Inc., Costar Video Systems, LLC, and the shareholders of Innotech Security, Inc. Results from operations for Innotech have been included in the Company's consolidated financial statements since December 29, 2016.

(AMOUNTS SHOWN IN THOUSANDS)

4. Acquisition (continued)

Total consideration for the Acquisition was approximately $12,779, consisting of a cash payment of $6,900, net of an estimated working capital holdback of $100, assumption of $2,500 in subordinated seller notes and deferred consideration of up to $6,000 in cash, contingent upon Innotech Security achieving certain EBITDA targets. The fair value of the seller notes and deferred consideration was estimated to be $2,260 and $3,519 at December 31, 2016. During the nine months ending September 30, 2017 the estimated working capital holdback was settled for the final total of $81 which resulted in the recognition of a measurement period adjustment to goodwill for $19.

The Company acquired Innotech to expand its footprint in the security and surveillance industry, cross-selling opportunities and its additive value to the Company's profits.

Certain expenses were incurred related to the Acquisition in the amount of $68 for the nine months ended September 30, 2017.

The Acquisition meets the definition of a business combination under GAAP. The following table presents a summary of the fair value of assets acquired and liabilities assumed as of December 29, 2016, including the measurement period adjustment recognized during the nine month period ending September 30, 2017.

Assets acquired:		
Cash	$	713
Accounts receivable		513
Inventories		793
Property and equipment		9
Trade name		1,015
Customer relationships		5,762
Covenant not to compete		150
Patents		8
Technology		469
Goodwill		3,511
Total assets acquired		12,943
Liabilities assumed:		
Accounts payable		55
Accrued expenses		128
Total liabilities assumed		183
Total assets acquired and liabilities assumed, net	$	12,760

The gross contractual value of accounts receivable approximates the fair value of accounts receivable at the time of the transaction.

Goodwill arising from the acquisition consists primarily of assembled workforce and other intangible assets that do not qualify for separate recognition. The entire goodwill balance is expected to be deductible for tax purposes.

(AMOUNTS SHOWN IN THOUSANDS)

4. Acquisition (continued)

Included in the consolidated statements of income are Innotech revenues of $1,162 and $3,168 and net income of $237 and $169 for the three and nine months ended September 30, 2017, respectively. The following pro forma information gives effect to the acquisition as if it had occurred on the first day of each of the three and nine month periods ended September 30, 2017 and 2016:

	Three Months Ended September 30,				Nine Months Ended September 30,			
	2017		2016		2017		2016	
Total revenue	$	11,488	$	11,720	$	31,341	$	34,349
Pre-tax income	$	576	$	1,334	$	520	$	3,424

5. Fair Value Measurements

The Company defines fair value as the price that would be received from selling an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. When determining the fair value measurements for assets and liabilities, which are required to be recorded at fair value, the Company considers the principal or most advantageous market in which the Company would transact and the market-based risk measurements or assumptions that market participants would use in pricing the asset or liability, such as inherent risk, transfer restrictions and credit risk.

The Company applies the following fair value hierarchy, which prioritizes the inputs used to measure fair value into three levels and bases the categorization within the hierarchy upon the lowest level of input that is available and significant to the fair value measurement:

Level 1: Quoted prices in active markets for identical assets or liabilities that the entity has the ability to access.

Level 2: Observable inputs other than prices included in Level 1, such as quoted prices for similar assets and liabilities in active markets; quoted prices for identical or similar assets and liabilities in markets that are not active; or other inputs that are observable or can be corroborated with observable market data.

Level 3: Unobservable inputs that are supported by little or no market activity and that are significant to the fair value of the assets and liabilities. This includes certain pricing models, discounted cash flow methodologies, and similar techniques that use significant unobservable inputs.

Contingent Purchase Price

As of September 30, 2017 and December 31, 2016, the Company had obligations to transfer $3,579 and $3,519, respectively, in contingent purchase price to the prior shareholders of Innotech in conjunction with the Acquisition if specified future operational objectives are met over the next three years. The Company recorded the acquisition-date fair value of this liability, based on the likelihood of contingent earn-out payments, as part of the consideration transferred. The contingent purchase price is subsequently remeasured to fair value each reporting date. The Company classified the contingent purchase price liability as Level 3, due to the lack of relevant observable inputs and market activity.

(AMOUNTS SHOWN IN THOUSANDS)

5. Fair Value Measurements (continued)

Contingent Purchase Price (continued)

Increases or decreases in the fair value of our contingent purchase price liability can result from changes in discount periods and rates, as well as changes in the timing and amount of revenue and EBITDA estimates. The contingent consideration fair market value was estimated using a Monte Carlo simulation. The recurring Level 3 fair value measurement of our contingent purchase price liability included the following unobservable inputs: management's EBITDA forecasts, risk-free interest rate based on the U.S. Treasury Strip rate and volatility based on the average of historical and implied asset volatilities of selected guideline public companies.

The following table summarizes financial liabilities measured at fair value on a recurring basis as of September 30, 2017 and December 31, 2016, segregated by the level of the valuation inputs within the fair value hierarchy utilized to measure fair value:

		Fair Value Measurement at Reporting Date Using		
Description	**As of September 30, 2017**	**Quoted Prices in Active Markets for Identical Assets (Level 1)**	**Significant Other Observable Inputs (Level 2)**	**Significant Unobservable Inputs (Level 3)**
Liabilities:				
Contingent purchase price	$ 3,579	$	$	$ 3,579

		Fair Value Measurement at Reporting Date Using		
Description	**As of December 31, 2016**	**Quoted Prices in Active Markets for Identical Assets (Level 1)**	**Significant Other Observable Inputs (Level 2)**	**Significant Unobservable Inputs (Level 3)**
Liabilities:				
Contingent purchase price	$ 3,519	$	$	$ 3,519

The following table reflects the activity for liabilities measured at fair value using Level 3 inputs for the period ending September 30, 2017:

Balance as of December 31, 2016	$ 3,519
Issuances	
Payments	
Related change in fair value	60
Balance as of September 30, 2017	$ 3,579

(AMOUNTS SHOWN IN THOUSANDS)

5. Fair Value Measurements (continued)

Related Party Notes Payable

As of December 31, 2016, the Company had obligations to transfer $2,260 in notes payable to the prior shareholders of Innotech. The notes payable are due in equal monthly installments over the next three years. The Company recorded the acquisition-date fair value of this liability using a discounted cash flow model. The Company classified the related party notes payable liability as Level 3, due to the lack of relevant observable inputs and market activity. The significant unobservable input included in the Level 3 fair value was the discount rate of 2.8%.

Future payments on the related party notes are as follows:

Year Ending September 30,		
2018	$	740
2019		792
2020		206
	$	1,738

6. Property and Equipment

Property and equipment at September 30, 2017 and December 31, 2016, were as follows:

	September 30, 2017		December 31, 2016	
Furniture, equipment and leasehold improvements	$	1,670	$	1,298
Less accumulated depreciation		(763)		(506)
Total property and equipment, net	$	907	$	792

Depreciation expense for the three months ended September 30, 2017 and 2016 was $68 and $32 and for the nine months ended September 30, 2017 and 2016 was $181 and $96, respectively.

(AMOUNTS SHOWN IN THOUSANDS)

7. Intangible Assets

The following is a summary of amortized and unamortized intangible assets at September 30, 2017:

	September 30, 2017	
	Gross Amount	Accumulated Amortization
Amortized intangible assets		
Customer relations - Southern Imaging	$ 1,599	$ 1,599
Distribution agreement - Southern Imaging	1,468	826
Customer relations - IVS	125	123
Covenant not to compete - IVS	50	50
Trade name - CohuHD	1,657	769
Customer relationships - CohuHD	779	266
Covenant not to compete - CohuHD	20	13
Trade name - Innotech	1,015	76
Customer relations - Innotech	5,762	491
Covenant not to compete - Innotech	150	22
Technology - Innotech	469	50
Patents - Innotech	8	1
Total amortized intangible assets	13,102	4,286
Unamortized intangible assets		
Trade name - Costar	800	
Trade name - IVS	125	
Goodwill - CohuHD	2,063	
Goodwill - Innotech	3,511	
Total unamortized intangible assets	6,499	
Total intangible assets	$ 19,601	$ 4,286

(AMOUNTS SHOWN IN THOUSANDS)

7. Intangible Assets (continued)

The following is a summary of amortized and unamortized intangible assets at December 31, 2016:

	December 31, 2016	
	Gross Amount	Accumulated Amortization
Amortized intangible assets		
Customer relations - Southern Imaging	$ 1,599	$ 1,599
Distribution agreement - Southern Imaging	1,468	771
Customer relations - IVS	125	107
Covenant not to compete - IVS	50	50
Trade name - CohuHD	1,657	592
Customer relationships - CohuHD	779	205
Covenant not to compete - CohuHD	20	10
Trade name - Innotech	1,015	
Customer relations - Innotech	5,762	
Covenant not to compete - Innotech	150	
Technology - Innotech	469	
Patents - Innotech	8	
Total amortized intangible assets	13,102	3,334
Unamortized intangible assets		
Trade name - Costar	800	
Trade name - IVS	125	
Goodwill - CohuHD	2,063	
Goodwill - Innotech	3,530	
Total unamortized intangible assets	6,518	
Total intangible assets	$ 19,620	$ 3,334

The weighted average amortization period for the Company's intangible assets is 11 years. Amortizable intangible assets estimated useful lives are as follows:

Trade name	7 years
Customer relationships	6 and 10 years
Distribution agreements	20 years
Covenants not to compete	3 and 5 years

Amortization expense for the three months ended September 30, 2017 and 2016 was $317 and $105 and for the nine months ended September 30, 2017 and 2016 was $952 and $313, respectively.

(AMOUNTS SHOWN IN THOUSANDS)

7. Intangible Assets (continued)

Future amortization expense is as follows:

Year Ending September 30,		
2018	$	1,237
2019		1,215
2020		1,192
2021		1,113
2022		894
Thereafter		3,165
Total future amortization expense	$	8,816

8. Lines of Credit and Long-Term Debt

Effective June 3, 2014, the Company entered into an Amended Loan and Security Agreement ("Accord") with Bank of Texas. The Accord allows for up to $7,000 in a revolving line of credit and a $3,000 term loan with maturities of June 3, 2016 and June 3, 2019, respectively. Upon expiration of the revolving line of credit under the Accord the Company entered into a Business Loan Agreement ("Agreement") with Bank of Texas for a revolving line of credit up to $3,000 subject to borrowing base requirements detailed in the Agreement. The Agreement matures on June 3, 2018. As of September 30, 2016 the Company was paying interest at LIBOR plus 2.9% (3.35%) for the revolving line of credit and the term loan.

In connection with the acquisition of Innotech on December 29, 2016 the Company entered into an Installment Note Agreement, Master Revolving Note Agreement and Revolving Draw Note Agreement with Comerica Bank ("Comerica Agreements"). The Comerica Agreements allow for up to $3,000 in a revolving line of credit under the Master Revolving Note Agreement, up to $3,000 in advances under the Revolving Draw Note Agreement, both with maturities of December 30, 2019, and a $7,000 term loan which matures on December 29, 2023. The term loan is payable in $250 quarterly payments due the first business day following each quarter end, commencing in April 2017, with any unpaid principal and interest due at maturity. Obligations under the Accord and Agreement with Bank of Texas were extinguished upon entering into the Comerica Agreements. The obligations under the Comerica Agreements are secured by a lien on substantially all accounts receivable, inventory and equipment. As of September 30, 2017 the Company was paying interest at 3.74% for the term loan and revolving draw note.

Future principal payments for the term loan and revolving draw note as of September 30, 2017, are as follows:

Year Ending September 30,		
2018	$	1,000
2019		1,000
2020		1,700
2021		1,000
2022		1,000
Thereafter		1,500
Less: deferred financing costs, net		(37)
	$	7,163

8. Lines of Credit and Long-Term Debt (continued)

The Comerica Agreements contain customary representations and warranties, events of default and covenants, including, among other things, covenants that restrict the ability of Costar to incur certain additional indebtedness or to issue distributions or dividends. The Company is also restricted in its mergers and acquisitions activity. The Comerica Agreements contain financial covenants calculated on a consolidated basis requiring the Company to maintain a certain Debt Service Coverage Ratio and to not exceed a maximum Senior Cash Flow Leverage Ratio. The Company maintains zero balance accounts, which are swept daily to the revolving line of credit. As of September 30, 2017 and December 31, 2016, $0 and $1,071 was owed to Comerica Bank on the revolving line of credit, $700 and $0 on the revolving draw note and $6,500 and $7,000 on the term loan, respectively.

The Company paid approximately $84 in various fees associated with securing the Comerica Agreements. The fees are treated as a deferred financing costs asset and will be amortized over the life of the accord using the straight-line method for the revolving line of credit portion and the effective-interest method for the term note portion.

9. Income Taxes

Total income tax expense for the three months ended September 30, 2017 and 2016 was $231 and $197 and for the nine months ended September 30, 2017 and 2016 was $222 and $487, respectively. The Company's effective tax rate of approximately 40**%** and 43% for the three and nine months ending September 30, 2017, respectively, differed from the U.S. federal statutory tax rate due primarily to state income and franchise taxes.

10. Stockholders' Equity (shown in whole amounts)

At September 30, 2017 and December 31, 2016, the authorized capital stock of the Company consisted of (i) 10,000,000 shares of voting common stock with a par value of $0.001 per share and (ii) 10,000,000 shares of preferred stock with a par value of $0.001 per share. As of September 30, 2017 and December 31, 2016, there was no preferred stock issued and outstanding. The Company's Board has the authority to determine the voting powers, designations, preferences, privileges and restrictions of the preferred shares. As of September 30, 2017 and December 31, 2016, there were 1,531,791 and 1,492,991 and shares of common stock outstanding and 1,757,557 and 1,718,757 shares of common stock issued.

11. Stock Option Plan (shown in whole amounts)

The Company's 2000 Stock Option and Incentive Plan (the "2000 Incentive Plan") provides for awards in the form of incentive stock options, non-qualified stock options, restricted stock awards and other forms of awards to officers, directors, employees and consultants of the Company. At September 30, 2017 and December 31, 2016, there were 95,466 and 119,066 share options issued under this plan.

The Board of Directors of the Company determines the term of each option, the option price, and the number of shares for which each option is granted and the times at which each option vests. For holders of 10% or more of the Company's outstanding common stock, incentive stock options may not be granted at less than 110% of the fair market value of the common stock at the date of grant.

(AMOUNTS SHOWN IN THOUSANDS)

11. Stock Option Plan (shown in whole amounts) (continued)

At the Company's annual meeting on December 16, 2014, the Company's stockholders approved and adopted the Company's 2014 Omnibus Performance Award Plan (the "Plan"). The Board adopted the Plan on November 17, 2014, subject to and effective upon its approval by stockholders. With the adoption of the Plan, no new awards will be granted under the 2000 Incentive Plan, although it will remain in effect for options that are currently outstanding in accordance with their terms. The Plan authorizes the grant of awards relating to 150,000 shares of the Company's Common Stock. At September 30, 2017 and December 31, 2016 there were 24,000 and 16,000 share options issued under this plan.

The following table summarizes information about stock options outstanding at September 30, 2017:

Options Outstanding				Options Fully Vested and Exercisable	
Range of Exercise Price Per Share	Number Outstanding	Weighted Average Remaining Contractual Life (In Years)	Weighted Average Exercise Price Per Share	Number Exercisable	Weighted Average Exercise Price Per Share
$0.725-$15.020	119,466	5.19	$5.72	116,799	$5.59

Stock option activity for the nine months ended September 30, 2017 and 2016 is as follows:

	2017		2016	
	Number of Shares	Weighted Average Exercise Price Per Share	Number of Shares	Weighted Average Exercise Price Per Share
Outstanding at beginning of year	135,066	$5.45	131,282	$5.46
Granted	8,000	$10.50	8,000	$8.44
Exercised	(17,800)	$5.03		
Canceled	(5,800)	$8.13	(4,216)	$11.21
Outstanding at period end	119,466	$5.72	135,066	$5.45
Options exercisable at period end	116,799	$5.59	125,441	$5.21

11. Stock Option Plan (shown in whole amounts) (continued)

On October 7, 2015 the Compensation Committee of the Company's Board of Directors authorized the grant of 13,250 restricted stock awards ("2015 Awards") to certain employees pursuant to the provisions of the Plan. The 2015 Awards were granted on October 16, 2015. All of the 2015 Awards are subject to a time-vesting schedule and 75% are subject to performance conditions relating to EBITDA growth for the years ending December 31, 2015 and 2016, as stated in the 2015 Awards Agreements. The 25% of the 2015 Awards not subject to performance conditions have a fair market grant date value of approximately $30,000, with the expense recognized over the two year vesting period. Stock based compensation expense of $0 and $11,100 was recognized in the Company's financial statements in relation to the 2015 Awards during the nine month periods ending September 30, 2017 and 2016, respectively.

On June 1, 2016 an additional grant of 13,250 restricted stock awards ("2016 Awards") was authorized by the Compensation Committee of the Company's Board of Directors. All of the 2016 Awards are subject to a time-vesting schedule and 75% are subject to performance conditions relating to EBITDA growth for the years ending December 31, 2016 and 2017, as stated in the 2016 Awards Agreements. The 25% of the 2016 Awards not subject to performance conditions have a fair market grant date value of approximately $28,000, with the expense recognized over the two year vesting period. The 2016 Awards subject to the performance conditions have a fair market grant date value of $85,000, with the expense recognized over the two year vesting period based upon the probability of achievement. Stock based compensation expense of $42,500 was recognized in the Company's financial statements in relation to the 2016 Awards during the nine month periods ending September 30, 2017 and 2016.

On May 16, 2017 an additional grant of 21,000 restricted stock awards ("2017 Awards") was authorized by the Compensation Committee of the Company's Board of Directors. All of the 2017 Awards are subject to a time-vesting schedule and 75% are subject to performance conditions relating to EBITDA growth for the years ending December 31, 2017 and 2018, as stated in the 2017 Awards Agreements. The 25% of the 2017 Awards not subject to performance conditions have a fair market grant date value of approximately $54,000, with the expense recognized over the two year vesting period. The 2017 Awards subject to the performance conditions have a fair market grant date value of $161,000, with the expense recognized over the two year vesting period based upon the probability of achievement. Stock based compensation expense of $80,700 was recognized in the Company's financial statements in relation to the 2017 Awards during the nine month periods ending September 30, 2017.

During the nine months ended September 30, 2017 and 2016 the Company recognized approximately $217,000 and $138,000 in stock based compensation expense in its consolidated financial statements, respectively.

12. Lease Agreements and Related Party Transactions

On January 31, 2011 the Company entered into a new lease agreement for certain facilities that will expire in 2018. Rent expense under the agreement for each of the three months ended September 30, 2017 and 2016 was approximately $26 and for the nine months ended September 30, 2017 and 2016 was approximately $78 and $146, respectively.

On June 6, 2014 the Company signed a three-year lease with Cohu, Inc. in Poway, CA for the CohuHD Costar business. On December 4, 2015 the Company received a notice of lease termination from Cohu, Inc. terminating the lease effective December 31, 2016. Rent expense under the agreement for the three month period ending September 30, 2016 was $132 and $418 for the nine month period ending September 30, 2016.

(AMOUNTS SHOWN IN THOUSANDS)

12. Lease Agreements and Related Party Transactions (continued)

On May 20, 2016 the Company signed a seventy-eight month lease for the new CohuHD Costar facilities which commenced in December 2016 and will expire in 2023. Rent expense under the agreement for the three and nine month periods ending September 30, 2017 was $88 and $256, respectively.

On December 29, 2016 the Company signed a three-year lease with a related party for the Innotech facilities which commenced on January 1, 2017. Rent expense under the agreement for the three and nine month periods ending September 30, 2017 was $26 and $78, respectively.

During the nine month period ending September 30, 2016 the Company made a one-time catchup adjustment to properly reflect straight line rent on the commenced leases described above. This adjustment resulted in an additional $84 of rent expense for the nine month period ending September 30, 2016.

Future minimum annual rent payments as of September 30, 2017 are approximately as follows:

Year Ending September 30,	3rd Party	Related Party	Total
2018	$ 466	$ 105	$ 571
2019	339	108	447
2020	349	27	376
2021	360		360
2022	371		371
Thereafter	253		253
Total future minimum lease commitments	$ 2,138	$ 240	$ 2,378

13. Risk Concentrations

Concentration of Cash

The Company maintains its cash balances in financial institutions. These balances are insured by the Federal Deposit Insurance Corporation up to $250 per institution. The Company is subject to credit risk to the extent any financial institution with which it conducts business is unable to fulfill contractual obligations on its behalf. Management monitors the financial condition of such financial institutions and does not anticipate any losses from these financial institutions.

Concentration of Customers

For the nine months ended September 30, 2017 the Costar Video Systems operating segment's largest customer, Protection 1 Security Solutions, accounted for approximately $3,980 or 12.7% of the Company's total revenue. For the nine months ended September 30, 2016 Costar Video Systems' two largest customers, Wal-Mart Stores, Inc. and Protection 1 Security Solutions, accounted for approximately $7,906 or 27.2% of the Company's total revenue. Amounts owed by Costar Video Systems' largest customer accounted for $879 or 13.3% of the Company's outstanding receivable balance as of September 30, 2017. Amounts owed by two main customers of the Costar Video Systems' operating segment accounted for $996 or 18.7% of the Company's outstanding receivable balance as of December 31, 2016.

13. Risk Concentrations (continued)

Concentration of Suppliers

For the nine months ended September 30, 2017 and 2016 the Company made purchases from one main supplier of the Costar Video Systems' operating segment of approximately 21.8% and 29.3%, respectively. Amounts owed to one main supplier of the Costar Video Systems' operating segment accounted for 29.7% and 41.0% of the Company's accounts payable balance as of September 30, 2017 and December 31, 2016, respectively.