

Forward-Looking Statements

This presentation contains forward-looking statements. Forward-looking statements include, but are not limited to, statements that express the Company's intentions, beliefs, expectations, strategies, predictions or any other statements related to the Company's future activities or future events or conditions. These statements are based on current expectations, estimates and projections about the Company's business based, in part, on assumptions made by the Company's management. These statements are not guarantees of future performances and involve risks, uncertainties and assumptions that are difficult to predict. Therefore, actual outcomes and results may differ materially from what is expressed or forecasted in the forward-looking statements due to numerous factors, including those risks discussed in the Company's annual report on Form 10-K and in other documents that the Company files from time to time with the SEC. Any forward-looking statements speak only as of the date on which they are made, and the Company does not undertake any obligation to update any forward-looking statement to reflect events or circumstances after the date of this report, except as required by law.

Non-GAAP Financial Measures

In addition to financial results reported in accordance with accounting principles generally accepted in the United States of America ("GAAP"), the Company has provided the following non-GAAP financial measures in this release and the accompanying tables: adjusted EBITDA. Precision Optics uses this non-GAAP financial measures internally to facilitate period-to-period comparisons and analysis of its operating performance and liquidity, and believes they are useful to investors as a supplement to GAAP measures in analyzing, trending and benchmarking the performance and value of our business. However, these measures are not intended to be a substitute for those reported in accordance with GAAP. These measures may be different from non-GAAP financial measures used by other companies, even when similar terms are used to identify such measures.

In order to calculate these non-GAAP financial measures, the Company makes targeted adjustments to certain GAAP financial line items found on its Consolidated Statement of Operations, backing out non-recurring or unique items or items that the Company believe otherwise distort the underlying results and trends of the ongoing business. We have excluded the following items from one or more of our non-GAAP financial measures for the periods presented:

Selling, general and administrative expenses; operating expenses. The Company excludes a portion of SG&A expense and operating expenses related to transaction expenses related to acquisitions and financings. Acquisition-related expenses include transaction fees, due diligence costs and other direct costs associated with our acquisitions. These amounts are unrelated to our core performance during any particular period and are impacted by the timing of the acquisition. The Company excludes acquisition-related expenses from the Company's SG&A expense and total operating expenses to provide investors a method to compare our operating results to prior periods and to peer companies, as such amounts can vary significantly based on the frequency of acquisitions and the magnitude of acquisition expenses.

Bad debt expense; operating expenses. The Company excludes a portion of SG&A expense and operating expenses related to bad debt expense. These amounts are unrelated to our core performance during any particular period. The Company believes it is useful to exclude these amounts in order to better understand our business performance and allow investors to compare the Company's results with peer companies.

Adjusted EBITDA is a non-GAAP financial measure that we define as GAAP net income (loss), adjusted to exclude non-recurring transaction costs, bad debt expense, depreciation and amortization, non-cash stock-based compensation, interest expense, and provision (benefit) for income taxes. We believe that the use of adjusted EBITDA is useful to investors and other users of the Company's financial statements in evaluating our operating performance because it provides them with an additional tool to compare business performance across companies and across periods. The Company uses adjusted EBITDA in conjunction with traditional GAAP operating performance measures as part of our overall assessment of our performance, for planning purposes, including the preparation of our annual operating budget, to evaluate the effectiveness of our business strategies and to communicate with our board of directors concerning our financial performance. Management does not place undue reliance on adjusted EBITDA as its only measure of operating performance. Adjusted EBITDA should not be considered as a substitute for other measures of financial performance with GAAP.

Enabling Next Generation Technologies

Precision Optics **ENABLES** leading medical devices companies around the world to meet the increasing demands of the surgical community who are requiring more enhanced and **SMALLER IMAGING SYSTEMS FOR MINIMALLY INVASIVE SURGERY** as well as the rapid proliferation of **3D ENDOSCOPES FOR SURGICAL ROBOTIC SYSTEMS.**



Company Overview

- ► Precision Optics (PEYE) has been a leading developer and manufacturer of advanced optical instruments for more than 35 years addressing the medical device and defense market. Recent focus has been on:
 - ▶ Micro Optics
 - ► 3D Endoscopes
- ► Business model transition driving rapid growth
 - ► Recent approach to work closely with a number of key medical device companies at the very early design stage of projects, lending the Company's expertise in proprietary micro-optics and 3D imaging technologies, is beginning to pay off as projects move to commercialization
 - ▶ 3 projects moved to commercial production levels in 2018
- ► Strategic acquisition of Ross Optical in July 2019 broadens Precision Optics capabilities and accelerates the Company's efforts to gain economies of scale
 - ▶ Ross Optical had revenues of \$4.4 million and net income of \$480,000 during 12-months ended June 30, 2019
 - ► Total purchase price is up to \$2 million, comprised of \$1.5 million in cash at closing and additional payments up to \$500,000 subject to a three-year earnout provision
 - ► Also acquired slightly over \$1 million of net working capital



35 Year Old Growth Story



- ► Founded in 1982
- Focused on medical devices, introducing first sterilizable endocouplers
- Expansion into defense sector as sole supplier of optics for night vision goggles to ITT

1990's

- Went public in 1990 to support night vision work and proprietary line of rigid endoscopes
- First couplers for micro optical systems
- ► Growth in medical device business punctuated by first commercially viable 3D endoscope for Intuitive Surgical

2000's

- Entry into telecom industry developing DWDM filters
- Company significantly cut back on resources following telecom bust as it looked to refocus on core competencies

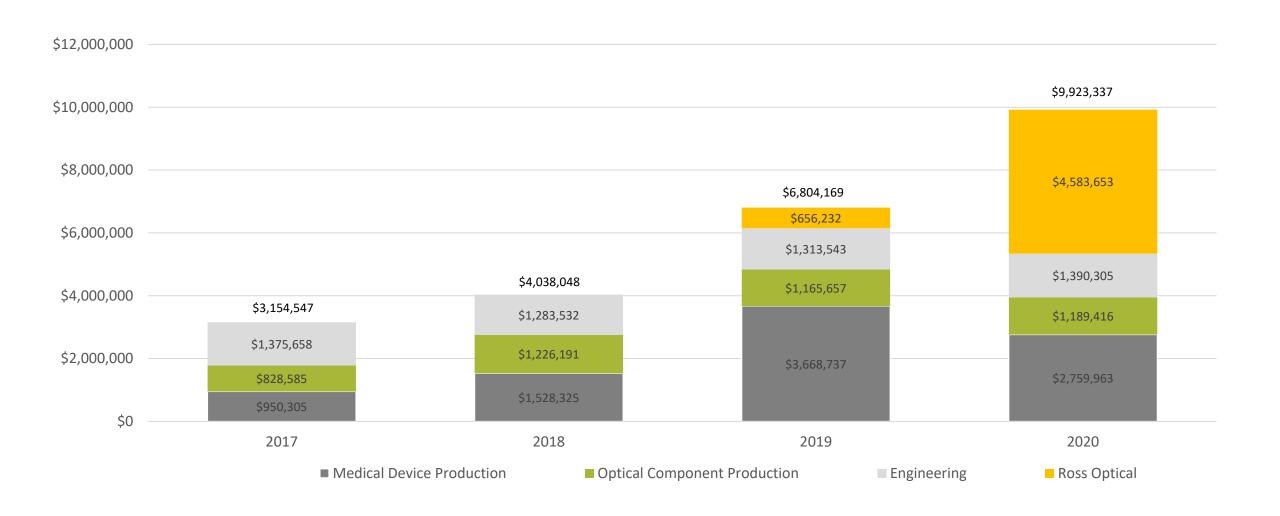
2010's

- Joe Forkey becomes CEO in 2011 to drive new strategy focused on micro optics and 3D endoscopes
- Business model focused on designing and developing innovative new products with key multi-national customers to bring commercial products to market

Today

- 3 products move into commercial level production driving strong revenue growth
- Expanding pipeline
- Acquired Ross Optical to further drive synergies and expand product offerings

Revenue Ramp



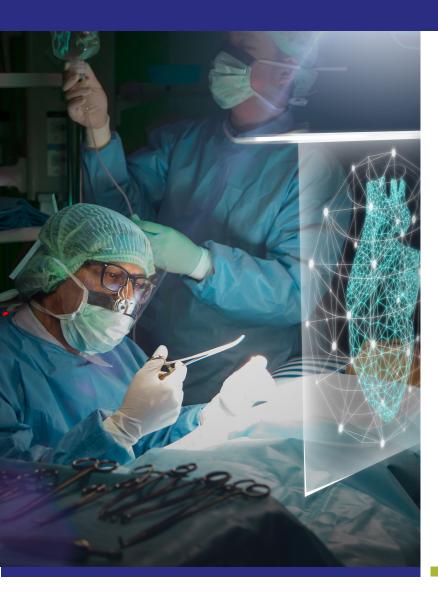


MicroPrecision Optics



- ► Millimeter sized and smaller cameras with low manufacturing costs
- ➤ Small size can provide visualization for new procedures in new parts of the body and for existing procedures that are currently performed blind or with sub-optimal imaging. Facilitates the development of new surgical procedures that are currently impractical.
- ▶ Patented and patent pending approaches to fabricating opto-mechanical and opto-electronic systems
- ▶ Best-in-class technical organization with 25+ years of experience to design and fabricate components and systems at industry's smallest sizes
- Commercialized and development applications in medical device and defense industry
- Market driven by surgical community that is demanding smaller and more enhanced imaging systems for minimally invasive surgery
 - ► Brain, eye, ear, urology, cardiology/angiography, spine

3D Endoscopes and Robotic Surgery Systems



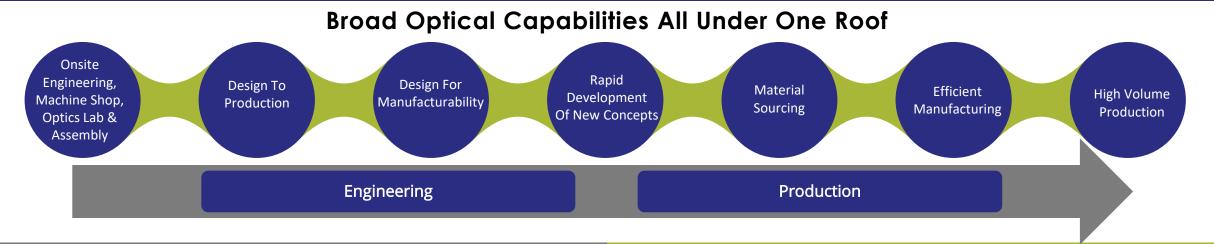
- ▶ One of only a handful of companies in the world to design and provide 3D endoscopes
- ▶ Precision Optics 3D endoscopes provide next generation optical imaging for minimally invasive surgical procedures, many employing medical robotic technology, by using the brain's natural ability to perceive depth, which is the third dimension, by viewing one's environment through two eyes.
- ▶ Best-in-class technical organization with 20+ years of experience with 3D technology, that can design and fabricate 3D endoscopes and imaging systems for most demanding next-generation robotic systems
- ➤ Competition amongst medical device companies is increasing with multiple companies now pursuing less expensive, procedure specific robotic systems.

Traditional Applications



- ► Complex endocoupler production for more than 30 years
- ► Specialized endoscope for top tier medical company for more than 20 years
- ► Custom spinal surgery product utilizing Precision Optics illumination technology for top tier medical company for more than 10 years
- ► Multiple Microprecision™ optical components and assemblies for use in medical devices

Vertically Integrated Capabilities



- Vertically integrated capabilities enable Precision Optics to uniquely apply customization requirements and demands of its customers on base technological capabilities that others in the industry simply are unable to accomplish
- Allows Company to accelerate product development and regulatory clearance for its customers
- Aspects to technology that provide the greatest benefit if used in production in a certain way which is only accomplished by having integrated design and production teams

- Acquisition of Ross Optical extends product offering to include a wider range of lens and optical system sizes
- Extensive portfolio of optical fabrication and quality assurance equipment, technology, and technical solutions that supply a number of industries, including the defense, medical and industrial markets.
- Focused on high quality and difficult-to-find optical components, Ross Optical provides custom solutions as well as a wide range of standard lens sizes in an extensive catalog offering, through a robust worldwide sourcing network that allows them to provide cost- efficient optical components and assemblies.

Current Products Recently Transitioned From Pipeline To Production

1

Cardiovascular Endoscope

CardioFocus, Inc.

- HeartLight Endoscopic Ablation System
- ► \$2.2 million follow-on order in April 2019
- Monthly deliveries are scheduled to be made over two years – shipments delayed due to COVID-19 until Feb 2020

2

Otoscopy Device

Undisclosed Medical Device Customer

- Next generation technology for custom hearing aids
- ► \$1.2 million follow-on order in March 2019
- Monthly deliveries were scheduled to be made over 12 months − delayed due to customer issue − resumed as of May 2020

3

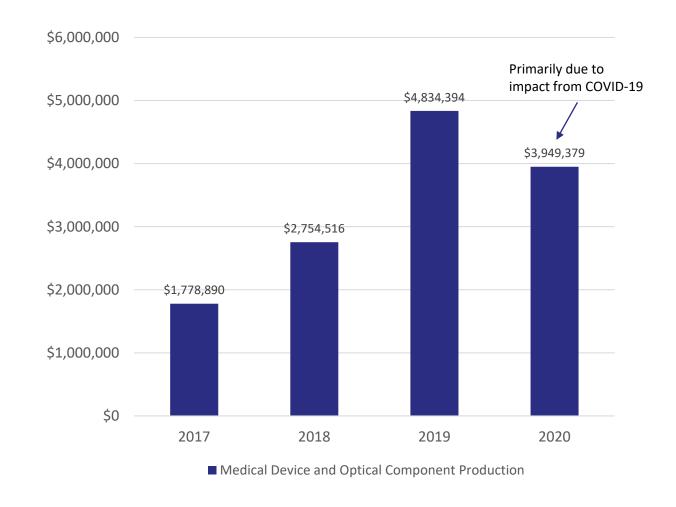
Undisclosed Defense Product

Undisclosed Defense Customer

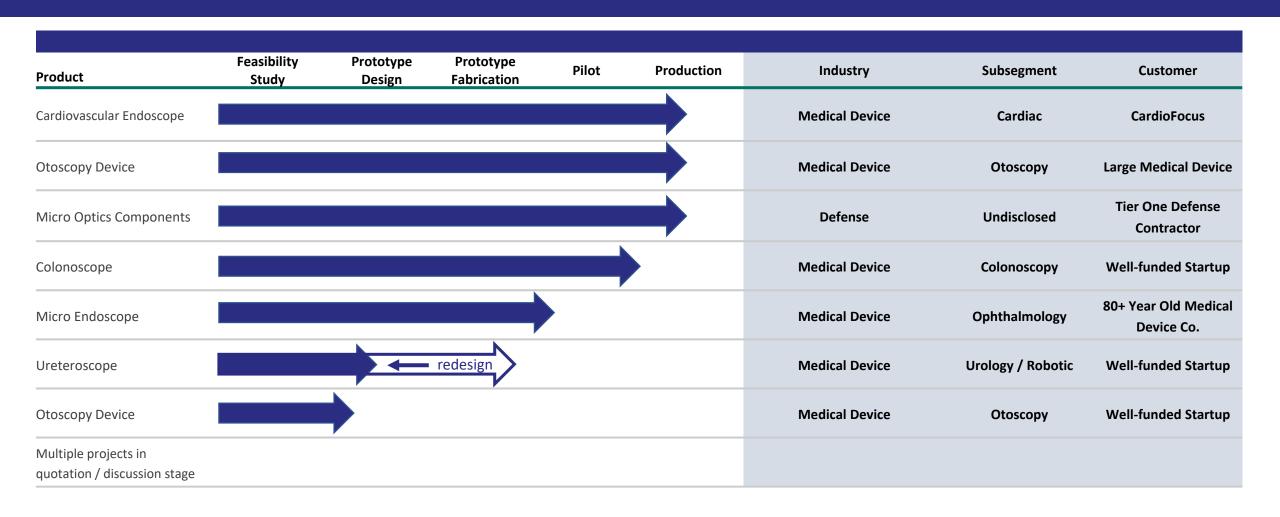
- ▶ 1 of the top 5 defense contractors in the US
- Highly-complex, very small optomechanical assemblies
- ▶ \$0.8 million follow-on order in June 2019 – expect next follow-on order during 2020

Rapid Commercialized Product Growth

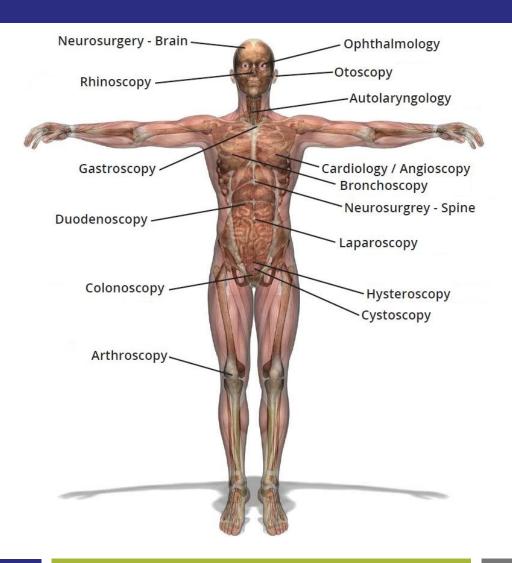
- ➤ 3 products that have reached commercialization level production since beginning of 2018
- ➤ Early indications are that medical devices products are performing well in the market place despite near-term impact from COVID-19
- Once medical device products reach commercialization they tend to continue for long time periods: Two Precision Optics legacy products have 10 and 20 year lifetimes (and counting)
- ➤ Reaching "critical mass" for production supports broader resources (and greater efficiency) which helps accelerate future growth



Expanding Product Pipeline (October 2020)



Expanding Markets for Micro Optics & 3D



Ross Optical Industries Acquisition

- Extends product offering to include a wider range of lens and optical system sizes
- Expands presence in the U.S. defense sector where Ross has a significant number of customers that do not overlap with POC
- ▶ Allows the combined company to leverage Precision Optics' technical proficiency in offering endto-end solutions, from design through production, to the expansive Ross Optical customer base, increasing its value-add capabilities.
- ► Ross Optical had revenues of \$4.4 million and net income of \$480,000 for the 12-month period ended June 30, 2019.
- ► The total purchase price of up to \$2 million, comprised of \$1.5 million in cash at closing and additional payments up to \$500,000 subject to a three-year earnout provision.
 - ▶ Precision Optics completed an equity capital raise of \$950,000 at a per share price of \$1.25 concurrent with the closing of the acquisition.
 - As part of the transaction, Precision Optics is acquiring slightly over \$1 million of net working capital.

Incorporated in 1989, Ross Optical has evolved from an optical components supplier into an expanded solutions provider. They have an extensive portfolio of optical fabrication and quality assurance equipment, technology, and technical solutions that supply a number of industries, including the defense, medical and industrial markets. Focused on high quality and difficult-to-find optical components, Ross Optical provides custom solutions as well as a wide range of standard lens sizes in an extensive catalog offering, through a robust worldwide sourcing network that allows them to provide costefficient optical components and assemblies.

Impact from COVID-19

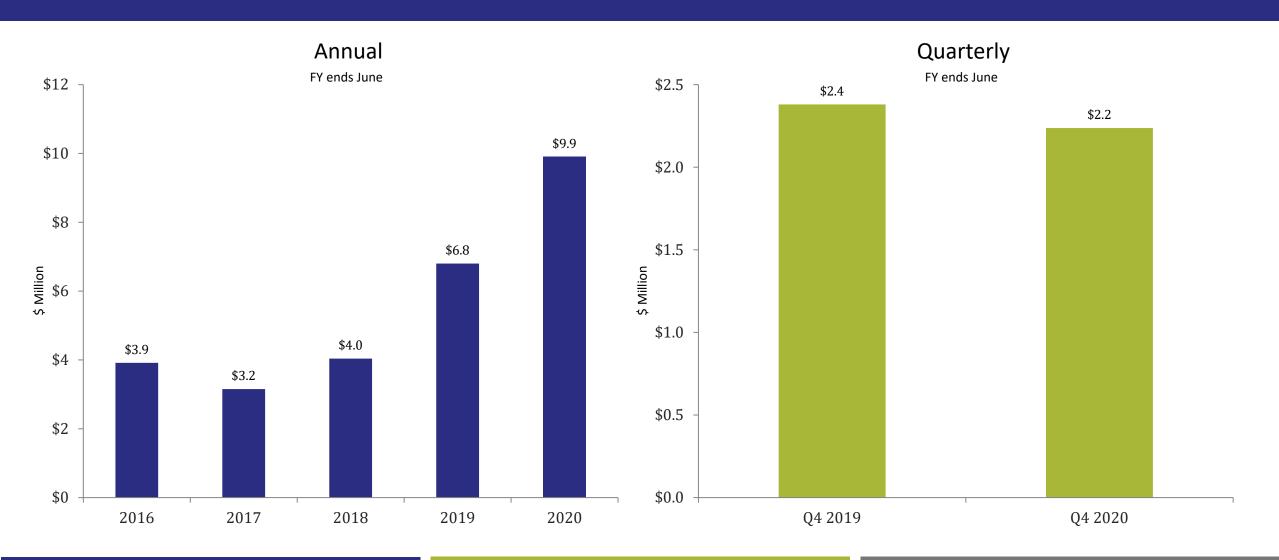
- ► The Company's operations in Massachusetts and Texas were both deemed essential operations, due to its focus on serving customers in both the medical device and defense industries, and both remained open with strong social distancing and other workplace precautions put in place.
- ► Historical Precision Optics operations were impacted about \$300,000 \$400,000 during each of the third and fourth quarters
- ► Subsequent to the end of the third quarter, notified by one of the Company's major customers of the need to moderate deliveries for the next three quarters due to the impacts from COVID-19 on their operations. The Company expects there will be a decrease in production by approximately \$150,000 to \$200,000 per quarter starting in the fourth quarter.
- ► Spoken with all of the Company's key customers and other than the customer mentioned above, there do not appear to be any additional product delivery disruptions caused by COVID-19.
- ► On April 14, 2020, the Company raised \$250,000 from existing accredited investors with the sale of 200,000 shares at a purchase price of \$1.25 per share.
- ► On May 6, 2020, the Company received an \$809,000 loan from the Small Business Administration (SBA) Paycheck Protection Program.

Go Forward Strategy Summary

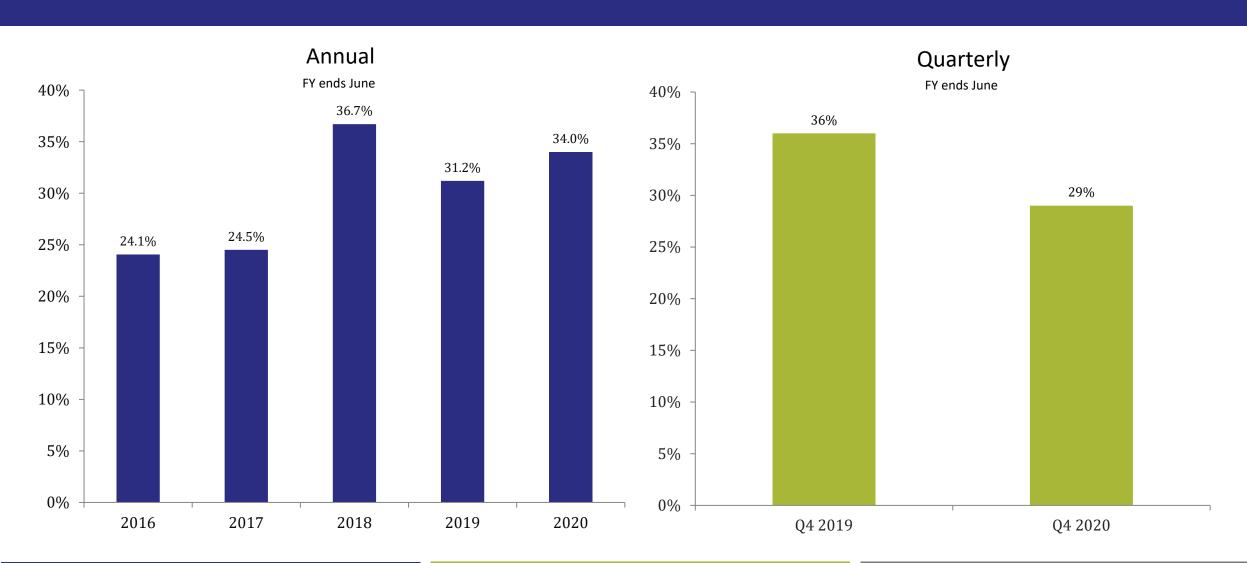
- **▶** Drive growth and efficiencies in currently commercialized products
- ► Advance pipeline projects to commercialization
- ► Maintain competitive advantages in micro optics and 3D imaging in medical devices, while expanding applications of existing technologies to defense market
- ► Disciplined investment strategy in sales and marketing, as well as engineering capabilities
- ► Recognize operational benefits from Ross Optical acquisition, including improvement to cost of goods sold and synergistic sales opportunities
- ► Look for strategic acquisitions to broaden the Company's existing capabilities or by extending vertical integration of existing opto-mechanical medical and defense based product focus

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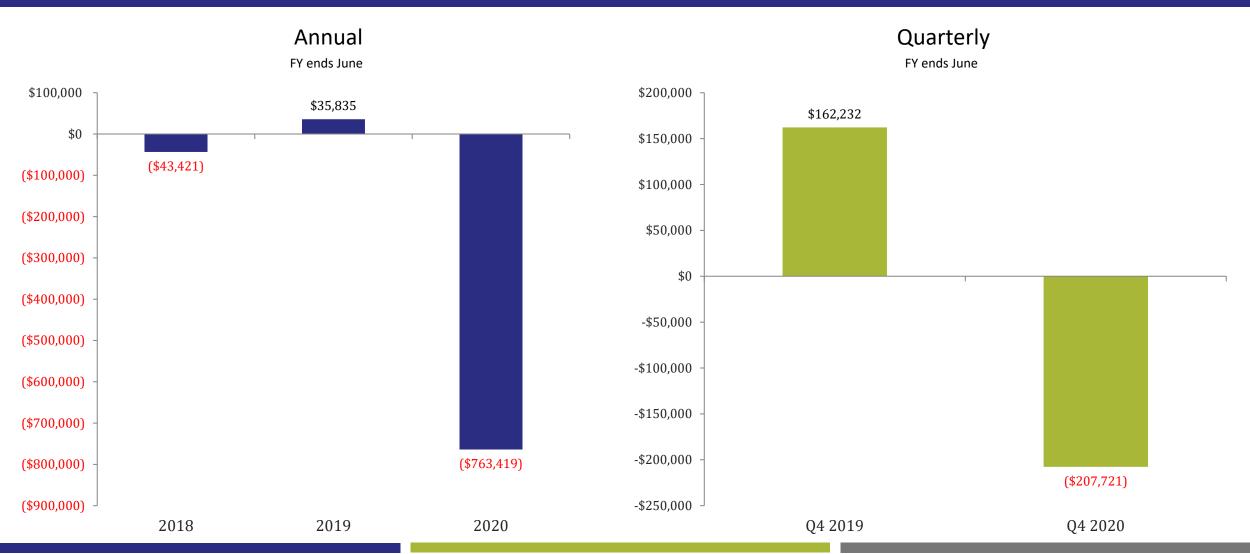
Revenue



Gross Margins



Adjusted EBITDA



See page 23 for Adjusted EBITDA reconciliation for FY 2018 through FY 2020

Income Statement

	Q1	Q2	Q3	Q4	FY 2018	Q1	Q2	Q3	Q4	FY 2019	Q1	Q2	Q3	Q4	FY 2020
Revenues	1,028,746	812,773	735,597	1,460,932	4,038,048	1,559,458	1,477,851	1,386,454	2,380,406	6,804,169	2,514,984	2,796,763	2,374,584	2,237,025	9,923,356
Stock option expense	8,669	_		_	8,669		_		11,233	11,233	11,233	11,233	11,233	11,233	44,932
Other	633,335	- 512,551	- 499,444	902.131	2,547,461	1,096,951	1,122,129	930,518	1,520,860	4,670,458	1,529,634	1,867,590	1,546,331	1,572,292	6,515,847
Cost of Goods Sold	642,004	512,551	499,444	902,131	2,556,130	1,096,951	1,122,129	930,518	1,532,093	4,681,691	1,540,867	1,878,823	1,557,564	1,583,525	6,560,779
cost of Goods Sold	042,004	312,331	455,444	302,131	2,330,130	1,030,331	1,122,123	930,518	1,332,033	4,001,031	1,340,607	1,070,023	1,337,304	1,303,323	0,300,773
Gross Margin	386,742	300,222	236,153	558,801	1,481,918	462,507	355,722	455,936	848,313	2,122,478	974,117	917,940	817,019	653,500	3,362,576
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Stock Comp & Services Expense	17,388	6,971	8,974	10,339	43,672	342,984	10,228	2,891	105,990	462,093	110,272	263,473	64,334	64,334	502,413
Business Acquisition Expenses	-	-	-	-	-	-	-	-	128,111	128,111	-	-	-	-	-
Depreciation & Amortization	8,750	7,054	5,924	5,488	27,216	6,956	8,906	7,620	15,072	38,554	22,920	22,999	29,530	36,769	112,218
Bad Debt Expense	25,000	-	88,750	113,750	227,500	-	-	-	9,803	9,803	-	-	-	-	-
Other	363,873	346,041	411,328	410,907	1,532,149	411,347	462,195	525,604	697,314	2,096,460	926,806	1,183,067	1,188,601	872,454	4,170,927
Operating Expenses	415,011	360,066	514,976	540,484	1,830,537	761,287	481,329	536,115	956,290	2,735,021	1,059,998	1,469,539	1,282,465	973,557	4,785,559
Operating Income (Loss)	(28,269)	(59,844)	(278,823)	18,317	(348,619)	(298,780)	(125,607)	(80,179)	(107,977)	(612,543)	(85,881)	(551,599)	(465,446)	(320,057)	(1,422,983)
	4	()		()	(·)	()	45	()	()		()		()	()	4
Other - Interest Expense	(516)	(482)	(448)	(413)	(1,859)	(505)	(341)	(304)	(266)	(1,416)	(228)	774	(684)	(863)	(1,001)
Income Tax			-	(912)	(912)	-		-	(912)	(912)	-	-	-	(2,165)	(2,165)
Net Income (Loss)	(28,785)	(60,326)	(279,271)	16,992	(351,390)	(299,285)	(125,948)	(80,483)	(109,155)	(614,871)	(86,109)	(550,825)	(466,129)	(323,085)	(1,426,149)
Net income (Loss)	(28,783)	(00,320)	(273,271)	10,552	(331,330)	(233,283)	(123,346)	(80,483)	(103,133)	(014,871)	(80,103)	(330,823)	(400,123)	(323,063)	(1,420,149)
Stock Comp & Services Expense	26,057	6,971	8,974	10,339	52,341	342,984	10,228	2,891	117,223	473,326	121,505	274,706	75,567	75,567	547,345
Business Acquisition Expenses	-	-	-	-	-	-	-	-	128,111	128,111	-	-	-	-	-
Depreciation & Amortization	8,750	7,054	5,924	5,488	27,216	6,956	8,906	7,620	15,072	38,554	22,920	22,999	29,530	36,769	112,218
Interest Expense	ŕ		·	,	·	505	341	304	266	1,416	228	(774)	684	863	1,001
Income Taxes	-	-	-	912	912	-	-	-	912	912	-	-	-	2,165	2,165
Add Bad Debt Expensse	25,000	-	88,750	113,750	227,500	-	-	-	9,803	9,803	-	-	-	-	-
Adjusted EBITDA	31,022	(46,301)	(175,623)	147,481	(43,421)	51,160	(106,473)	(69,668)	162,232	37,251	58,544	(253,894)	(360,348)	(207,721)	(763,419)

Balance Sheet Highlights

	6/30/2017	6/30/2018	6/30/2019	6/30/2020
Cash and cash equivalents	\$118,405	\$402,738	\$2,288,426	\$1,134,697
Accounts receivable, net	\$468,548	\$796,923	\$2,165,107	\$1,481,437
Inventory	\$1,055,447	\$1,144,068	\$1,734,604	\$2,197,244
Total assets	\$1,800,725	\$2,511,481	\$7,493,230	\$6,351,531
Amount due for business acquisition	\$0	\$0	\$1,443,341	\$0
Current Liabilities	\$1,218,781	\$1,932,844	\$3,611,312	\$3,149,380
Acquisition earn out liability	\$0	\$0	\$500,000	\$500,000
Long-term debt	\$0	\$0	\$0	\$0
Total shareholder's equity	\$558,380	\$564,036	\$3,376,891	\$2,771,761
Shares Outstanding	8,343,235	9,826,151	12,071,139	13,191,789

On May 7, 2020 the Company received an \$809,000 loan from the Small Business Administration (SBA) Paycheck Protection Program which it believes will be forgiven.