UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 8-K

CURRENT REPORT
PURSUANT TO SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): November 13, 2026

POWERFLEET, INC.
(Exact Name of Registrant as Specified in its Charter)

Delaware	001-39080	83-4366463
(State or Other Jurisdiction of Incorporation)	(Commission File Number)	(IRS Employer Identification No.)

123 Tice Boulevard, Woodcliff Lake, New Jersey	07677
(Address of Principal Executive Offices)	(Zip Code)

Registrant's telephone number, including area code (201) 996-9000

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, par value $0.01 per share	AIOT	The Nasdaq Global Market

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (17 CFR §230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR §240.12b-2).

Emerging growth company ☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On November 13, 2026, the board of directors (the "Board") of Powerfleet, Inc. (the "Company") elected Eddie Capel and John Strosahl as directors of the Company, effective November 16, 2026.

As members of the Board, each of Messrs. Capel and Strosahl is eligible to participate in the Company's non-employee director compensation program, which is described in the Company's most recent Proxy Statement filed with the Securities and Exchange Commission (the "SEC") on July 29, 2026.

In connection with their elections to the Board, each of Messrs. Capel and Strosahl will also enter into an indemnification agreement with the Company, substantially similar to the form of indemnification agreement that the Company has entered into with each of its other directors and executive officers, which was filed as Exhibit 10.5 to the Company's Registration Statement on Form S-4 filed with the SEC on May 24, 2019.

Neither Mr. Capel nor Mr. Strosahl has participated in any transactions with the Company, nor are there currently any proposed transactions, requiring disclosure pursuant to Item 404(a) of Regulation S-K promulgated under the Securities Exchange Act of 1934, as amended. There is also no arrangement or understanding between Messrs. Capel or Strosahl and the Company pursuant to which either was appointed to the Board.

Item 8.01. Other Events.

On November 16, 2026, the Company issued a press release announcing Mr. Capel's and Mr. Strosahl's appointments as directors. A copy of the press release is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

Exhibit No.	Description
99.1	Press release, dated November 16, 2026.
104	Cover Page Interactive Data File (embedded within the Inline XBRL document).

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

POWERFLEET, INC.

By: */s/ Steve Towe*
Name: Steve Towe
Title: Chief Executive Officer

Date: November 16, 2026

Exhibit 99.1

Powerfleet Appoints Eddie Capel and John Strosahl to Board of Directors

Nov. 16, 2026

Manhattan Associates Chairman and former CEO and former Jamf CEO bring extensive enterprise software, supply chain and SaaS leadership experience

WOODCLIFF LAKE, N.J., Nov. 16, 2026 /PRNewswire/ — Powerfleet, Inc. (Nasdaq: AIOT), a global leader in the artificial intelligence of things (AIoT) software-as-a-service (SaaS) mobile asset industry, today announced that Eddie Capel and John Strosahl have been appointed to its Board of Directors as independent directors, effective November 16, 2026.

Mr. Capel served as President and Chief Executive Officer of Manhattan Associates, Inc., a leading provider of supply chain and omnichannel commerce software, from 2013 until February 2025, and continues to serve as Chairman of its Board of Directors. He joined Manhattan Associates in 2000 and held various operations and technology leadership positions before being appointed Chief Operating Officer in 2011. In 2012, he was elected to its Board of Directors. Mr. Capel previously served as Chair of the Board of Champion Homes, Inc., from July 2023 until November 2025. Earlier in his career, he was Director of Operations at Unarco Automation and held project management and system design roles at ABB Robotics in the United Kingdom.

Mr. Strosahl served as Chief Executive Officer and a member of the Board of Directors of Jamf Holdings Corp., the Apple device management and security software company, from September 2023 until its $2.2 billion acquisition by Francisco Partners in January 2026. He joined Jamf in 2015 and held various leadership positions, including Chief Revenue Officer, Chief Operating Officer and President, before becoming Chief Executive Officer. Prior to joining Jamf, he led eBay Inc.'s B2C business in North America and spent 10 years at Digital River, Inc., a global e-commerce company, where he served as EVP and General Manager of the Commerce Business Unit and SVP and General Manager of Europe. Mr. Strosahl also serves on the Board of Directors of PROS Holdings, Inc.

"Eddie and John have each led and scaled global enterprise software businesses, and they bring the extensive leadership experience we value in the boardroom as Powerfleet enters its next chapter," said Andrew Martin, Chairman of Powerfleet's Board of Directors. "Eddie's decades of experience in warehouse management and supply chain technology and John's experience building and leading recurring-revenue SaaS platforms will complement the capabilities and experience of our existing Board, and we are fortunate to have them both."

"I am delighted to welcome Eddie and John to the Powerfleet Board," said Steve Towe, Chief Executive Officer of Powerfleet. "Their operating experience leading successful software companies will be invaluable as we expand the Unity solution portfolio, deepen our enterprise relationships and continue to compound growth, profitability and cash flow."

"Powerfleet sits at the intersection of AI, IoT and the physical supply chain, an area where I have developed significant professional experience," said Mr. Capel. "I am excited to join the Board and to bring that experience to bear as Steve and the team capture the opportunity ahead."

"Powerfleet has developed differentiated value propositions, supported by strong product-market fit and an established blue-chip customer base," said Mr. Strosahl. "With momentum building, I look forward to working with the Board and management team to help accelerate growth."

ABOUT POWERFLEET

Powerfleet (Nasdaq: AIOT; JSE: PWR) is a global leader in the artificial intelligence of things (AIoT) software-as-a-service (SaaS) mobile asset industry. Powerfleet unifies business operations through the ingestion, harmonization, and integration of data, irrespective of source, and delivers actionable insights to help companies save lives, time, and money. Powerfleet's ethos transcends our data ecosystem and commitment to innovation; our people-centric approach empowers our customers to realize impactful and sustained business improvement. The Company is headquartered in New Jersey, United States, with offices around the globe. Explore more at www.powerfleet.com. Powerfleet has a primary listing on The Nasdaq Global Market and a secondary listing on the Main Board of the Johannesburg Stock Exchange (JSE).

FORWARD-LOOKING STATEMENTS

This press release contains forward-looking statements within the meaning of federal securities laws, including statements regarding the anticipated contributions of the new directors and the Company's strategy. Forward-looking statements may be identified by words such as "expect," "anticipate," "intend," "plan," "may," "will," "could," "should," "believes," "potential," "continue," and similar expressions. These statements involve known and unknown risks, uncertainties and other factors that may cause actual results to differ materially, including those described under "Risk Factors" in the Company's most recent Annual Report on Form 10-K and subsequent Quarterly Reports on Form 10-Q filed with the Securities and Exchange Commission. Forward-looking statements speak only as of the date of this press release, and the Company undertakes no obligation to update them except as required by law.

Powerfleet Investor Contacts

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