
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): August 11, 2025

POWERFLEET, INC.

(Exact Name of Registrant as Specified in its Charter)

<u>Delaware</u> (State or Other Jurisdiction of Incorporation)	<u>001-39080</u> (Commission File Number)	<u>83-4366463</u> (IRS Employer Identification No.)
<u>123 Tice Boulevard, Woodcliff Lake, New Jersey</u> (Address of Principal Executive Offices)		<u>07677</u> (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:

<u>Title of each class</u>	<u>Trading Symbol(s)</u>	<u>Name of each exchange on which registered</u>
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 2.02. Results of Operations and Financial Condition.

On August 11, 2025, Powerfleet, Inc. (the “Company”) issued a press release regarding financial results for the fiscal quarter ended June 30, 2025. A copy of the press release is being furnished as Exhibit 99.1 to this Current Report on Form 8-K.

Item 7.01. Regulation FD Disclosure.

As previously announced, the Company will hold a conference call on August 11, 2025 at 8:30 a.m. Eastern time (5:30 a.m. Pacific time) to discuss the financial results for the fiscal quarter ended June 30, 2025 and provide a business update. The slide presentation that will accompany the conference call is being furnished as Exhibit 99.2 to this Current Report on Form 8-K.

The information in this report is being furnished pursuant to Items 2.02 and 7.01 of Form 8-K. In accordance with General Instruction B.2. of Form 8-K, the information in this report, including Exhibit 99.1, shall not be deemed “filed” for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liability of that section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, except as may be expressly set forth by specific reference in such a filing.

Cautionary Note Regarding Forward-Looking Statements

This report, including Exhibits 99.1 and 99.2, contains forward-looking statements within the meaning of federal securities laws. The Company’s actual results may differ from its expectations, estimates and projections and consequently, you should not rely on these forward-looking statements as predictions of future events. Forward-looking statements may be identified by words such as “expect,” “estimate,” “project,” “budget,” “forecast,” “anticipate,” “intend,” “plan,” “may,” “will,” “could,” “should,” “believes,” “predicts,” “potential,” “continue,” and similar expressions. These forward-looking statements include, without limitation, the Company’s expectations with respect to its beliefs, plans, goals, objectives, expectations, anticipations, assumptions, estimates, intentions and future performance, as well as anticipated financial impacts of the business combination with MiX Telematics and the acquisition of Fleet Complete. Forward-looking statements involve significant known and unknown risks, uncertainties and other factors, which may cause their actual results, performance or achievements to be materially different from the future results, performance or achievements expressed or implied by such forward-looking statements. All statements other than statements of historical fact are statements that could be forward-looking statements. Most of these factors are outside the Company’s control and are difficult to predict. The risks and uncertainties referred to above include, but are not limited to, risks related to: (i) the Company’s ability to realize all of the anticipated benefits of the business combination with MiX Telematics and the acquisition of Fleet Complete, and the potential challenges associated with the ongoing integration of the businesses; (ii) global economic conditions as well as exposure to political, trade and geographic risks, including tariffs and the conflict in the Middle East; (iii) disruptions or limitations in the Company’s supply chain, particularly with respect to key components; (iv) technological changes or product developments that may be more complex, costly, or less effective than expected; (v) cybersecurity risks and the Company’s ability to protect its information technology systems from breaches; (vi) the Company’s inability to adequately protect its intellectual property; (vii) competitive pressures from a broad range of local, regional, national and other providers of wireless solutions; (viii) the Company’s ability to effectively navigate the international political, economic and geographic landscape; (ix) changes in applicable laws and regulations or changes in generally accepted accounting policies, rules and practices, and (x) such other factors as are set forth in the periodic reports filed by the Company with the Securities and Exchange Commission (“SEC”), including but not limited to those described under the heading “Risk Factors” in its annual reports on Form 10-K, quarterly reports on Form 10-Q and any other filings made with the SEC from time to time, which are available via the SEC’s website at <http://www.sec.gov>. Should one or more of these risks or uncertainties materialize, or should underlying assumptions prove to be incorrect, actual results may vary materially from those indicated or anticipated by these forward-looking statements. Therefore, you should not rely on any of these forward-looking statements.

The forward-looking statements included in this report are made only as of the date of this report, and except as otherwise required by applicable securities law, the Company assumes no obligation, nor does the Company intend to publicly update or revise any forward-looking statements to reflect subsequent events or circumstances.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

Exhibit No.	Description
99.1	Press release, dated August 11, 2025.
99.2	Slide presentation, dated August 11, 2025.
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/ David Wilson

Name: David Wilson

Title: Chief Financial Officer

Date: August 11, 2025



Powerfleet Drives SaaS Flywheel in Q1 FY2026: 6% Sequential Services Growth, Margin Expansion, and Strong Progress Towards Achieving its EBITDA Expansion Targets

Quarterly services revenue jumped by 6% sequentially to \$86.5 million, increasing from \$81.8 million in Q4 '25.

Total revenue grew by 38% year-over-year to \$104.1 million driven by strength in services revenue, which increased to a record high of 83% of total revenue.

Adjusted EBITDA increased by 58% to \$21.6 million, with adjusted EBITDA margin expanding 260 basis points to 21%.

Gross profit increased year over year by \$16.8 million to \$56.5 million, with adjusted EBITDA gross margins expanding by 3% to 67%.

The EBITDA expansion program delivered \$11 million in annual savings exiting the first quarter of FY26, achieving 60% of the full-year target of \$18 million.

FY26 total revenue guidance raised to \$430-\$440 million from \$420-\$440 million.

WOODCLIFF LAKE, NJ – August 11, 2025 – Powerfleet, Inc. (Nasdaq: AIOT) reported its financial results for the first quarter ended June 30, 2025.

MANAGEMENT COMMENTARY

“Q1 marked a strong start to FY26 as we delivered profitable growth ahead of expectations, anchored by a standout 6% sequential increase in services revenue,” said Steve Towe, Chief Executive Officer of Powerfleet. “This performance underscores accelerating adoption of Unity’s AI-driven SaaS solutions and validates the long-term value we’re creating as we transition deeper into a recurring, high-margin business model.”

“Our AI Video annual recurring revenue (ARR) bookings grew 52% quarter-over-quarter, reflecting robust market demand, particularly through our major indirect channel partners,” Towe continued. “We also achieved a 14% sequential increase in new logo wins, alongside six-figure ARR deals across 11 diverse industry sectors - clear indicators that our growth engine is scaling efficiently across verticals.”

“In parallel, we’re driving structural improvements across the business,” he added. “This quarter, services revenue represented a record 83% of total revenue, highlighting our shift to higher-quality SaaS revenue. We accomplished this while successfully navigating tariff headwinds, accelerating supply chain efficiencies, and executing decisively on our adjusted EBITDA expansion initiatives. These results reflect our sharpened focus on scaling profitably while building long-term enterprise value.”



FIRST QUARTER FY2026 OPERATIONAL AND FINANCIAL HIGHLIGHTS

Powerfleet's first quarter results underscore the strength of its bold business combination strategy, reflected in accelerated service revenue growth and rapid progress toward EBITDA expansion targets.

Go-To-Market Momentum

- 11 diverse sectors contributed to ARR wins over \$100k.
- Indirect channel partner momentum was strong, with sales success contributing significantly to ARR in AI video bookings surging 52% quarter-over-quarter.
- Major new strategic sales channel partnership signed with MTN Group, one of the world's largest network providers, to white label Powerfleet's portfolio of solutions to enterprise customers. MTN supports approximately 300 million customers across 16 markets.

Technology and Innovation

- Powerfleet ranked by ABI Research as one of the 7 most innovative global tech companies
- Launched new AI-powered automated risk application to drive top tier quantifiable enterprise safety benefits
- Announcing Powerfleet will host an Investor Innovation Session showcasing Unity AIoT product and technology, in November 2025.

First Quarter Financial Highlights

Total revenue for the first quarter increased 38% year-over-year to \$104.1 million, benefiting from the Fleet Complete acquisition and organic growth in recurring services.

Services revenue was particularly strong, rising 53% year-over-year and 6% sequentially to \$86.5 million. Services revenue accounted for 83% of total revenue, up from 75% in the prior year and 79% in the prior quarter, underscoring the continued shift toward high-quality, recurring revenue streams.

The improved revenue mix, combined with strong and stable service adjusted EBITDA gross margins of 75%, contributed to meaningful margin expansion. Adjusted EBITDA gross margin increased 300 basis points year-over-year to 67%, up from 64% in the same period last year.

Total operating expenses were \$58.5 million in the quarter, which included \$4.2 million in one-time transaction and restructuring costs. Excluding these items, adjusted operating expenses totaled \$54.3 million.

On an adjusted EBITDA basis, general and administrative expense represented 26% of revenue, a 400 basis point improvement from the prior year, reflecting continued progress from the Company's EBITDA expansion program. Sales and marketing expenses increased to 17% of revenue, up 500 basis points year-over-year, in line with planned reinvestments to drive growth. Research and development expense was 5% of total revenue up from 4% in the prior year.



Adjusted EBITDA increased 58% to \$21.6 million, up from \$13.7 million in the prior year, reflecting contributions from the Fleet Complete acquisition, organic growth, gross margin expansion and cost synergies net of planned reinvestment in sales and marketing. Net loss attributable to common stockholders was \$0.08 per share, compared to \$0.21 per share in the prior year, reflecting improved financial performance and an increase in shares outstanding. After adjusting for one-time expenses and amortization of acquisition-related intangibles, adjusted net income per share was \$0.01 compared with \$0.00 in the prior year.

Adjusted net debt to adjusted EBITDA was 2.97x, an improvement from the 3.22x at the end of fiscal year 2025. Net debt at quarter end was \$234.8 million, consisting of \$35.6 million in cash and \$270.4 million total debt.

FULL-YEAR 2026 FINANCIAL OUTLOOK

The company is increasing its financial guidance for revenue, with revenue now expected to be in the range of \$430 million to \$440million versus the prior guidance of approximately \$420 million to \$440 million.

The company is maintaining its annual guidance for:

- Annual adjusted EBITDA, with annual growth of 45% to 55%
- Adjusted net debt to adjusted EBITDA leverage ratio which is expected to improve from 3.2x as of March 31, 2025, to below 2.25x by March 31, 2026

INVESTOR CONFERENCE CALL AND BUSINESS UPDATE

Powerfleet management will hold a conference call on Monday, August 11, 2025, at 8:30 a.m. Eastern time (5:30 a.m. Pacific time) to discuss results for the first quarter fiscal 2026 ended June 30, 2025, and provide a business update.

Date: Monday, August 11, 2025

Time: 8:30 a.m. Eastern time (5:30 a.m. Pacific time)

Toll Free: 888-506-0062

International: 973-528-0011

Participant Access Code: 321752

The conference call will be broadcast simultaneously and available for replay [here](#). Additionally, both the webcast and accompanying slide presentation will be available via the investor section of Powerfleet's website at ir.powerfleet.com.

NON-GAAP FINANCIAL MEASURES

To supplement its financial statements presented in accordance with Generally Accepted Accounting Principles (GAAP), Powerfleet provides certain non-GAAP measures of financial performance. These non-GAAP measures include adjusted EBITDA, adjusted EBITDA gross margin, adjusted EBITDA gross profit, adjusted EBITDA service margin, adjusted product margin, adjusted EBITDA operating expenses, adjusted net income per share and net debt. Reference to these non-GAAP measures should be considered in addition to results prepared under current accounting standards, but are not a substitute for, or superior to, GAAP results. These non-GAAP measures are provided to enhance investors' overall understanding of Powerfleet's current financial performance. Specifically, Powerfleet believes the non-GAAP measures provide useful information to both management and investors by excluding certain expenses, gains and losses and fluctuations in currency rates that may not be indicative of its core operating results and business outlook. These non-GAAP measures are not measures of financial performance or liquidity under GAAP and, accordingly, should not be considered as an alternative to net income, gross margin, gross profit, total debt, cash flow from operating activities or earnings per share as an indicator of operating performance or liquidity. Because Powerfleet's method for calculating the non-GAAP measures may differ from other companies' methods, the non-GAAP measures may not be comparable to similarly titled measures reported by other companies. Reconciliation of all non-GAAP measures included in this press release to the most directly comparable GAAP measures can be found in the financial tables included in this press release.



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. With more than 30 years of experience, 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).

CAUTIONARY NOTE REGARDING FORWARD-LOOKING STATEMENTS

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The forward-looking statements included in this press release are made only as of the date of this press release, and except as otherwise required by applicable securities law, we assume no obligation, nor do we intend to publicly update or revise any forward-looking statements to reflect subsequent events or circumstances.

Powerfleet Investor Contacts

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POWERFLEET, INC. AND SUBSIDIARIES
CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS
(In thousands, except per share data)

	Three Months Ended June 30,	
	2024	2025
Revenues:		
Products	\$ 18,738	\$ 17,657
Services	56,692	86,464
Total revenues	<u>75,430</u>	<u>104,121</u>
Cost of revenues:		
Cost of products	12,751	13,228
Cost of services	23,031	34,412
Total cost of revenues	<u>35,782</u>	<u>47,640</u>
Gross profit	<u>39,648</u>	<u>56,481</u>
Operating expenses:		
Selling, general and administrative expenses	54,782	53,663
Research and development expenses	3,101	4,857
Total operating expenses	<u>57,883</u>	<u>58,520</u>
Loss from operations	(18,235)	(2,039)
Interest income	304	196
Interest expense, net	(2,691)	(6,786)
Other expense, net	(624)	(1,243)
Net loss before income taxes	(21,246)	(9,872)
Income tax expense	(1,053)	(362)
Net loss before non-controlling interest	(22,299)	(10,234)
Non-controlling interest	(13)	—
Net loss	(22,312)	(10,234)
Preferred stock dividend	(25)	—
Net loss attributable to common stockholders	<u>\$ (22,337)</u>	<u>\$ (10,234)</u>
Net loss per share attributable to common stockholders - basic and diluted	<u>\$ (0.21)</u>	<u>\$ (0.08)</u>
Weighted average common shares outstanding - basic and diluted	<u>107,136</u>	<u>133,313</u>

POWERFLEET, INC. AND SUBSIDIARIES
CONDENSED CONSOLIDATED BALANCE SHEETS
(In thousands, except per share data)

	March 31, 2025	June 30, 2025
ASSETS		
Current assets:		
Cash and cash equivalents	\$ 44,392	\$ 31,196
Restricted cash	4,396	4,447
Accounts receivables, net	78,623	81,482
Inventory, net	18,350	23,892
Prepaid expenses and other current assets	23,319	26,762
Total current assets	169,080	167,779
Fixed assets, net	58,011	62,712
Goodwill	383,146	394,668
Intangible assets, net	258,582	263,745
Right-of-use asset	12,339	11,935
Severance payable fund	3,796	4,097
Deferred tax asset	3,934	3,926
Other assets	21,183	21,920
Total assets	<u>\$ 910,071</u>	<u>\$ 930,782</u>
LIABILITIES		
Current liabilities:		
Short-term bank debt and current maturities of long-term debt	\$ 41,632	\$ 37,426
Accounts payable	41,599	48,341
Accrued expenses and other current liabilities	45,327	48,755
Deferred revenue - current	17,375	17,116
Lease liability - current	5,076	4,965
Total current liabilities	151,009	156,603
Long-term debt - less current maturities	232,160	232,954
Deferred revenue - less current portion	5,197	5,133
Lease liability - less current portion	8,191	7,994
Accrued severance payable	6,039	6,754
Deferred tax liability	57,712	57,387
Other long-term liabilities	3,021	3,077
Total liabilities	463,329	469,902
STOCKHOLDERS' EQUITY		
Preferred stock	—	—
Common stock	1,343	1,343
Additional paid-in capital	671,400	673,253
Accumulated deficit	(205,783)	(216,017)
Accumulated other comprehensive loss	(8,850)	13,669
Treasury stock	(11,518)	(11,518)
Total stockholders' equity	446,592	460,730
Non-controlling interest	150	150
Total equity	446,742	460,880
Total liabilities and stockholders' equity	<u>\$ 910,071</u>	<u>\$ 930,782</u>

POWERFLEET, INC. AND SUBSIDIARIES
CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS
(In thousands)

	Three Months Ended June 30,	
	2024	2025
Cash flows from operating activities		
Net loss	\$ (22,312)	\$ (10,234)
Adjustments to reconcile net loss to cash (used in) provided by operating activities:		
Non-controlling interest	13	—
Inventory reserve	257	193
Stock based compensation expense	5,929	1,853
Depreciation and amortization	10,335	16,031
Right-of-use assets, non-cash lease expense	760	974
Derivative mark-to-market adjustment	—	104
Bad debts expense	1,993	1,856
Deferred income taxes	1,021	(3,157)
Shares issued for transaction bonuses	889	—
Lease termination and modification losses	—	59
Other non-cash items	482	(513)
Changes in operating assets and liabilities:		
Accounts receivables	(6,973)	(2,391)
Inventories	(624)	(4,733)
Prepaid expenses and other current assets	(1,518)	(1,284)
Deferred costs	(1,789)	(2,730)
Deferred revenue	(142)	(420)
Accounts payable, accrued expenses and other current liabilities	4,993	9,637
Lease liabilities	(927)	(881)
Accrued severance payable, net	(2)	357
Net cash (used in) provided by operating activities	(7,615)	4,721
Cash flows from investing activities:		
Acquisition, net of cash assumed	27,531	—
Proceeds from sale of fixed assets	—	16
Capitalized software development costs	(2,308)	(3,724)
Capital expenditures	(5,586)	(8,114)
Net cash provided by (used in) investing activities	19,637	(11,822)
Cash flows from financing activities:		
Repayment of long-term debt	(493)	(1,341)
Short-term bank debt, net	4,161	(5,428)
Purchase of treasury stock upon vesting of restricted stock	(2,836)	—
Payment of preferred stock dividend and redemption of preferred stock	(90,298)	—
Cash paid on dividends to affiliates	(4)	—
Net cash used in financing activities	(89,470)	(6,769)
Effect of foreign exchange rate changes on cash and cash equivalents	(823)	725
Net decrease in cash and cash equivalents, and restricted cash	(78,271)	(13,145)
Cash and cash equivalents, and restricted cash at beginning of the period	109,664	48,788
Cash and cash equivalents, and restricted cash at end of the period	\$ 31,393	\$ 35,643
Reconciliation of cash, cash equivalents, and restricted cash, beginning of the period		
Cash and cash equivalents	24,354	44,392
Restricted cash	85,310	4,396
Cash, cash equivalents, and restricted cash, beginning of the period	\$ 109,664	\$ 48,788
Reconciliation of cash, cash equivalents, and restricted cash, end of the period		
Cash and cash equivalents	30,242	31,196
Restricted cash	1,151	4,447
Cash, cash equivalents, and restricted cash, end of the period	\$ 31,393	\$ 35,643
Supplemental disclosure of cash flow information:		
Cash paid (received) for:		
Taxes	\$ 41	\$ 873
Interest	\$ 3,057	\$ 5,994
Noncash investing and financing activities:		
Common stock issued for transaction bonus	\$ 9	\$ —
Shares issued in connection with MiX Combination	\$ 362,005	\$ —

POWERFLEET, INC. AND SUBSIDIARIES
RECONCILIATION OF GAAP TO ADJUSTED EBITDA FINANCIAL MEASURES
(In thousands)

	Three Months Ended June 30,	
	2024	2025
Net loss attributable to common stockholders	\$ (22,337)	\$ (10,234)
Non-controlling interest	13	—
Preferred stock dividend	25	—
Interest expense, net	2,916	6,590
Other expense, net	—	23
Income tax expense	1,053	362
Depreciation and amortization	10,335	16,031
Stock-based compensation	5,929	1,853
Foreign currency losses	109	1,161
Restructuring-related expenses	1,198	2,442
Derivative mark-to-market adjustment	—	104
Recognition of pre-October 1, 2024 contract assets (Fleet Complete)	—	1,503
Acquisition-related expenses	14,494	1,130
Integration-related expenses	—	675
Adjusted EBITDA	<u>\$ 13,735</u>	<u>\$ 21,640</u>

POWERFLEET, INC. AND SUBSIDIARIES
RECONCILIATION OF GAAP TO NON-GAAP NET INCOME FINANCIAL MEASURES
(In thousands)

	Three Months Ended June 30,	
	2024	2025
Net loss	\$ (22,312)	\$ (10,234)
Incremental intangible assets amortization expense as a result of business combinations	2,995	5,830
Stock-based compensation (non-recurring/accelerated cost)	4,693	—
Foreign currency losses	109	1,161
Income tax effect of net foreign exchange losses	(747)	(496)
Restructuring-related expenses	1,198	2,442
Income tax effect of restructuring costs	(103)	(66)
Derivative mark-to-market adjustment	—	104
Acquisition-related expenses	14,494	1,130
Integration-related expenses	—	675
Inventory rationalization and other	—	415
Non-GAAP net income	<u>\$ 327</u>	<u>\$ 961</u>
Weighted average shares outstanding	107,136	133,313
Non-GAAP net income per share - basic	\$ 0.00	\$ 0.01

POWERFLEET, INC. AND SUBSIDIARIES
ADJUSTED GROSS PROFIT MARGINS
(In thousands)

	Three Months Ended June 30,	
	2024	2025
Products:		
Product revenues	\$ 18,738	\$ 17,657
Cost of products	12,751	13,228
Products gross profit	\$ 5,987	\$ 4,429
Products gross profit margin	32.0%	25.1%
Depreciation and amortization	\$ —	\$ —
Adjusted products gross profit	\$ 5,987	\$ 4,429
Adjusted products gross profit margin	32.0%	25.1%
Services:		
Services revenues	\$ 56,692	\$ 86,464
Cost of services	23,031	34,412
Services gross profit	\$ 33,661	\$ 52,052
Services gross profit margin	59.4%	60.2%
Depreciation and amortization	\$ 8,729	\$ 13,241
Adjusted services gross profit	\$ 42,390	\$ 65,293
Adjusted services gross profit margin	74.8%	75.5%
Total:		
Total revenues	\$ 75,430	\$ 104,121
Total cost of revenues	35,782	47,640
Total gross profit	\$ 39,648	\$ 56,481
Total gross profit margin	52.6%	54.2%
Depreciation and amortization	\$ 8,729	\$ 13,241
Adjusted total gross profit	\$ 48,377	\$ 69,722
Adjusted total gross profit margin	64.1%	67.0%

POWERFLEET, INC. AND SUBSIDIARIES
NON-GAAP EXPENSE RATIOS
(In thousands)

	Three Months Ended June 30,	
	2024	2025
Total revenues	\$ 75,430	\$ 104,121
Selling, general and administrative expenses		
Selling, general and administrative expenses	54,782	53,663
Restructuring-related expenses	(1,198)	(2,442)
Acquisition-related expenses	(14,494)	(1,130)
Integration-related costs	—	(675)
Depreciation and amortization	(1,606)	(2,790)
Stock-based compensation	(5,929)	(1,853)
Non-GAAP selling, general and administrative expenses	31,555	44,773
Non-GAAP sales and marketing expenses	9,052	17,958
Non-GAAP general and administrative expenses	22,503	26,815
Non-GAAP selling, general and administrative expenses	\$ 31,555	\$ 44,773
Non-GAAP sales and marketing expenses as a percentage of total revenue	12.0%	17.2%
Non-GAAP general and administrative expenses as a percentage of total revenue	29.8%	25.8%
Research and development expenses		
Research and development incurred	\$ 5,213	\$ 8,559
Research and development capitalized	(2,112)	(3,702)
Research and development expenses	\$ 3,101	\$ 4,857
Research and development incurred as a percentage of total revenues	6.9%	8.2%
Research and development expenses as a percentage of total revenues	4.1%	4.7%

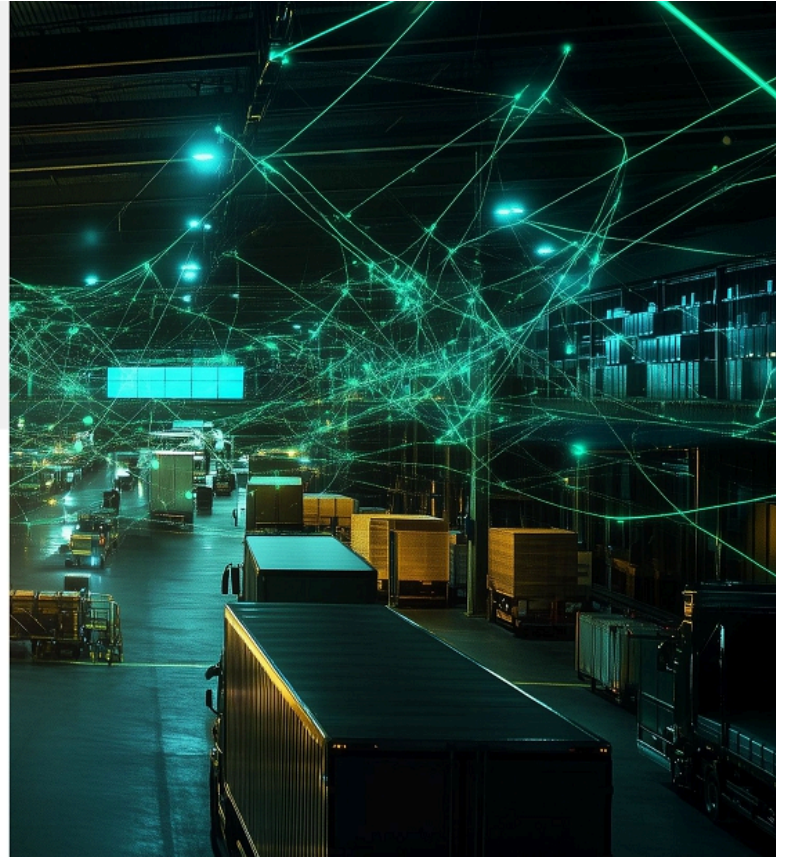
POWERFLEET, INC. AND SUBSIDIARIES
ADJUSTED OPERATING EXPENSES
(In thousands)

	Three Months Ended June 30,	
	2024	2025
Total operating expenses	\$ 57,883	\$ 58,520
Adjusted for once-off costs		
Acquisition-related expenses	14,494	1,130
Integration-related costs	—	675
Stock-based compensation (non-recurring/accelerated cost)	4,693	—
Restructuring-related expenses	1,198	2,442
	20,385	4,247
Adjusted operating expenses	\$ 37,498	\$ 54,273



Q1 FY26 Results & Operational Highlights

August 2025



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Some of the financial information and data contained in this Presentation, such as EBITDA and Adjusted EBITDA, has not been prepared in accordance with United States generally accepted accounting principles ("GAAP"). These non-GAAP measures, and other measures that are calculated using such non-GAAP measures, are an addition, and not a substitute for or superior to measures of financial performance prepared in accordance with GAAP and should not be considered in isolation or as an alternative to operating income, net income or any other performance measures derived in accordance with GAAP. "EBITDA" is defined as Net income (loss) before interest expense (net of interest income), Income tax expense (benefit), and Depreciation and amortization expense. Adjusted EBITDA is defined as EBITDA (as defined above), excluding equity-based compensation expense, non-controlling interest, preferred stock dividend and accretion, as well as certain non-recurring items that Powerfleet does not believe directly reflect its core operations and may not be indicative of Powerfleet's recurring business operations; Adjusted EBITDA for projected periods referenced in this Presentation includes management estimates for incremental costs associated with being a publicly-traded company.

Powerfleet believes these non-GAAP measures of financial results, including on a forward-looking basis, provide useful information to management and investors regarding certain financial and business trends relating to Powerfleet's financial condition and results of operations. Powerfleet's management uses these non-GAAP measures for a variety of purposes, and for budgeting and planning purposes. Powerfleet believes that the use of these non-GAAP financial measures provides an additional tool for investors to use in evaluating projected operating results and trends in and in comparing Powerfleet's financial measures with other similar companies, many of which present similar non-GAAP financial measures to investors. Management of Powerfleet does not consider these non-GAAP measures in isolation or as an alternative to financial measures determined in accordance with GAAP.

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Q1FY26

QUARTER HIGHLIGHTS

POWERFLEET®
People Powered AIoT

SOLID Q1 FINANCIAL RESULTS

Expanding SaaS revenue, enhanced gross margin & AEBITDA, and improved net debt performance

Total revenue increased YoY

38%

to \$104.1M

Sequential services revenue growth

6%

now 83% of total revenue

AEBITDA increased YoY

+58%

to \$21.6M

AEBITDA gross margins,

67%,

increased from 64% YoY

AEBITDA Service gross margins

76%

Net debt to EBITDA ratio improved to

2.97x

vs. 3.17x in prior quarter

GO TO MARKET MOMENTUM Q1FY26

Cross-sell and new logo momentum driving wins, high value solution growth, and continued pipeline momentum



11 Diverse Sectors Contributed Marquee Wins >\$100K ARR

Logistics
Passenger Transport
Insurance
Agriculture
Food & Beverage
Rental & Leasing
Automotive
Field Services
Mining
Manufacturing
Finance

14%

Increase in new logo wins
sequentially QoQ:
175+ B2B customers

52%

Increase in AI video ARR bookings vs.
previous quarter, driven by indirect
channel partners

24%

Increase of in-warehouse
recurring revenue YoY

19%

Increase in ARR pipe build
vs. prior quarter

28%

Sequential increase in
pipeline with major channel
partners in North America

KEY Q1 ENTERPRISE WINS

Strategic deals driven by differentiated Unity solutions and increasingly effective sales muscle



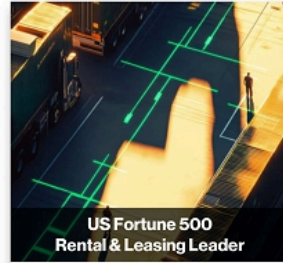
\$750K+
TCV



\$700K+
TCV



\$500K+
TCV



\$500K+
TCV



\$400K+
TCV

POWERFLEET®



By working with Powerfleet, we are now entering a new space, providing an end-to-end value proposition for enterprises who rely on mobile assets at the core of their businesses.

We can now offer leading edge solutions for operational efficiency, safety, help organizations to continuously improve the management of their entire business processes.”

Sudipto Moitra, GM of ICT Enterprise Business, MTN

MTN Business is a highly trusted partner for enterprise digital transformation, providing world class IoT, cloud, and connectivity solutions.

New Major Sales Channel

POWERFLEET AND ONE OF THE WORLD'S LARGEST MOBILE NETWORK OPERATORS, MTN BUSINESS, PARTNER TO ACCELERATE ENTERPRISE IOT ADOPTION

One of the world's largest network operators

Market-wide AI Video enterprise adoption drive

#1 Most admired African brand

\$7.4B annual revenue

297 M customers

16 markets

SIXT Rental

- Digital transformation of rental operations through leveraging operational data intelligence at scale
- Automated security and control data workflows
- Fuel, energy, and cost efficiency AI-powered insights
- Automated operational accountability across non-rented vehicles

Large Scale Operation-Wide Deployment

AI-Powered Control Over Costs, Productivity, and Accountability

Empowering SIXT Mexico to shift from reactive oversight to proactive, AI-powered control - unlocking immediate gains in efficiency, productivity, and accountability.



Unity-Led Digital Transformation

By deploying Unity's advanced SaaS-based data capabilities, SIXT Mexico will gain unmatched predictable control over asset usage, streamline operations, and drive measurable cost reductions.

The agreement originated from a customer referral, underscoring Powerfleet's growing reputation for delivering real-world outcomes through AIoT innovation. As Powerfleet scales across the Americas, this deployment exemplifies Unity's ability to deliver enterprise-grade visibility and control to forward-thinking operators.

Foley Equipment – US

- Agnostic ingestion of multiple OEM brands
- Consolidated, harmonized data for consumption
- Single pane of glass view across entire operation
- Preventative maintenance efficiency use case

17 Locations Across US

30% Decrease in Maintenance Costs



Powerfleet has exceeded all our expectations.

Unity has significantly enhanced our ability to maintain and manage our mixed-brand assets. Powerfleet's responsiveness and industry knowledge has provided us with the support we expect from a top-tier strategic AIoT partner, resulting in decreased maintenance costs and more efficient operations.

We're excited to continue our work with them and to collaborate on future solutions that will help solve our toughest challenges."

Mark Schulke, Equipment Solutions Manager at Foley Equipment

Foley had been using a solution that was not OEM-agnostic. As a result of the data from these devices not being connected, they were missing critical preventative maintenance procedures including oil changes, which typically need to be performed every 250 hours.

This led Foley to Unity: a solution capable of ingesting, harmonizing, and simplifying data from various sources, irrespective of OEM, to drive performance improvement for its assets and customers.

HOLCIM GLOBAL UNITY SAFETY SUCCESS STORY

~9,000

Vehicles Under Management

18

Countries

83%

Reduction in
Critical Safety Events

1.25BN+

Miles Driven
per Annum

Holcim is a global leader in sustainable building solutions, enabling the development of greener cities, smarter infrastructure and improved living standards. Sustainability is at the core of Holcim's business strategy. The company aims to become net-zero, utilizing recycling to build more with less and driving a circular economy that uses industrial processes and economic activities that are restorative or regenerative by design.

As a forward-thinking organisation, Holcim has achieved remarkable results in reaching and exceeding its safety targets, which also have a beneficial impact on its sustainability performance. Holcim's Road Safety Programme has been singled out as one of the world's best examples and received international recognition, acknowledging its contribution to making roads across the world safer and cleaner.

POWERFLEET®
People Powered AIoT



Part of our road safety strategy is giving our drivers the knowledge to make the right decisions behind the wheel.

Trustworthy data is essential to providing constructive feedback to them so that they can make the necessary changes while driving.

Powerfleet has helped us with a harmonized approach to data consolidation which has enabled us to improve our road safety performance globally."

*Astrid van der Burgt,
Head of Road Safety,
Holcim*

UNIFIED OPERATIONS DRIVING DIGITAL TRANSFORMATION

POWERFLEET®
People Powered AIoT

Unifying & Digitally Transforming Mission-Critical Shipment Processes For a Global Transport Leader

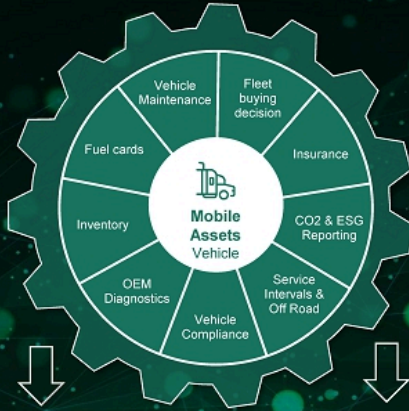
Mission-Critical Automated Shipment Execution \$4 ARPU Uplift

This international transportation leader needed to automate & orchestrate their fundamental transportation process between planning (ERP), execution (TMS), and driver safety application.

Unity acts as the middleware brain between the ERP, TMS, and visibility systems - orchestrating workflows, unifying shipment data, & contextualizing driver performance on a per-order basis.

CUSTOMER IMPACT

- Real-time shipment execution
- Fully auditable shipment flows
- Operational automation



Unifying Training & Certification Processes to Ensure Safe Equipment Use For US Automotive Leader

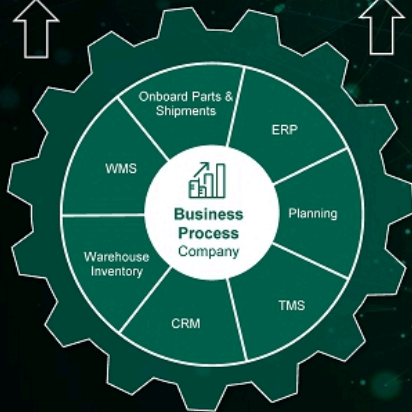
100% Automated Compliance \$8 ARPU Uplift

This automotive leader was struggling with unauthorized use of forklifts & wasted time on the warehouse floor waiting for manual credential authorization. They needed to link training, certification, and authorization records digitally with use of equipment.

Unity automated data flows from the customer's HRIS, LMS, and IoT devices to automate every access credential decision in real time.

CUSTOMER IMPACT

- 100% credential compliance
- Real-time automated decisioning
- Full audit visibility



Unifying State Miles Audit Process for Leading US Logistics Company

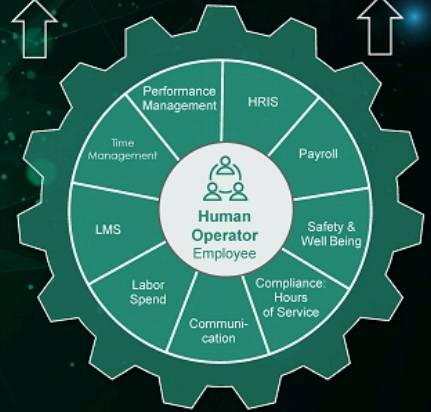
Fully Automated Audit Trail \$3 ARPU Uplift

This logistics leader needed to transform its error-prone process for complying with mileage reporting, considering complex regulations.

Unity automates State Mileage compliance by unifying transaction data and mileage into a single, harmonized data pipeline, then delivering that into enterprise applications ready for filing, auditing, and system-based recordkeeping.

CUSTOMER IMPACT

- Removes manual entry, fraud risk, and driver error
- Improves confidence, lowers regulatory exposure
- Full audit trail for compliance

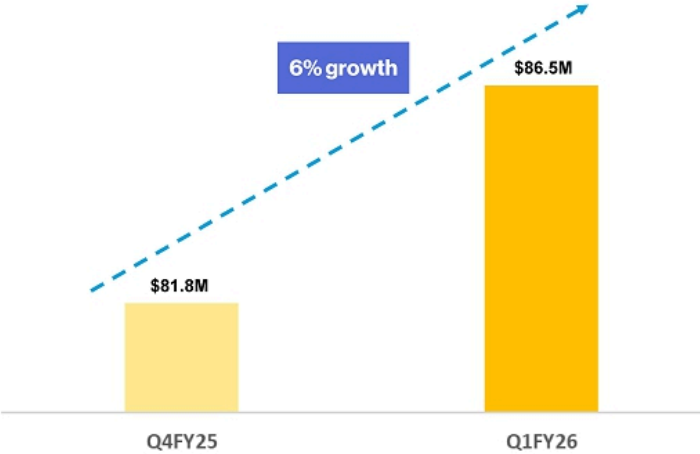


Q1 FINANCIAL RESULTS

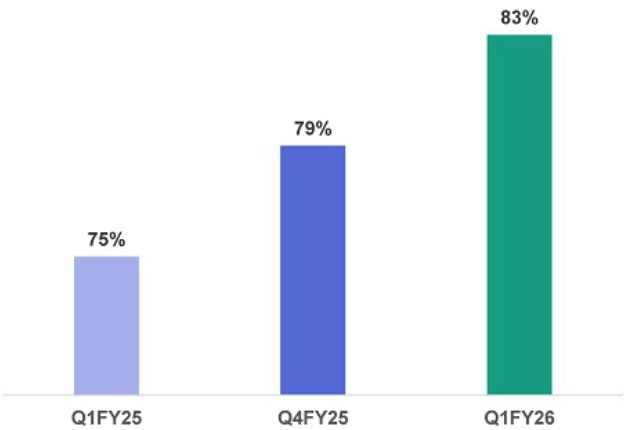
POWERFLEET®
People Powered. AIoT.

STRONG SAAS RECURRING REVENUE GROWTH

Service Revenue
6% sequential revenue growth



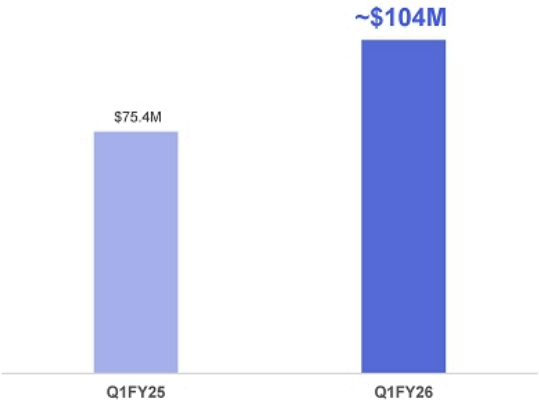
Service Revenue as % of Total Revenue
83% service revenue record in Q1FY26



EXPANDING AND PROFITABLE GROWTH

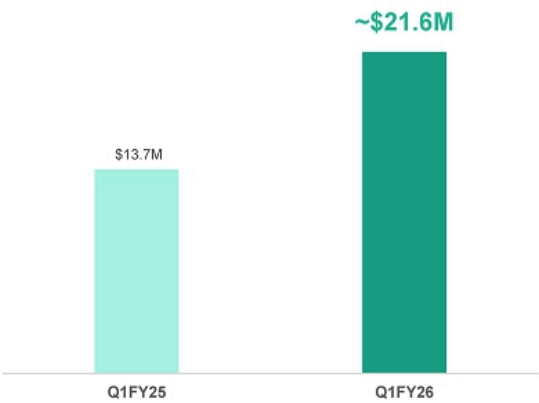
Revenue

38% total revenue growth year-on-year



EBITDA

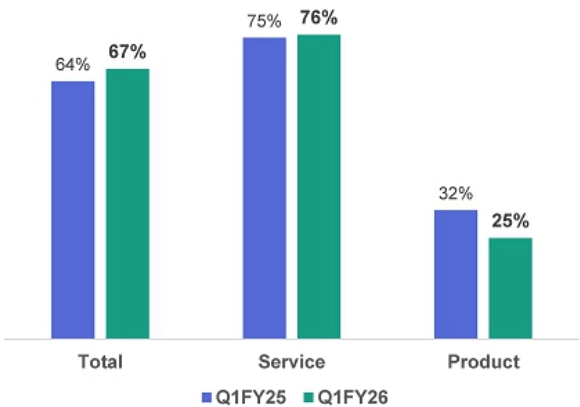
58% increase in adjusted EBITDA year-on-year



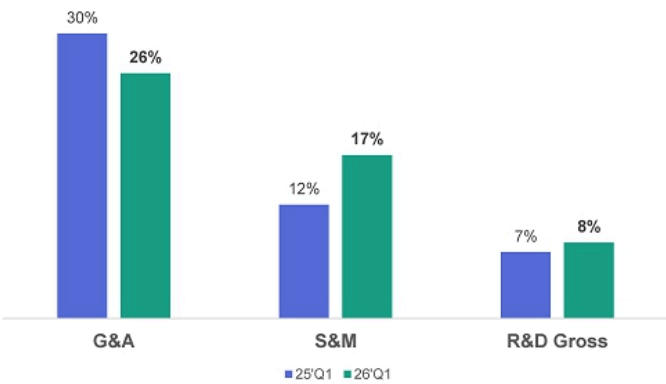
KEY PRO FORMA AEBTIDA EXPENSE TO REVENUE RATIOS

Presented E:Rs exclude depreciation, amortization, stock-based compensation and one time transaction, restructuring and integration costs

AEBITDA Gross Margin

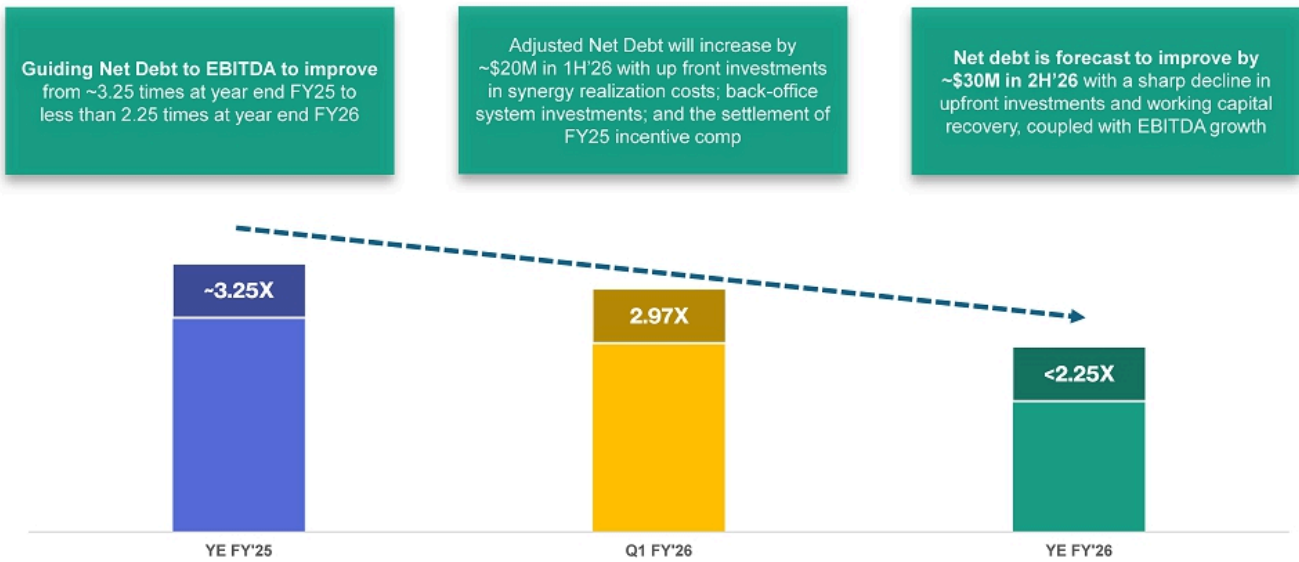


AEBITDA Opex E:Rs



Note: Reported EBITDA margin benefits from "Recognition of Pre October 1, 2024, Contract Assets (Fleet Complete)". Contributes ~2% to EBITDA margin

NET DEBT TO EBITDA RATIO: Q1 TRACKING TO A FULL TURN IMPROVEMENT IN FY26



Note*: Adjusted net debt of \$229M captures final payment of transaction fees settled in Q1'26. Unadjusted net debt is \$225M

KEY TRANSFORMATION INITIATIVES

Q1FY26 UPDATE

POWERFLEET®
People Powered. AIoT.

STRONG PROGRESS IN TRANSFORMATION INITIATIVES IN Q1

ACTIONED EBITDA
SAVINGS

\$11M

Annualized savings
actioned in Q1 FY26
of \$18M committed
for FY26

COMPLETED
WAVE 1

**Transformation
to One Platform**

Business systems
harmonization, focused
on unified sales
enablement & visibility
across the sales org

ENHANCED
DEMAND GENERATION

**Expanded
Business
Development**

Program with Fortune
500 demand
generation expert

SUCCESSFULLY
NAVIGATED

**Tariff
Mitigation**

Through supply
chain evolution

SUBSTANTIALLY
RAMPED UP

**Partner
Management**

To manage
demand from 3rd
party partnerships

EBITDA IN Q1FY26 ACTIONED
\$11M IN ANNUALIZED SAVINGS OF
\$18M COMMITTED FOR FY26

GLOBAL ORGANIZATION STRUCTURE

Implement lean global org structure focused on high performance execution
Streamlined decision-making and simplification of operating model
\$7M actioned in Q1

VENDOR SPEND REDUCTION

Rationalize vendor base through strategic provider consolidation
Simplify product architecture and minimize hardware variants
\$4M actioned in Q1

FIELD SERVICES MARGIN

Standardize field service model to reduce cost to serve
Optimize tooling and staffing models across in-house & third-party coverage
\$1.5M to be actioned in FY26

ORGANIZATION RATIONALIZATION

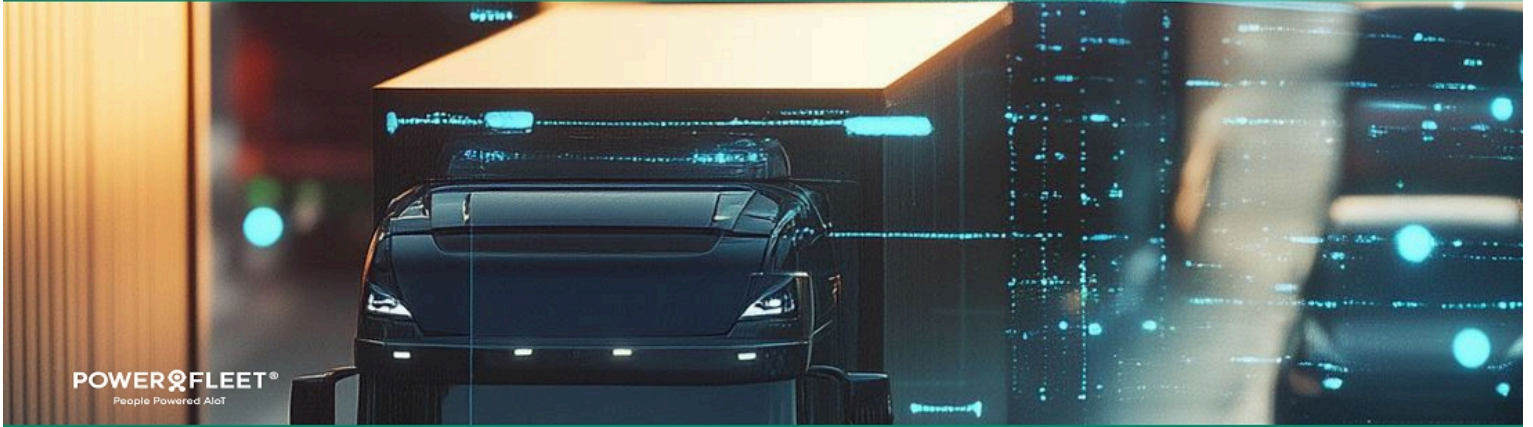
Continue to drive organization efficiency and centralization of key functions in affordable geographies
Strategic outsourcing to support flexible scale and growth
\$5.5M to be actioned in FY26

EBITDA SAVINGS

\$7M
Remaining
To Be Actioned
In Rest of FY26

Actioned \$11M
of Annualized
Savings
in Q1

UNITY IS THE MARKET'S KEY TO DIGITAL TRANSFORMATION



POWERFLEET®
People Powered AIoT



Introducing **Mike Powell**

— Chief Innovation Officer, Powerfleet

2025 Award

POWERFLEET RANKED
BY ABI RESEARCH AS
ONE OF THE 7 MOST
INNOVATIVE GLOBAL
TECH COMPANIES

"Our 2025 Competitive
Rankings highlight those top
seven future-ready firms that
blend technical excellence
with visionary execution."

— ABI Research

The evaluation confirms the Unity platform's ability to deliver **rapid ROI**, enterprise-grade modularity, AI-driven value, including Aura – **Unity's generative AI assistant**, and device-agnostic connectivity - **true digital transformation at scale**.



TOP 7 INNOVATIVE GLOBAL
TECH COMPANIES

POWERFLEET

ERICSSON

VERTIV

KEMPOWER

SCHNEIDER
ELECTRIC

FUTUREX

LITMUS

*"Only a select few technology companies can truly claim
that innovation is embedded in their corporate DNA. Many
others follow the trail blazed by industry giants, striving to
replicate their success." – ABI Research*

Q1 FY26

NEW AUTOMATED AI RISK INTERVENTION SAAS MODULE FOR ADVANCED DRIVER SAFETY LAUNCHED

Companies are overwhelmed by video data but starved for actionable insight. Our automated AI risk intervention module delivers the breakthrough the market has been asking for: automated real-time risk assessment targeted at preventing incidents before they happen, not just after the fact."

Mike Powell, Chief Innovation Officer

This new application combines machine vision AI and agentic AI to automate the risk analysis, scoring and predictive incident prevention process, with elite accuracy and eliminates unnecessary manual video review.

AI-Powered Enterprise Application Driving:

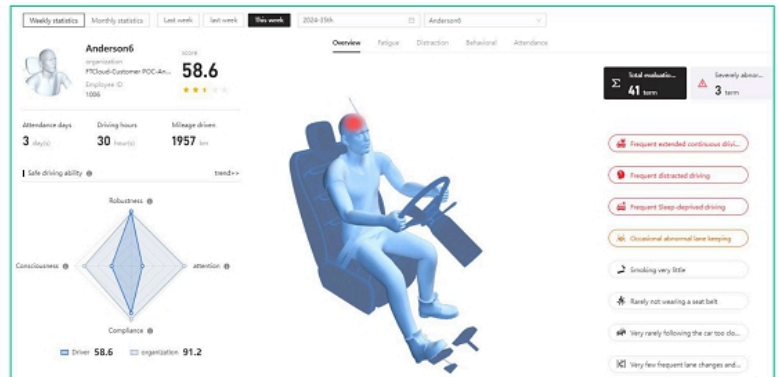
95% Reduction in Fatigue and Distraction Alerts

80% Reduction in Manual Video Review

Top Tier Quantifiable Safety Gains

Lower Insurance Costs & Faster Claims Resolution

Automation & Digitization of Risk Reduction in Real-Time



Announcing Powerfleet Investor 2025 Unity AIoT Innovation Showcase

November 2025 - Details Coming Soon



Final Comments and Q&A

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