

**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): October 16, 2024

Phunware Inc.

(Exact name of Registrant as Specified in Its Charter)

Delaware
(State or Other Jurisdiction
of Incorporation)

001-37862
(Commission File Number)

30-1205798
(IRS Employer
Identification No.)

1002 West Avenue
Austin, Texas
(Address of Principal Executive Offices)

78701
(Zip Code)

Registrant's Telephone Number, Including Area Code: 512 693-4199

(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:

- ☐ 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 \$0.0001 per share	PHUN	The Nasdaq Stock Market

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

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. ☐

CAUTIONARY NOTE REGARDING FORWARD-LOOKING STATEMENTS

This Current Report on Form 8-K (this “Report”) includes forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended (the “Securities Act”) and Section 21E of the Securities Exchange Act of 1934, as amended (the “Exchange Act”). These forward-looking statements are intended to be covered by the safe harbor for forward-looking statements provided by the Private Securities Litigation Reform Act of 1995. All statements other than statements of historical facts contained in this Report, including statements regarding our future results of operations and financial position, business strategy and plans, and our objectives for future operations, are forward-looking statements. The words “anticipate,” “believe,” “continue,” “could,” “estimate,” “expect,” “intend,” “may,” “might,” “plan,” “possible,” “potential,” “predict,” “project,” “should,” “will,” “would” and similar expressions that convey uncertainty of future events or outcomes are intended to identify forward-looking statements, but the absence of these words does not mean that a statement is not forward-looking.

The forward-looking statements contained in this Report are based on our current expectations and beliefs concerning future developments and their potential effects on us. Future developments affecting us may not be those that we have anticipated. These forward-looking statements involve a number of risks, uncertainties (some of which are beyond our control) and other assumptions that may cause actual results or performance to be materially different from those expressed or implied by these forward-looking statements. These risks and uncertainties include, but are not limited to, those factors described under the heading “*Risk Factors*” in our filings with the Securities and Exchange Commission (SEC), including our reports on Forms 10-K, 10-Q, 8-K and other filings that we make with the SEC from time to time. Should one or more of these risks or uncertainties materialize, or should any of our assumptions prove incorrect, actual results may vary in material respects from those projected in these forward-looking statements. We undertake no obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise, except as may be required under applicable securities laws. These risks and others described under “*Risk Factors*” may not be exhaustive.

By their nature, forward-looking statements involve risks and uncertainties because they relate to events and depend on circumstances that may or may not occur in the future. We caution you that forward-looking statements are not guarantees of future performance and that our actual results of operations, financial condition and liquidity, and developments in the industry in which we operate may differ materially from those made in or suggested by the forward-looking statements contained in this Report. In addition, even if our results of operations, financial condition and liquidity, and developments in the industry in which we operate are consistent with the forward-looking statements contained in this Report, those results or developments may not be indicative of results or developments in subsequent periods.

Item 7.01 Regulation FD Disclosure.

On October 16, 2024, Phunware, Inc. (the “Company”) plans to present at the Webull Virtual Corporate Connect Webinar. A copy of the presentation slides are furnished herewith as Exhibit 99.1.

The furnishing of the attached presentation is not an admission as to the materiality of any information therein. The information contained in the slides is summary information that is intended to be considered in the context of more complete information included in the Company’s filings with the U.S. Securities and Exchange Commission (the “SEC”) and other public announcements that the Company has made and may make from time to time by press release or otherwise. The Company undertakes no duty or obligation to update or revise the information contained in this report, although it may do so from time to time as its management believes is appropriate. Any such updating may be made through the filing of other reports or documents with the SEC, through press releases or through other public disclosures.

The information contained herein, including Exhibits 99.1 is furnished and shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or subject to the liabilities of that Section or Sections 11 and 12(a)(2) of the Securities Act of 1933, as amended. The information contained herein and in the accompanying exhibit shall not be incorporated by reference into any filing with the SEC made by the Company, whether made before or after the date hereof, regardless of any general incorporation language in such filing.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

Exhibit No.	Description
99.1*	Phunware, Inc. Presentation Slides
104	Cover Page Interactive Data File (formatted in Inline XBRL)

* Furnished herewith

SIGNATURES

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.

Phunware, Inc.

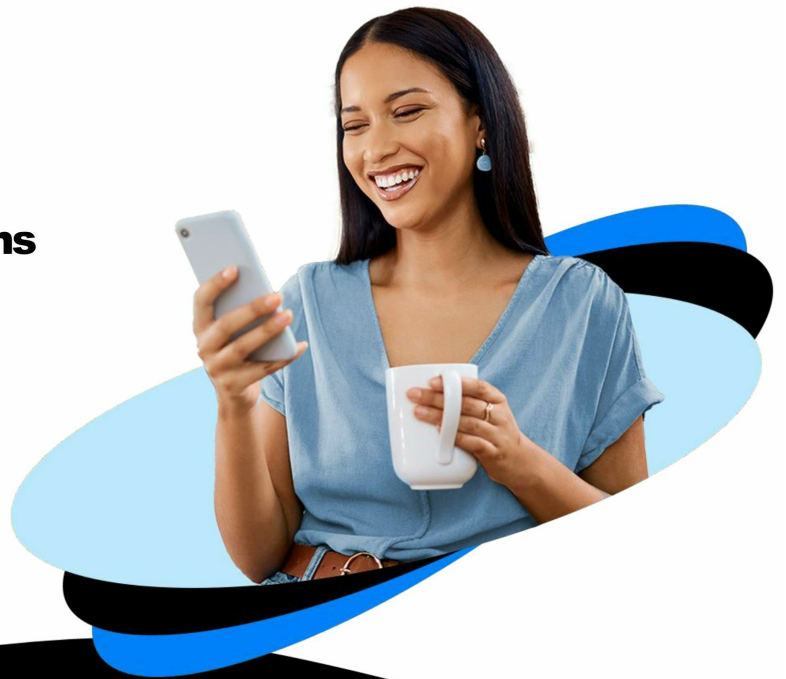
Date: October 16, 2024

By: /s/ Troy Reisner
Troy Reisner
Chief Financial Officer



PHUNWARE

**Leading Provider of
Enterprise Cloud Solutions
for Mobile Applications**



Investor Presentation
October 2024

NASDAQ:PHUN

Forward Looking Statements

This presentation includes forward-looking statements. All statements other than statements of historical facts contained in this presentation, including statements regarding our future results of operations and financial position, business strategy and plans, and our objectives for future operations, are forward-looking statements. The words “anticipate,” “believe,” “continue,” “could,” “estimate,” “expect,” “expose,” “intend,” “may,” “might,” “opportunity,” “plan,” “possible,” “potential,” “predict,” “project,” “should,” “will,” “would” and similar expressions that convey uncertainty of future events or outcomes are intended to identify forward-looking statements, but the absence of these words does not mean that a statement is not forward-looking. The forward-looking statements contained in this presentation are based on our current expectations and beliefs concerning future developments and their potential effects on us. Future developments affecting us may not be those that we have anticipated. These forward-looking statements involve a number of risks, uncertainties (some of which are beyond our control) and other assumptions that may cause actual results or performance to be materially different from those expressed or implied by these forward-looking statements. These risks and uncertainties include, but are not limited to, those factors described under the heading “Risk Factors” in our filings with the Securities and Exchange Commission (SEC), including our reports on Forms 10-K, 10-Q, 8-K and other filings that we make with the SEC from time to time. Should one or more of these risks or uncertainties materialize, or should any of our assumptions prove incorrect, actual results may vary in material respects from those projected in these forward-looking statements. We undertake no obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise, except as may be required under applicable securities laws. These risks and others described under “Risk Factors” in our SEC filings may not be exhaustive. By their nature, forward-looking statements involve risks and uncertainties because they relate to events and depend on circumstances that may or may not occur in the future. We caution you that forward-looking statements are not guarantees of future performance and that our actual results of operations, financial condition and liquidity, and developments in the industry in which we operate may differ materially from those made in or suggested by the forward-looking statements contained in this presentation. In addition, even if our results or operations, financial condition and liquidity, and developments in the industry in which we operate are consistent with the forward-looking statements contained in this presentation, those results or developments may not be indicative of results or developments in subsequent periods.

Our Pedigree: Some of The World's Leading Brands



Long Live Mobile!

Gen 1	Gen 2	The Future
Bespoke mobile apps delivered as services for \$\$\$\$\$	Mobile apps delivered on platform for \$\$\$ with lower fidelity and poorer user experience	Mobile apps built by AI using our body of UX knowledge and beautiful design created over 15+ years

Phunware is Tapping into the Ongoing Demand for Mobile Apps

Build and Deliver: Enterprise & Consumer Apps

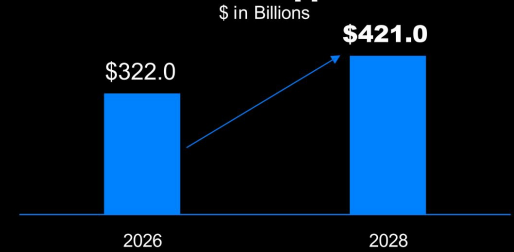
We solve the problem of "How do I get started in mobile with an investment that makes sense for my business?"

Create Discovery and Adoption

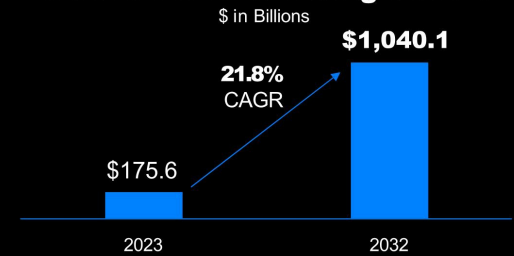
Once the app is live, we help our customers find their audience.



Global Mobile App Market¹



Global Mobile Advertising Market²



1) [Grand View Research](#) 2) [Fortune Business Insights](#)

No One is Serving SMB Well:

Generative AI is the Key to Providing Broad Access to Mobile Applications

Our next generation AI-powered Software-as-a-Service (SaaS) platform delivers apps **in hours**, not weeks, based on limited inputs

- AI-Driven Customization
- End-to-End Modular Design
- Advanced Location-Based Services
- Programmatic Advertising
- Data Analytics



SMBs represent 44 percent of U.S. GDP and half of the roughly \$370 billion in overall tech spending.
([McKinsey](#))

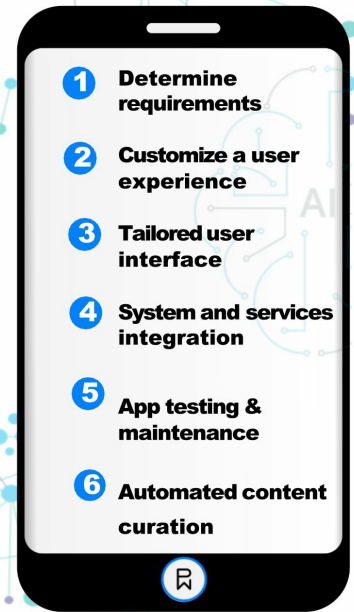
Some (64%) of SMBs indicate technology is a primary factor in pursuing their business objectives.
([comptia](#))

78 million SMB worldwide want access to the same toolsets as major companies.
([Microsoft](#))

The AI Value Proposition

Generative AI Democratizes Access to World-Class Design, Content Strategy and Creation for Mobile.

- Our self-service framework empowers businesses of any size enabling the creation of custom, sophisticated mobile experiences with ease
- We integrate critical business systems to unify the entire customer journey into one app
- Our audience-building offerings drive adoption and use like no other platform



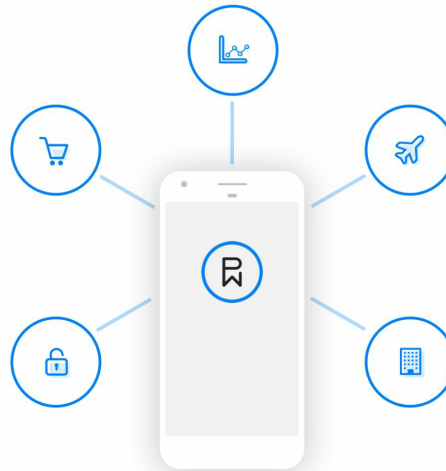
What We Do

Generative AI-Enabled App Development

We do it for you. With a few simple inputs, we give you the benefit of our years of experience serving some of the best brands in the world.

Cloud Service and Domain Hosting Integration

You don't have to change your underlying tech stack to work with us.



Winning Support

We help you listen to and respond to the evolving needs of your customers.

Marketing & Promotion

We help you build your audience by using our performance marketing platform to integrate our solution into the way you communicate with your customers.

Why We Can Win



15 Years In Mobile App Development

Phunware has been providing custom mobile app development services for the past 15 years, honing its expertise in the industry.



Massive Body of Knowledge

Phunware has worked with a diverse range of clients, from small businesses to large enterprises, across the globe.



Intelligent Flexibility

The intelligence built into both our platform and our organization is unparalleled

Phunware's extensive experience and global reach in the mobile app development industry have positioned it as a trusted partner for businesses looking to leverage the power of mobile technology.

We Simply Have a Better Offering

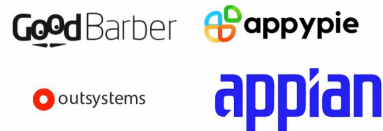
Traditional App Development Firms

Custom-built solutions for enterprises that require high costs and long development cycles.



Low-Code/No-Code Platforms

Generic platforms that enable basic app development but lack industry-specific features and personalization capabilities.



Industry-Specific Platforms

Focused solutions (e.g., hospitality-only or healthcare-only) with limited flexibility to expand beyond a niche market.



Our Revenue Channel Activation



Enterprise Customers

- \$350K average contract value
- 50% of Anticipated Sales
- B2B demand generation motion



SMB Customers

- \$100K average contract value
- 40% of Anticipated Sales
- Digital marketing/self-service model



Channel Partnerships

- \$100K average contract value
- 10% of Anticipated Sales
- Channel activation and management motion accessing primarily SMB customers

Investor Relations

Chris Tyson
MZ Group
949-491-8235
PHUN@mzgroup.us

Corporate Headquarters

1002 West Avenue
Austin, Texas 78701



PHUNWARE

NASDAQ: PHUN

www.phunware.com