
**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 19, 2026

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 19, 2026, Phunware, Inc. (the "Company") posted an updated investor presentation on its investor relations website.

Furthermore, on October 20, 2026, the Company will present at the LD Micro 20th Annual Main Event, as previously announced in the Company's press release issued on October 5, 2026.

A copy of the investor presentation and press release issued are furnished herewith as Exhibits 99.1 and 99.2, respectively, and are incorporated herein by reference.

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 Exhibit 99.1 and 99.2, 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*	Investor Presentation
99.2*	Press Release dated October 5, 2026 entitled "Phunware to Present and Host One-on-One Meetings at the LD Micro 20th Annual Main Event on Tuesday, October 20, 2026"
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 19, 2026

By: /s/ Dmitry Kroshka
Phunware, Inc.
Chief Executive Officer



NASDAQ: PHUN

One Intelligence Platform for the Guest Experience

Investor Presentation

October 2026

phunware.com



Forward-Looking Statements

This presentation includes forward looking statements. All statements other than historical facts contained in this presentation, including statements regarding our future results of operations and financial position, business strategy and plans, our objectives for future operations, the development, production and commercial rollout of our Phunware 2.0 strategy and Guest Intelligence Platform, the performance and adoption of our AI Concierge, AI Itinerary Planner and Location-Aware Data Layer capabilities, the expansion of our product offerings and future market opportunities, are forward-looking statements.

The forward-looking statements contained in this presentation are based on our current expectations, estimates, assumptions and projections concerning our business and industry, management's beliefs and future developments and their potential effects on us, all of which are subject to change. These forward-looking statements involve risks and uncertainties that may cause actual events or results to differ materially from those expressed or implied, including but not limited to factors such as those described under the heading "Risk Factors" in our filings with the U.S. Securities and Exchange Commission. We undertake no obligation to update or revise any forward-looking statements contained in this presentation, whether as a result of new information, future events or otherwise, except as required by applicable law.

01

Non-GAAP measures

This presentation contains references to Adjusted EBITDA, a non-GAAP financial measure. A reconciliation to net loss, the most directly comparable GAAP measure, is available in the Company's quarterly earnings releases.

02

Third-party data

Market data attributed to third parties has not been independently verified and does not represent a forecast of the Company's revenue.

03

Product availability

Capabilities described as "in development" or "demonstrated" are not commercially available and their timing is not guaranteed.

Guests Shouldn't Have to Connect the Dots Themselves

Planning a stay can mean switching between a website, a map, a booking tool, and the front desk.



The operator cost

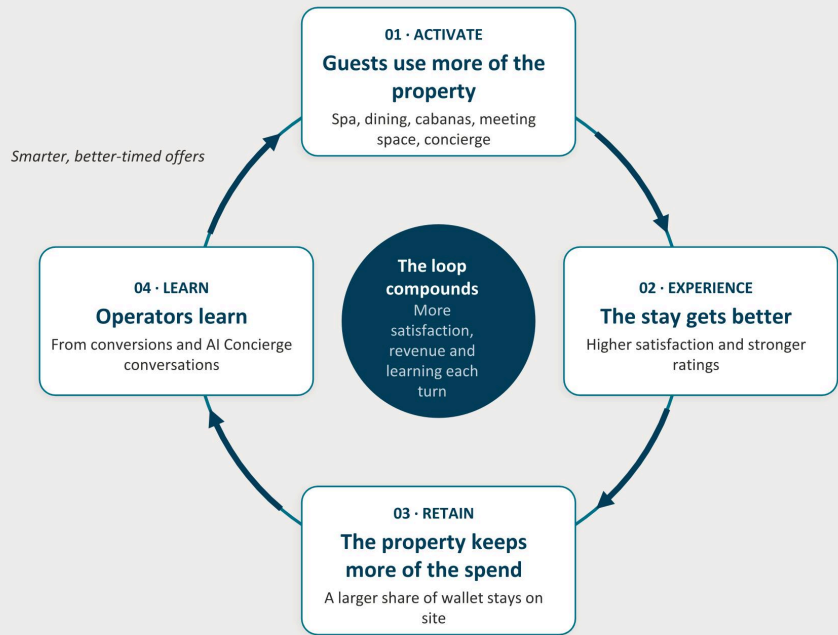
Guests can miss valuable experiences they would enjoy. Guests and staff spend unnecessary time and energy answering repeat questions instead of forward looking questions. Teams don't know what activities or services guests considered but didn't book.

THE GUEST SUCCESS LOOP

Guests who activate on property have higher satisfaction, properties get greater share of wallet, operators learn & refine

Software moved to Customer Success a decade ago. Customers who get real value from a platform rate it higher and are far more open to renewals, upsell and cross-sell. The same pattern holds in any complex service and physical environment.

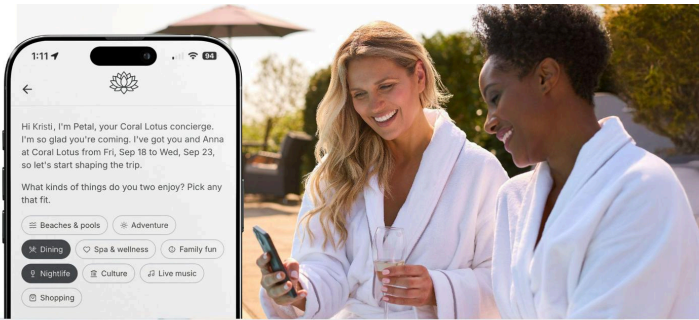
- Resorts
- Urban towers
- Healthcare systems
- Assisted living



GUESTS AND PATIENTS	PROPERTIES AND FACILITIES	OPERATORS
A more personal visit with less friction	Larger share of wallet and stronger loyalty	A clearer picture of what each guest values

Phunware 2.0

Phunware 2.0 is the Company’s repositioning around one AI-enabled Intelligence Platform, sold as a recurring subscription to operators of large, complex properties. Guest Intelligence for Hospitality, Patient Intelligence for Healthcare.



One platform, one subscription.

Sold per brand/flag, or per property by complexity, then expanded module by module rather than rebuilt project by project.

AI at the center.

AI Concierge is commercially released and in production. AI Itinerary Planner is in beta and Guest Intelligence is continuously evolving.

Built on proprietary intellectual property and data.

Patented indoor positioning puts a guest on a live property map and produces the signal the rest of the platform runs on.

Beyond hospitality.

Hospitality is the commercial focus today. Healthcare campuses and senior living are stated expansion targets for the same platform.

One platform. One subscription. Expanding by module, by property and by vertical.

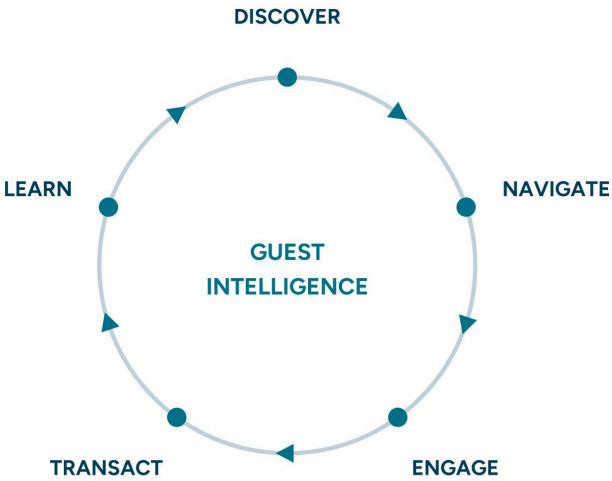
Product 2.0 strategy and Guest Intelligence Platform as described in the Company’s filings and releases dated May 14, June 11, July 30 and August 6, 2026. Indoor positioning capability as published in the Company’s product materials. The AI Itinerary Planner is not yet generally available and the Location-Aware Data Layer is in development. Healthcare and senior living are stated expansion targets; no 2.0 customer wins in those verticals have been announced.

Teams Can Learn From What Guests Explore

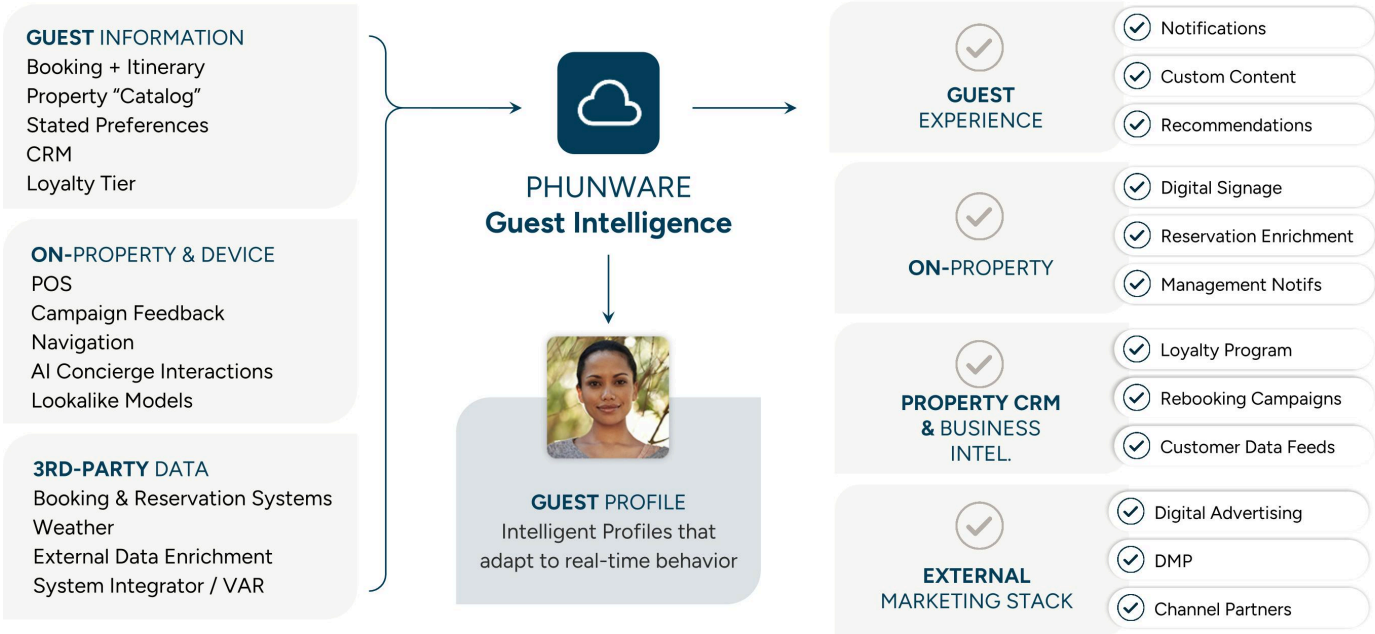
Why the platform compounds

- Questions and searches can show and influence what guests want before arrival and during the stay.
- Available transaction data adds what they booked or bought.
- Teams can use this information to choose what to promote, answer recurring questions, and investigate missed bookings.

Useful experiences	→ more guests participate
Guest participation	→ more information about demand
Demand information	→ more relevant recommendations
Relevant recommendations	→ more opportunities for guests to act



Phunware Guest Intelligence Platform Overview



How Guest Intelligence Works For the Customer

Phunware’s Guest Intelligence Platform brings behavioral, location, PMS and other core systems, and transactional data into a unified property model.

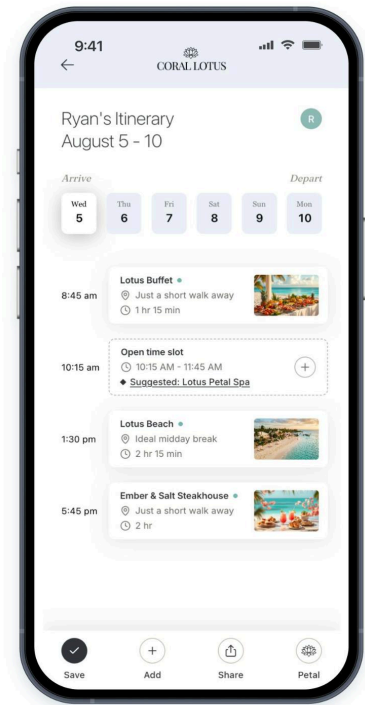
Intelligence + Data + Bookings + Location
Four layers connect the guest experience to the information it needs.

Guest experience
A branded app where guests can ask questions, provide information, find their way, and explore the property.
AI Concierge · Blue-Dot Wayfinding · AI Itinerary Planner (demonstrated)

Intelligence layer
Uses available property and guest information to inform answers and recommendations.
Recommendations · Geo-triggered engagement · Location-Aware Data Layer

Data and analytics foundation
Generate proprietary intent graph of guests, property, real-time behavior and interaction.
Location data · PMS · POS · Booking & Transactional Systems · CMS · SDKs & APIs

Layer names as published at phunware.com/platform. The AI Itinerary Planner is not yet generally available; the Location-Aware Data Layer is in development.



The AI Itinerary Planner in a deployed property app

The Agentic Engagement Layer, Live And In Production

More revenue per guest. Fewer calls to the desk.

A guest asks. The answer comes back in seconds, ready to act on.

Commercially released January 2026

>70%

Guest app adoption
during guest stays

~40%

AI Concierge engagement
above internal forecasts

>95%

Running 12-month
customer retention

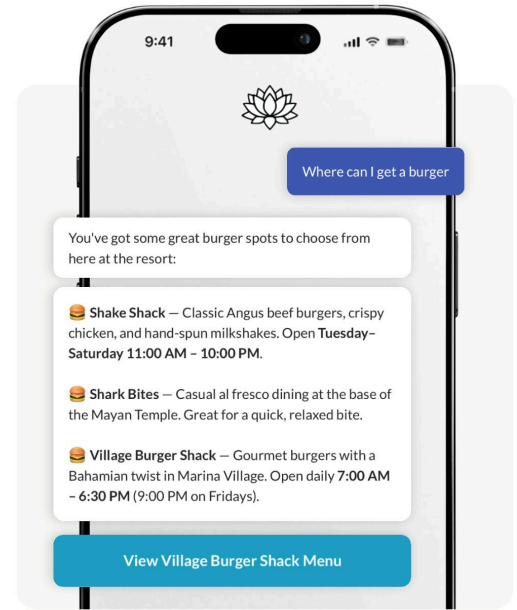
Grounded: from the property's own knowledge base, not general model training.

Instructed: property-specific prompts set tone, detail and escalation.

Evaluated: every prompt or model change is tested against a client answer set.

Actionable: responses return app-ready, with routes, buttons, calls and booking links.

Guest app adoption per the Company's release dated January 28, 2026; AI Concierge engagement versus internal forecasts per the release dated June 11, 2026; running 12-month customer retention per the release dated August 6, 2026, at investors.phunware.com. Adoption and retention are platform-wide metrics, not specific to AI Concierge.



AI Concierge in a deployed property app

A Clearer Way Around the Property

Phunware's indoor positioning shows guests where they are on a property map.

Live position

Updates as the guest moves.

Indoor guidance

Helps guests navigate buildings and floors where GPS may be unreliable.

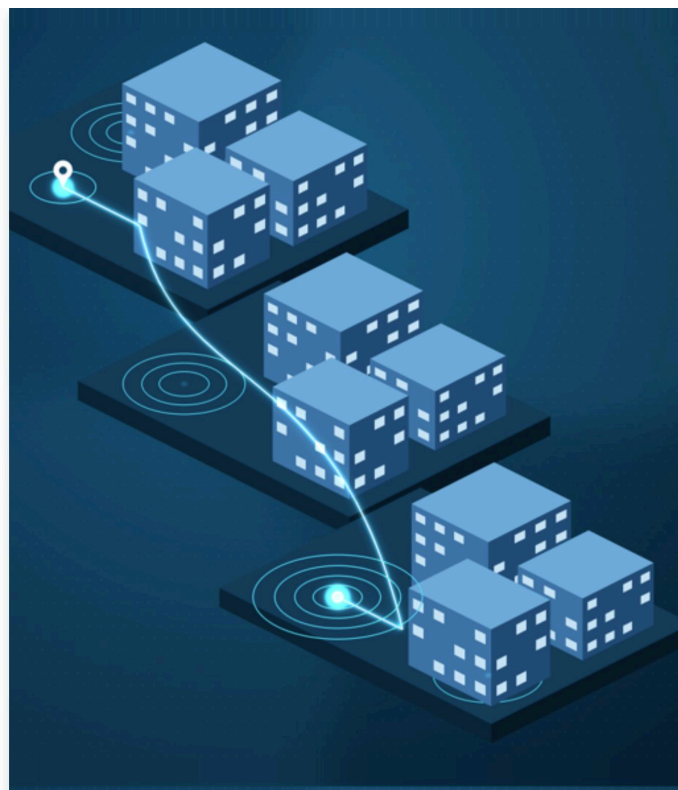
Property destinations

Helps guests locate restaurants, amenities, and other places they want to visit.

Data Confluence

Customer and guest data can be informed and enriched by real-time location data

Indoor navigation capability as published in the Company's product materials.
Visualization is illustrative and does not depict an actual property.



NASDAQ: PHUN · 10

A Flagship Resort Running The Full Platform

A multi-building destination resort with many venues and multi-day stays is a perfect customer for the Guest Intelligence Platform. Pre-arrival planning, in-stay answers, wayfinding, continuous engagement and data, and one-tap booking, in one app.



70%+

app adoption during guest stays

Leads its brand's Hawaiian Islands portfolio in ancillary revenue per occupied room.

AI Concierge agreement announced July 2026

Extends the deployed platform into AI-driven guest interactions.

Adoption and ancillary-revenue ranking as published per the Company's release dated January 28, 2026.
Agreement per the Company's release dated July 30, 2026, which covers AI Concierge.

Phunware Goes Beyond The Guest Portal

Across the seven platforms in this comparison, none offers real-time indoor and outdoor location. Phunware is built on it.

	Messaging and AI			Guest portals				Property systems
	 PHUNWARE	 CANARY	 akia	 Duve.	 stay	 INSPIRE	 HUDINI	 agilysys
Operational system integrations	●	●	●	●	●	●	●	●
AI concierge and messaging	●	●	●	●	◐	●	◐	○
Native iOS/Android performance	●	○	○	○	●	●	●	◐
Real-time blue-dot wayfinding	●	○	○	○	○	○	○	○
Proximity-driven monetization	●	○	○	○	○	○	○	○

● Full capability ◐ Partial ○ Not offered

From screen to physical experience.

Competitive assessment prepared by Phunware from publicly available product information, September 2026; not independently verified. Marks are the property of their owners.

Value of the Categories We Compete In

Phunware sells guest and patient-facing software to operators of complex physical properties. Hospitality intelligence platform today, healthcare campus intelligence platform in development.

COMBINED 2026 MARKET SIZE

~\$100B

projected to grow to ~\$332B by 2033

Phunware’s addressable share is limited to guest- and patient-facing software for complex properties.

	2026	2031	
Conversational AI	\$17.1B	\$49.8B	19.6% CAGR
Smart Hospitality Solutions	\$49.1B	\$197.2B	21.9% CAGR
Patient Engagement Solutions	\$33.8B	\$126.2B	20.7% CAGR

Source: Grand View Research (Hotel & Hospitality Management Software; Smart Hospitality; Patient Engagement Solutions), 2026 estimates and 2033 forecasts. The three markets are separately defined by the provider and may overlap; the combined figure is arithmetic and is not a forecast of Phunware revenue. Healthcare and senior living are stated expansion targets; no 2.0 customer wins in those verticals have been announced.

Recurring Revenue That Expands With Every Property

Recurring software, expanded module by module and property by property.

01	Platform subscription	A recurring software subscription per property, packaged by property complexity, from a branded native app through the full intelligence platform.
02	Module attach	AI Concierge expands the subscription inside a property already on the platform. AI Itinerary Planner and Data Layer are intended to do the same once available.
03	Managed services	Launch, content operations and ongoing optimization delivered alongside the platform.
04	Portfolio expansion	A single agreement with a hotel management group can extend the same platform across many properties.

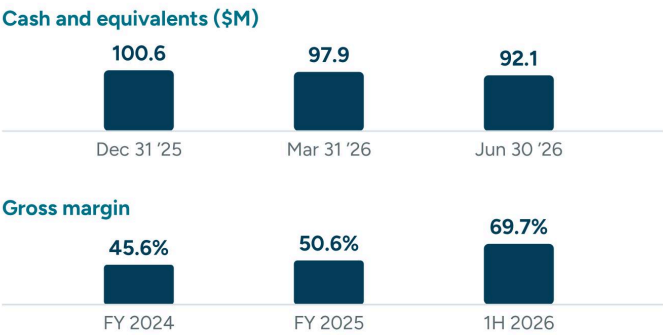
A Strong Balance Sheet To Fund Strategic Initiatives

\$92.1M cash and equivalents as of June 30, 2026	\$0 outstanding debt as of June 30, 2026	\$1.3M total deferred revenue as of June 30, 2026
--	--	---

1H 2026 summary	1H 2026	1H 2025
Net revenue	\$1.3M	\$1.1M
Gross profit	\$0.9M	\$0.5M
Gross margin	69.7%	48.0%

Gross profit up 70% year over year, with gross margin expanding from 48.0% to 69.7%.

Balance sheet figures as of June 30, 2026 and first-half results per the Company's release dated August 6, 2026 and Form 10-Q filed August 10, 2026. Fiscal 2024 and fiscal 2025 gross margin per the Company's reported results.



The Team Behind Phunware 2.0

Management



Dmitry Kroshka

Chief Executive Officer

Appointed May 2026.
Two decades across AI
and hospitality technology.



Nick Farrell

**Senior Vice President
of Sales**

Appointed July 2026.
Sales leadership for
leading hotel brands.



Jason Powell

**Senior Vice President,
Information Technology**

Leads IT, platform
engineering, DevOps
and security.



Chris Olive

Chief Legal Officer

Overseeing legal strategy
to ensure solutions and
partnerships are built on
trust, compliance, and
long-term value.



Brendhan Botkin

**VP, Accounting &
Financial Reporting**

Principal Financial Officer
leading financial reporting
and controls to support
transparency, rigor, and
sustainable growth.

Titles and biography per the Company's releases dated May 14 and July 30, 2026 and Form 8-K filed May 14, 2026. Marks belong to their respective owners.



The Advisory Team Behind Phunware 2.0

Strategic advisors



Michael Cerdá

Strategic Product Advisor

Engaged May 2026 through Build Something Product Group.



Aaron Burcell

Strategic Marketing Advisor

Engaged April 2026 for Marketing & Operations leadership and expertise.



Michael Crooks

Strategic Hospitality Advisor

Engaged in May 2026 for strategic Consulting expertise in developing future verticals.



Aaron Holloway

Strategic Healthcare Advisor

Engaged in May of 2026 for Health product and technology expertise



Titles and biography per the Company's releases dated May 14 and July 30, 2026 and Form 8-K filed May 14, 2026. Marks belong to their respective owners.

Positioned For Growth Well Into The Future

Product roadmap Concierge → itinerary planner → intelligence platform	AI Concierge is in production. The Itinerary Planner is demonstrated; the Intelligence Platform is in continuous development
AI capability Grounded, instructed, tested.	Answers come from the property’s own knowledge base and Phunware derived data and are tested before they ship.
Customer expansion Property → portfolio	One agreement with a hotel management group can extend the platform across many properties.
Vertical expansion Hospitality → healthcare → senior living	Hospitality is the focus today. Healthcare and senior living are stated expansion targets.

Growth comes from the platform *reaching further*, not from building a new one.

Product status and expansion targets per the Company’s filings and releases dated May 14, June 11, July 30 and August 6, 2026. The AI Itinerary Planner is not yet generally available and the Location-Aware Data Layer is in development. Healthcare and senior living are stated expansion targets; no 2.0 customer wins in those verticals have been announced.



Interested? Contact MZ Group

Chris Tyson, Executive Vice President

MZ Group – MZ North America

949-491-8235

PHUN@mzgroup.us



Phunware to Present and Host One-on-One Meetings at the LD Micro 20th Annual Main Event on Tuesday, October 20, 2026

AUSTIN, Texas – October 5, 2026 – Phunware, Inc. (“Phunware” or the “Company”) (NASDAQ: PHUN), a provider of AI-enabled guest intelligence software to operators of hotels, resorts and other large, complex properties, today announced that Phunware’s CEO, Dmitry Kroshka, will host an in-person presentation and one-on-one meetings at the LD Micro 20th Annual Main Event, taking place October 20–21, 2026 at the Luxe Sunset Boulevard Hotel in Los Angeles, California.

Mr. Kroshka’s presentation will highlight Phunware 2.0, the Company’s repositioning around the Guest Intelligence Platform, which is sold as a recurring subscription per property and expanded module by module. The platform brings together location, property management and transactional data to help guests discover what a property offers, find their way around it and book dining, spa services and activities, and to give operators a clearer view of what their guests want and ancillary income generated. He will also discuss AI Concierge, which was commercially released in January 2026 and is in production, the Company’s roadmap for the AI Itinerary Builder and the Location-Aware Data Layer, and the planned expansion of the platform beyond hospitality into healthcare campuses and senior living.

LD Micro Main Event XX

Date: October 20–21, 2026

Location: Luxe Sunset Boulevard Hotel, Los Angeles, CA

Conference Website: [Click here](#)

Format: In-person Presentation and 1x1 meetings

Presentation: Tuesday, October 20, 2026, 10:30 a.m. PT (1:30 p.m. ET), Track 3

Webcast Registration: [Click here](#)

Attendees: Chief Executive Officer Dmitry Kroshka

To schedule a one-on-one meeting with Phunware management, please contact your conference representative, email your request to PHUN@mzgroup.us, or call Chris Tyson at (949) 491-8235.

About Phunware

Phunware, Inc. (NASDAQ: PHUN) is an enterprise software company specializing in mobile app solutions for hospitality, healthcare and other large property related customers, with integrated intelligent capabilities. We provide businesses with the tools to create, implement, and manage custom mobile applications, analytics, and location-based services. Phunware is transforming mobile engagement by delivering scalable, personalized, and data-driven mobile app experiences.

Phunware’s mission is to achieve unparalleled connectivity and monetization through the widespread adoption of Phunware mobile technologies, leveraging brands, consumers, partners, and market participants. Phunware is poised to expand its software products and services audience through new

generative AI products and product enhancements which are in development, utilize and monetize its patents and other intellectual property, and focus on serving its enterprise customers and partners.

For more information on Phunware, please visit www.phunware.com.

Safe Harbor / Forward-Looking Statements

This press release includes forward-looking statements. All statements other than statements of historical facts contained in this press release, including statements regarding our future results of operations and financial position, business strategy and plans, our objectives for future operations, the development and commercial rollout of our Product 2.0 strategy and Guest Intelligence Platform, the performance and adoption of our AI Concierge, AI Itinerary Builder, and Location-Aware Data Layer capabilities, the expansion of our product offering into adjacent end markets, and the timing of upcoming investor and industry events, are forward-looking statements. The words “anticipate,” “believe,” “continue,” “could,” “estimate,” “expect,” “intend,” “may,” “might,” “plan,” “possible,” “potential,” “predict,” “project,” “should,” “will,” and similar expressions are intended to identify forward-looking statements.

The forward-looking statements contained in this press release are based on our current expectations and beliefs concerning future developments and their potential effects on us. These forward-looking statements involve risks, uncertainties, and other assumptions that may cause actual results to differ materially from those expressed or implied. These risks and uncertainties include, but are not limited to, those factors described under the heading “Risk Factors” in our filings with the SEC. We undertake no obligation to update any forward-looking statements.

By their nature, forward-looking statements involve risks and uncertainties. We caution you that forward-looking statements are not guarantees of future performance and that our actual results may differ materially from those expressed or implied by these forward-looking statements.

Investor Relations Contact:

Chris Tyson, Executive Vice President
MZ Group – MZ North America
949-491-8235
PHUN@mzgroup.us
www.mzgroup.us
