

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 17, 2025

Palladyne AI Corp.

(Exact name of Registrant as Specified in Its Charter)

Delaware
(State or Other Jurisdiction
of Incorporation)

001-39897
(Commission File Number)

85-2838301
(IRS Employer
Identification No.)

650 South 500 West, Suite 150
Salt Lake City, Utah
(Address of Principal Executive Offices)

84101
(Zip Code)

Registrant's Telephone Number, Including Area Code: (888) 927-7296

(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	PDYN	The Nasdaq Stock Market LLC
Redeemable warrants, exercisable for shares of Common Stock at an exercise price of \$69.00 per share	PDYNW	The Nasdaq Stock Market LLC

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.

Item 7.01 Regulation FD Disclosure.

On November 17, 2025, Palladyne AI Corp. (the "Company") posted on the investor relations page of its website at www.palladayneai.com an investor presentation furnished as Exhibit 99.1 to this Current Report on Form 8-K (the "Investor Deck") and incorporated herein by reference. This presentation is expected to be used by the Company in connection with certain future presentations to investors and others. The information contained in the Investor Deck is summary information and contains forward-looking statements that are subject to risks and uncertainties, including those set forth in the Company's filings with the Securities and Exchange Commission (the "SEC"). The information in the Investor Deck is as of November 17, 2025, except for information that is specifically identified as being as of an earlier date. The Company undertakes no obligation to publicly update or revise the information contained in the Investor Deck or this Item 7.01, except as required by law, although it may do so from time to time. Any such updating may be made through the filing of other reports or documents with the SEC, press releases, disclosure on the Company's website or other means of public disclosure.

The Company announces material information to the public through a variety of means, including filings with the Securities and Exchange Commission, public conference calls, the Company's website (<https://www.palladyneai.com/>), its investor relations website (<https://investor.palladyneai.com/>), and its news site (<https://www.palladyneai.com/press/>). The Company uses these channels, as well as its social media, including its X (@PalladyneAI) and LinkedIn accounts (<https://www.linkedin.com/company/palladyneai/>), to communicate with investors and the public news and developments about the Company, its products and other matters. Therefore, the Company encourages investors, the media, and others interested in the Company to review the information it makes public in these locations, as such information could be deemed to be material information. The information that can be accessed through hyperlinks or website addresses included in this Current Report on Form 8-K and Exhibit 99.1 attached hereto is deemed not to be incorporated in or part of this Current Report on Form 8-K.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

Exhibit Number	Description
99.1	Investor Presentation
104	Cover Page Interactive Data File (formatted as Inline XBRL)

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.

Palladyne AI Corp.

Dated: November 17, 2025

By: /s/ Stephen Sonne
Name: Stephen Sonne
Title: Chief Legal Officer & Secretary



America's Cross-Domain Force Multiplier™
NASDAQ: PDYN / November 2025



Disclaimer

This presentation and any related oral statements contain forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995 including, but not limited to, statements regarding Palladyne AI's business strategy, projections of market opportunity, anticipated benefits of its technologies, plans and objectives for future operations and offerings, Palladyne AI's product development, expected features, benefits and use cases of Palladyne AI's foundational technology and products, expectations and timing related to commercial product launches, and the potential success of Palladyne AI's strategy. In some cases, you can identify forward-looking statements by terminology such as "may," "will," "should," "could," "expect," "plan," "anticipate," "believe," "estimate," "predict," "intend," "potential," "would," "continue," "ongoing" or the negative of these terms or other comparable terminology. Such forward-looking statements involve risks, uncertainties and assumptions that may cause actual events, results, or performance to differ materially from those indicated by such statements. Certain of these risks and uncertainties are set forth in the section entitled "Risk Factors" and "Cautionary Note Regarding Forward-Looking Statements" in Palladyne AI's filings with the Securities and Exchange Commission (the "SEC") from time to time which are available, free of charge, at the SEC's website at www.sec.gov.

In addition, statements that "we believe" and similar statements reflect Palladyne AI's beliefs and opinions on the relevant subject. These statements are based upon information available to Palladyne AI as of the date of this presentation, and although Palladyne AI believes such information forms a reasonable basis for such statements, such information may be limited or incomplete, and Palladyne AI's statements should not be read to indicate that Palladyne AI has conducted a thorough inquiry into, or review of, all potentially available relevant information. These statements are inherently uncertain and readers are cautioned not to unduly rely upon these statements. If any of these risks materialize or our assumptions prove incorrect, actual results could differ materially from the results implied by these forward-looking statements. In light of the significant uncertainties in these forward-looking statements, you should not regard these statements as a representation or warranty by Palladyne AI or any other person that Palladyne AI will achieve its objectives and plans in any specified time frame, or at all. Except as required by law, Palladyne AI assumes no obligation and does not intend to update any forward-looking statements or to conform these statements to actual results or changes in Palladyne AI's expectations.

This presentation may also contain estimates and other statistical data made by independent parties and by Palladyne AI relating to market size and growth and other industry data. These data involve a number of assumptions and limitations and is subject to change. You are cautioned not to give undue weight to such estimates. Palladyne AI has not independently verified the statistical and other industry data generated by independent parties and contained in this presentation and, accordingly, cannot guarantee their accuracy or completeness. In addition, any projections, assumptions and estimates of Palladyne AI's future performance and the future performance of the markets in which it competes are necessarily subject to a high degree of uncertainty and risk due to a variety of factors. These and other factors could cause results or outcomes to differ materially from those expressed in the estimates made by the independent parties and by Palladyne AI.

The products described in this presentation are subject to trade controls, including but not limited to the U.S. Export Administration Regulations ("EAR") and/or the International Traffic in Arms Regulations ("ITAR"). Information in this presentation is meant for background purposes only, and availability of the products and/or capabilities described herein is subject to U.S. Government authorization. This presentation does not contain any National Security Information.

Restricted Data, or other sensitive information subject to disclosure controls under the National Industrial Security Program Operating Manual ("NISPOM," codified at 32 CFR Part 117). Any use of the term "confidential" in this document is meant to indicate the presence of information of a business-sensitive or proprietary nature; it is not meant to be construed consistent with the term's definition and associated safeguarding requirements set forth in the NISPOM.

By attending or receiving this presentation you acknowledge that you will be solely responsible for your own assessment of the market and our market position and that you will conduct your own analysis and be solely responsible for forming your own view of the potential future performance of our business. Palladyne AI announces material information to the public through a variety of means, including filings with the SEC, public conference calls, Palladyne AI's website (www.palladyneai.com), its investor relations website (<https://investor.palladyneai.com/>), and its news site (<https://www.palladyneai.com/press/>). Palladyne AI uses these channels, as well as its social media, including its X (@PalladyneAI) and LinkedIn accounts (<https://www.linkedin.com/company/palladyneai/>), to communicate with investors and the public news and developments about Palladyne AI, its products and other matters. Therefore, Palladyne AI encourages investors, the media, and others interested in the company to review the information it makes public in these locations, as such information could be deemed to be material information. The information that can be accessed through hyperlinks or website addresses included herein is deemed not to be incorporated in or part of this presentation.

- ✓ Intelligence at the edge, not just in the cloud
- ✓ Built for defense, security, and industrial operations

Where Intelligence Meets Action

Palladyne AI is defining the future of embodied AI - Intelligent systems that sense, think/decide, and act in the real world.

Sense



Think/Decide



Act



Palladyne AI At-A-Glance

Two Embodied AI Software Products

Palladyne™ IQ & Palladyne™ Pilot



Industrial Manufacturing



Construction



Logistics



Aerospace / Aviation



Infrastructure Maintenance and Repair



Energy

SwarmOS™*



Defense



Public Safety

**The defense variant of Palladyne Pilot with advanced swarming and collaboration capabilities.*



DECADES OF EXPERIENCE

In robotics/AI/ML



Employees

Mainly world class robotics and AI/ML software engineers



Introducing Palladyne Defense: Redefining The Mid-Tier Prime

Ethical Embodied AI + Cost Effective Mission
Effects + Precision Harm Mitigation



Robotics



Robotics + Software



Software

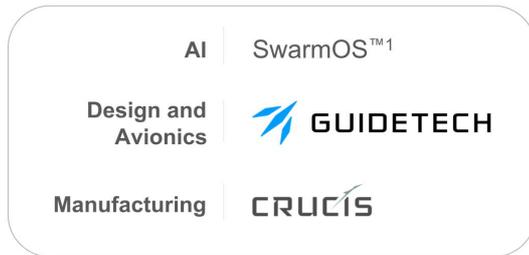


Vertical Integration

A Defining Transformation

From robotics to AI software innovator to fully integrated defense technology company.

- ✓ Launching **Palladyne Defense** as our new defense-focused business
- ✓ Strategic acquisitions of GuideTech and The Crucis Companies (“Crucis”)
- ✓ Together, these companies bring rapid design and U.S.-based manufacturing to our autonomy platform
- ✓ Uniting AI intelligence, design engineering, and U.S.-based manufacturing into a vertically integrated platform





Why Now? The World Has Changed.

Three Structural Shifts Driving Demand

The New Rules of Readiness



DoW cost-per-effect mandate:

Priorities shifting from “the biggest” to “the smartest, cheapest, fastest.”



Reshoring and sovereignty:

Rebuilding domestic manufacturing for strategic independence.



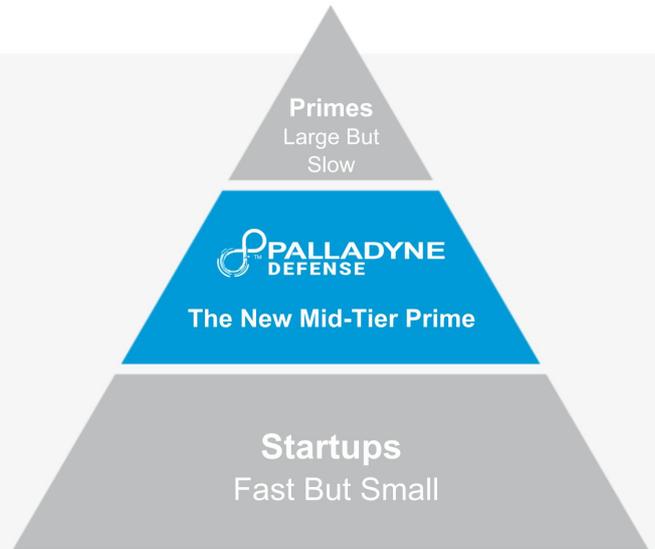
AI in mission systems:

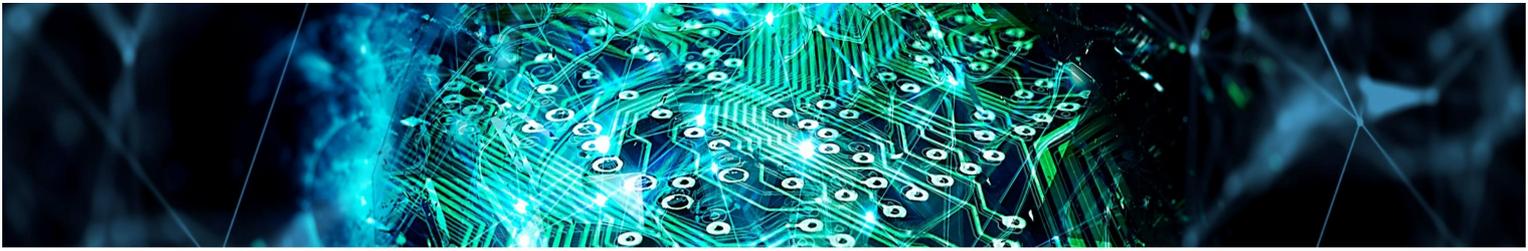
Autonomy deployed into real problems, not just analysis.

The Strategic Imperative: Why We Exist

The New Mid-Tier Prime for Embodied AI

- ✓ Bridge between fast but small startups and massive primes
- ✓ Deliver affordable, intelligent systems built in America
- ✓ Provide DoW with an agile, vertically integrated partner
- ✓ The Pentagon's Replicator initiative requires attritable, intelligent systems that are fast, flexible, and affordable





Three Inputs. One Exponential Advantage.

The next step in our transformation:
Brings together three powerful
capabilities: AI core, engineering nucleus,
U.S. Manufacturing base

SwarmOS™



GUIDETECH

CRUCIS

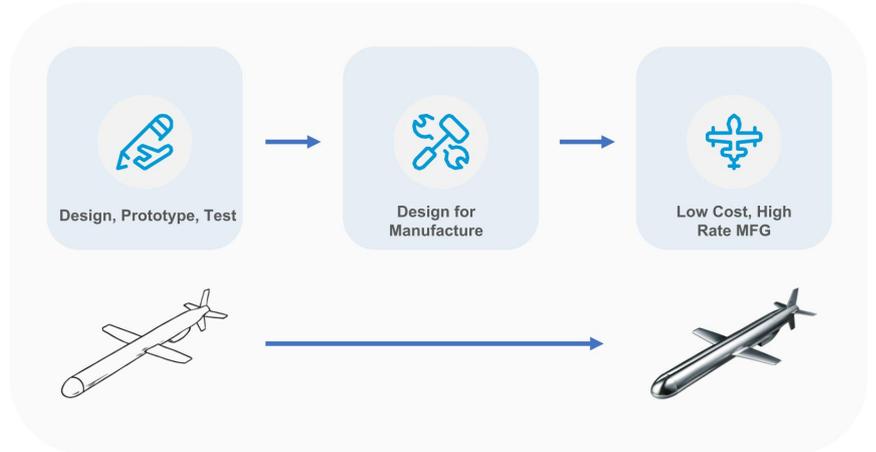
- ✓ **SwarmOS:** embodied AI and autonomy core for defense and public safety missions
- ✓ **GuideTech:** aerospace design and avionics engineering group that moves concepts from digital model to flight prototype in months
- ✓ **Crucis:** certified U.S. manufacturer supporting major defense programs including F-16, F-35, Tomahawk, Harpoon and Bradley



Why GuideTech Matters

Design Speed for a World That Can't Wait

- ✓ Former prime engineers with deep missile/UAS design pedigree
- ✓ Design and iterate new systems in less than **6 months**
- ✓ Already supplying avionics and prototypes to multiple defense customers





From Design to Deployment

A Full Design-to-Field Process

Concept → Simulation → Prototype → Flight Test → Initial Production

✓ Supports both partner systems and proprietary programs

✓ Designed to shorten DoW evaluation and field cycles



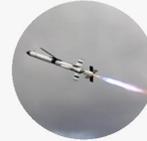
Preliminary Design



Detailed Design and Software Dev



Hardware Integration and Ground Testing



Flight Test



Operations and Production

BRAIN Avionics: Lightweight, Mission-Grade Compute

High Performance at a Fraction of Legacy Cost

✓ Compact modular flight controller: **1/10 the cost and weight of legacy avionics**

✓ Integrated CPU/GPU core enables onboard AI inference — autonomy without external compute

✓ Multiple variants in various stages of development (one is currently TRL9/production ready, and others are TRL 6/7)

BRAIN



\$6k, <0.5 lbs., 10 CPUs
1024 GPU Cores,
GPS/INS/Mag/Baro

BRAIN represents the future of defense electronics...intelligent, efficient, and affordable

Replaces Conventional Avionics



\$17k IMU



\$12k Realtime Module



>\$10k GPS



\$11k Autonomy Module

~5 lbs. 10 CPUs. >\$50k

Project Banshee: Precision Loitering Munition

Intelligent, Attributable, Mission-Focused

- ✓ Designed for tactical and strategic missions, not hobby/consumer UAVs
- ✓ Comparable or better range and payload vs. incumbent systems at lower cost
- ✓ Designed to support SwarmOS™ / IntelliSwarm™ integration
- ✓ Designed for mass production (currently at TRL 6/7) — superior cost-per-effect in contested airspace



Warning: Not a toy drone

Project Banshee

<\$1K Cost Per Target Effect

Warhead Size	3 lbm
Range	20 km
# Missions	30+

Current Comparison

\$58K Cost Per Target Effect

Warhead Size	.5 lbm
Range	20 km
# Missions	1

Project Banshee Test Video



<https://vimeo.com/1136670016/911ffd645e>

Project SwarmStrike: Deep Reach at a New Price Point

Cruise-Missile-Like Reach, Dramatically Lower Cost

- ✓ Cruise-class autonomous system with hundreds of miles of range at attritable cost
- ✓ TRL 6/7 with **successful flight demonstration**
- ✓ Designed for swarm-enabled, multi-domain operations
- ✓ Represents the future of AI-enabled tactical saturation and deterrence

Project SwarmStrike



\$150k (Compared to \$3M/ea for current cruise class missiles)

30 lb. Warhead
550 km range (ground)
920 km range (air)

Project SwarmStrike Test Video



<https://vimeo.com/1136674486/8eca4792a5>

Product Evolution: From Palladyne™ Pilot to SwarmOS™ to IntelliSwarm™





Crucis brings strength, credibility, and capacity... the backbone of America's defense industrial base

Crucis: Precision Manufacturing for Priority Programs

Crucis anchors Palladyne Defense with U.S.-based production, supply-chain depth, and scalability

- ✓ **Vertically integrated aerospace and defense manufacturing:**
 - Machining, assembly
- ✓ **Supplies major programs:**
 - F-35, F-16, Tomahawk, Bradley, JDAM, M1A1, more
- ✓ **Certified: AS9100**
- ✓ **Expanding capacity enables near-term scale for Palladyne AI**



Capacity to Scale

Crucis doesn't just build parts...it builds trust. It's where our innovation becomes production.

- ✓ Active supplier to primes and Tier-1s; provides immediate channel access
- ✓ Ideal platform for DoW-driven reshoring and surge capacity
- ✓ Opportunity to implement Palladyne™ IQ for AI-driven efficiency



50,000 Sq. Ft. Manufacturing Space
ISO 9001: 2015 and AS9100 Certified
Significant Room to Scale



Why Crucis Matters to Palladyne AI

Crucis completes the loop enabling domestic scale, reliability, and reshoring for next-generation defense systems

- ✓ Gives Palladyne AI certified, U.S.-based production tied to priority programs
- ✓ Anchors Palladyne AI in the DoW's industrial-base modernization agenda

We're not waiting for others to build the future...**we're building it ourselves**, right here in America.



Where It All Comes Together

Design + AI + Manufacturing

- ✓ Palladyne Defense integrates SwarmOS™, GuideTech, and Crucis into one business
- ✓ Partner and supplier to primes; opportunistic system provider where gaps exist
- ✓ Aligns with DoW priorities for cost-effective, rapidly fielded autonomous systems
- ✓ Autonomy, affordability, and American industrial power

This is **where our vision becomes reality — intelligence that acts, capability that scales**, and a company built for this era of readiness.



\$7.8 M

2024
(Actual)

Greater than
3X

2026
(EST)

Transaction Overview and Financial Impact

- ✓ **Combined acquisitions** expected to more than triple 2024 revenue by 2026
- ✓ **Acquired businesses targeted** to be adjusted EBITDA positive in 2026
- ✓ **>\$10 million 18-month backlog** (and growing)
- ✓ **Planned \$5 million investment** to bring Project Banshee and Project SwarmStrike to TRL 9
- ✓ **Deal consideration:** ~\$31 million
 - \$20 million stock + \$5 million cash
 - \$6 million assumed debt (equipment/real estate)
 - Plus, a performance-based earnout over 5-years



The Business Engine



Executing the Vision

Two Businesses Driving Growth

Palladyne Defense



Palladyne Commercial



“Transformation means nothing without execution. Palladyne AI is now built to operate, to scale, and to lead.”

Proven leadership, clear focus, and near-term catalysts across both defense and industrial markets

Corporate Structure: Unified, Focused, Scalable

Palladyne AI now operates as a unified enterprise with two synergistic businesses

Palladyne AI

(Parent)

Palladyne Defense

SwarmOS™ + GuideTech +

Crucis



CRUCIS
Palladyne AI Company

MKR
FABRICATORS
Palladyne AI Company

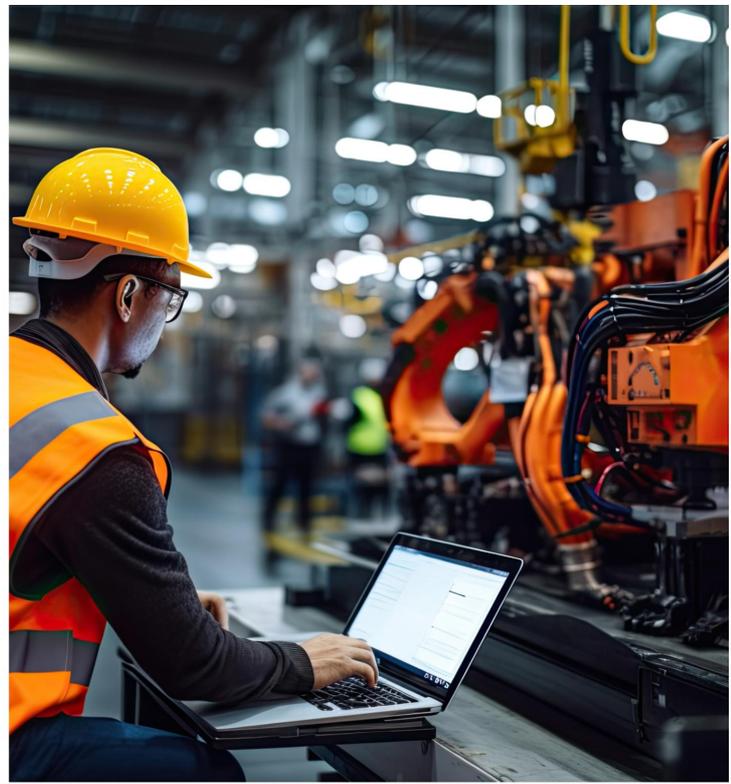
WARNKE
Palladyne AI Company

Palladyne Commercial

Palladyne™ IQ + Palladyne™ Pilot



Our structure reflects our strategy. Each business stands on its own strengths while sharing a common AI framework.





Palladyne Commercial: Scaling the Palladyne™ IQ Platform

Palladyne IQ is the foundation of our AI ecosystem, delivering intelligence that powers industrial and operational efficiency

- ✓ Palladyne IQ is our original AI platform – Palladyne™ Pilot was derived from IQ for UAV autonomy
- ✓ Hardware agnostic and enterprise-wide - integrates across robots and systems
- ✓ Targets industrial robots used in manufacturing, logistics, and infrastructure sectors
- ✓ Recurring software licensing and services model



Proof of Execution: Financial and Operational Highlights

- ✓ **Financial Strength:**
Ended Q3 (pre-deal closings) with \$57.1 million in cash, cash equivalents and marketable securities with \$0 debt
- ✓ **Operational Discipline:**
Q3 Operating cash use of approximately \$6.3 million, consistent with expectations and prior quarter performance
- ✓ **Maintaining** a multi-year operating runway
- ✓ **Awarded U.S. Patent No. 12,452,957** for closed-loop autonomy in heterogeneous sensor networks
- ✓ **Well-positioned** for new development contract from DoW
- ✓ **Collaboration with Draganfly** (NASDAQ: DPRO) for SwarmOS™
- ✓ **Appointed Lt. Gen. (Ret.) Stephen Twitty** to the Board, joining Admiral Eric T. Olsen (Ret.), to deepen defense leadership
- ✓ **Palladyne™ IQ, Palladyne™ Pilot, SwarmOS, and BRAIN** on track for early deployments beginning 1H 2026

Disciplined balance sheet, growing validation and early DoW traction



The Investment Thesis

Palladyne AI is a disciplined, first-mover in embodied AI, bridging autonomy, design, and manufacturing



Technology Leadership

Proven autonomy architecture



Vertical Integration

Full-stack capability from AI to design to hardware to manufacturing



Dual Growth Engines

Defense and commercial synergy



Financial Strength

Well-funded for a multi-year runway



Strategic Timing

Positioned for the new rules of readiness

Our advantage is structural...we own the software, the engineering, and the manufacturing.
That's how we move faster, build smarter, and lead from strength.



Two Businesses, One Platform

Palladyne Defense



BRAIN Avionics,
Project SwarmStrike,
Project Banshee

IntelliSwarm™
architecture

AI-enabled
mission
systems

Palladyne Commercial



Palladyne™ IQ,
Palladyne™ Pilot

Industrial
autonomy

Shared technology, shared intelligence one company leading autonomy for industry and defense.

Closing Vision: Built for This Moment

Palladyne AI is redefining readiness with intelligent systems designed, built, and scaled in America

- ✓ Palladyne AI has evolved from an autonomy software pioneer into a vertically integrated, U.S.-based embodied AI company
- ✓ Our two businesses — Palladyne Defense and Palladyne Commercial — share a common AI foundation and serve distinct but synergistic markets
 - **Palladyne Defense** delivers intelligent systems for national security, speed, and mission adaptability
 - **Palladyne Commercial** extends the same proven technology into industrial automation, infrastructure, and operational intelligence
- ✓ Together, they form a platform that merges autonomy, design, and manufacturing — the blueprint for America's next generation of readiness
- ✓ Backed by a strong balance sheet, expanding partnerships, and a clear path to commercialization, Palladyne AI is entering its growth phase from a position of strength.

We've built something rare...an American AI company that can think, design, and build. We are ready for what's next.





<https://vimeo.com/1136223405>



Thank You.

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in [linkedin.com/company/palladyneai](https://www.linkedin.com/company/palladyneai)

🌐 www.palladyneai.com