

**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): May 15, 2024

POLAR POWER, INC.

(Exact Name of Registrant as Specified in Charter)

Delaware

*(State or Other Jurisdiction
of Incorporation)*

001-37960

*(Commission
File Number)*

33-0479020

*(IRS Employer
Identification No.)*

249 E. Gardena Boulevard, Gardena, California 90248

(Address of Principal Executive Offices) (Zip Code)

(310) 830-9153

(Registrant's telephone number, including area code)

N/A

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

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

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, par value \$0.0001 per share	POLA	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 2.02 Results of Operations and Financial Condition.

On May 15, 2024, Polar Power, Inc. (the "Company") issued a press release announcing its financial results for the three and nine months ended March 31, 2024. A copy of the press release is furnished as Exhibit 99.1 and is incorporated herein by reference.

Item 7.01 Regulation FD Disclosure.

The information contained in Item 2.02 is incorporated herein by reference.

The information contained in Items 2.02 and Item 7.01 (including Exhibit 99.1) is furnished pursuant to Items 2.02 and 7.01 and shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that section.

The Company does not have, and expressly disclaims, any obligation to release publicly any updates or any changes in the Company's expectations or any change in events, conditions, or circumstances on which any forward-looking statement is based, except as required by law.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

Exhibit No.	Description
------------------------	--------------------

99.1 [Press release issued by Polar Power, Inc. dated May 15, 2024](#)

104 Cover Page Interactive Data File (embedded within the Inline XBRL document)

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.

Date: May 15, 2024

POLAR POWER, INC.

By: /s/ Arthur D. Sams

Arthur D. Sams President, Chief Executive Officer and Secretary

Polar Power Reports First Quarter 2024 Financial Results

GARDENA, CA – May 15, 2024 – Polar Power, Inc. (“Polar Power” or the “Company”) (NASDAQ: POLA), a global provider of prime, backup, and solar hybrid DC power solutions, reports its financial results for the first quarter of 2024.

Q1 2024 Financial Highlights

- Net sales of \$1.8 million compared to \$4.2 million in the same period in 2023
- Operating expenses of \$1.6 million compared to \$1.7 million in the same period in 2023
- Net loss was \$2.1 million, or \$(0.12) per basic and diluted share, compared to a net loss of \$1.1 million, or \$(0.09) per basic and diluted share in the same period in 2023
- Working capital of \$9.6 million as of March 31, 2024, with \$16.2 million in inventory
- Backlog at March 31, 2024 was \$7.7 million, including \$5.7 million in new bookings during first quarter of 2024

Event Subsequent to First Quarter 2024

- Received approximately \$2.0 million in additional new orders in April, marking four consecutive months of increased bookings

Arthur Sams, CEO of Polar Power, commented, “Our first quarter financial results reflect delays in international shipments and pushout of orders from our top telecom customers to the second half of 2024. Encouragingly, though, this sector accounts for almost 70% of orders booked thus far in 2024, indicating that the orders postponed last year are being released, and we’ve seen an increase in orders each month from those customers and from new ones.

“Our highly efficient technology platform offers significant cost savings for a variety of end-markets, and we continue to negotiate with customers, financial resources, and other potential partners to broaden our distribution, and generate the growth that our shareholders require. We have identified some very large international opportunities that we believe could be transformative for the company and are diligently working to accelerate our growth and take advantage of the opportunities ahead of us,” continued Mr. Sams.

“Finally, during the first quarter of 2024 we continued to see diversification of our business, with nearly 40% in net sales resulting from non-tier-1 telecom customers, and military orders comprising 25% of our revenues compared to 5% in last year’s first quarter. We anticipate that diversification of our business when combined with growth of our existing telecom customers will continue to provide a foundation of stable long-term growth for our company,” concluded Mr. Sams.

About Polar Power, Inc.

Polar Power (NASDAQ: POLA), Polar Power is pioneering technological changes that radically change the production, consumption, and environmental impact of power generation and is a leading provider of DC advanced power and cooling systems, pioneering innovations across diverse industrial applications. Its product portfolio, known for innovation, durability, and efficiency, presently includes standard products for telecom, military, renewable energy, marine, automotive, residential, commercial, oil field and mining applications. Polar Power’s systems can be configured to operate on any energy source including photovoltaics, diesel, LPG (propane and butane), and renewable fuels.

Polar Power’s telecom power solutions offer significant cost savings with installation, permitting, site leases, and operation. Its military solutions provide compact, lightweight, fuel efficient, reliable power solutions for robotics, drone, communications, hybrid propulsion, and other applications. Its mobile rapid battery charging technology enables on-demand roadside charging for electric vehicles. Its combined heat and power (CHP) residential systems offer innovative vehicle charging and integrated home power systems via natural gas or propane feedstocks, optimizing performance and system costs. Polar Power’s micro / nano grid solutions provide lower cost energy in “bad-grid or no-grid” environments. Its commitment to technological advancement extends to hybrid propulsion systems for marine and specialty vehicles, ensuring efficiency, comfort, reliability, and cost savings.

For more information, please visit www.polarpower.com. or follow us on www.linkedin.com/company/polar-power-inc/.

Safe Harbor Statement Under the Private Securities Litigation Reform Act of 1995

This news release contains certain statements of a forward-looking nature relating to future events or future business performance. Forward-looking statements can be identified by the words “expects,” “anticipates,” “believes,” “intends,” “estimates,” “plans,” “will,” “outlook” and similar expressions. Forward-looking statements are based on management’s current plans, estimates, assumptions and projections, and speak only as of the date they are made. With the exception of historical information, the matters discussed in this press release including, without limitation, Polar Power’s belief that orders from its telecom customers will continue to materialize; Polar Power’s expectations that its planned investment in sales and marketing will accelerate sales growth, and managing operating expenses should enable both top- and bottom-line improvements throughout 2024 are forward-looking statements and considerations that involve a number of risks and uncertainties. The actual future results of Polar Power could differ from those statements. Factors that could cause or contribute to such differences include, but are not limited to, adverse domestic and foreign economic and market conditions, including demand for its Summit Series, 27 kW DC generator product line; trade tariffs on raw materials; changes in domestic and foreign governmental regulations and policies; the impact of inflation and changing prices on raw materials; supply chain constraints causing significant delays in sourcing raw materials; labor shortages as a result of the pandemic, low unemployment rates, or other factors limiting the availability of qualified workers; and other events, factors and risks. It undertakes no obligation to update any forward-looking statement in light of new information or future events, except as otherwise required by law. Forward-looking statements involve inherent risks and uncertainties, most of which are difficult to predict and are generally beyond Polar Power’s control. Actual results or outcomes may differ materially from those implied by the forward-looking statements as a result of the impact of a number of factors, many of which are discussed in more detail in Polar Power’s reports filed with the Securities and Exchange Commission.

Media and Investor Relations:

CoreIR
 Peter Seltzberg, SVP Investor Relations and Corporate Advisory
 +1 212-655-0924
ir@polarpowerinc.com
www.CoreIR.com

Company Contact:

Polar Power, Inc.
 249 E. Gardena Blvd.
 Gardena, CA 90248
 Tel: 310-830-9153
ir@polarpowerinc.com
www.polarpower.com

POLAR POWER, INC.
BALANCE SHEETS
(in thousands, except share and per share data)

	<u>March 31, 2024</u>	<u>December 31, 2023</u>
	(Unaudited)	
ASSETS		
Current assets		
Cash and cash equivalents	\$ 212	\$ 549
Accounts receivable	1,282	1,676
Inventories	16,221	16,522
Prepaid expenses	444	455
Employee retention credit receivable	2,000	2,000
Income taxes receivable	787	787
Total current assets	20,946	21,989
Other assets:		
Operating lease right-of-use assets	2,530	2,818
Property and equipment, net	278	344
Deposits	108	108
Total assets	\$ 23,862	\$ 25,259
LIABILITIES AND STOCKHOLDERS' EQUITY		
Current liabilities		
Accounts payable	\$ 1,194	\$ 1,762
Customer deposits	2,545	1,618
Accrued liabilities and other current liabilities	1,131	1,151
Line of credit	4,914	4,238
Notes payable-related party	257	257
Notes payable, current portion	40	64
Current portion of operating lease liabilities	1,197	1,124
Total current liabilities	11,278	10,214
Operating lease liabilities, net of current portion	1,537	1,856
Total liabilities	12,815	12,070
Commitments and Contingencies		
Stockholders' Equity		
Preferred stock, \$0.0001 par value, 5,000,000 shares authorized, no shares issued and outstanding	—	—
Common stock, \$0.0001 par value, 50,000,000 shares authorized, 17,579,089 shares issued and 17,561,612 shares outstanding on March 31, 2024, and December 31, 2023	2	2
Additional paid-in capital	38,886	38,886
Accumulated deficit	(27,801)	(25,659)
Treasury Stock, at cost (17,477 shares)	(40)	(40)
Total stockholders' equity	11,047	13,189
Total liabilities and stockholders' equity	\$ 23,862	\$ 25,259

POLAR POWER, INC.
UNAUDITED CONDENSED STATEMENTS OF OPERATIONS
(in thousands, except share and per share data)

	<u>Three Months Ended March 31,</u>	
	<u>2024</u>	<u>2023</u>
Net Sales	\$ 1,775	\$ 4,190
Cost of Sales	2,177	3,435
Gross profit (loss)	(402)	755
Operating Expenses		
Sales and marketing	231	333
Research and development	220	346
General and administrative	1,126	1,111
Total operating expenses	1,577	1,790
Loss from operations	(1,979)	(1,035)
Other income (expenses)		
Interest expense and finance costs	(163)	(78)
Total other income (expenses), net	(163)	(78)
Net loss	\$ (2,142)	\$ (1,113)

Net loss per share – basic and diluted	\$ (0.12)	\$ (0.09)
Weighted average shares outstanding, basic and diluted	17,561,612	12,949,550

POLAR POWER, INC.
UNAUDITED STATEMENTS OF CASH FLOW
(in thousands)

	Three Months Ended March 31,	
	2024	2023
Cash flows from operating activities:		
Net loss	\$ (2,142)	\$ (1,113)
Adjustments to reconcile net loss to net cash used in operating activities:		
Depreciation and amortization	66	116
Changes in operating assets and liabilities		
Accounts receivable	394	(986)
Inventories	301	(1,415)
Prepaid expenses	11	777
Operating lease right-of-use asset	288	196
Accounts payable	(568)	794
Customer deposits	927	643
Accrued expenses and other current liabilities	(20)	25
Operating lease liabilities	(246)	(193)
Net cash used in operating activities	<u>(989)</u>	<u>(1,156)</u>
Cash flows from financing activities:		
Proceeds from advances from credit facility	676	1,127
Repayment of notes payable	(24)	(63)
Net cash provided by financing activities	<u>652</u>	<u>1,064</u>
Decrease in cash and cash equivalents	(337)	(92)
Cash and cash equivalents, beginning of period	549	211
Cash and cash equivalents, end of period	<u>\$ 212</u>	<u>\$ 119</u>
SUPPLEMENTAL NON-CASH INVESTING AND FINANCING ACTIVITIES:		
Initial recognition of operating lease right-of-use assets and operating lease liabilities	<u>\$ —</u>	<u>\$ 2,392</u>