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 10, 2026



AMPRIUS TECHNOLOGIES, INC.

(Exact name of Registrant as Specified in Its Charter)

Delaware	001-41314	98-1591811
(State or Other Jurisdiction of Incorporation)	(Commission File Number)	(IRS Employer Identification No.)

1180 Page Avenue, Fremont, California	94538
(Address of Principal Executive Offices)	(Zip Code)

Registrant's Telephone Number, Including Area Code: (800) 425-8803

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:

- o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- o 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	**AMPX**	**The New York Stock Exchange**
Redeemable warrants, each exercisable for one share of common stock at an exercise price of $11.50	**AMPX.W**	**The New York Stock Exchange**

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 x

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. o

Item 2.02 Results of Operations and Financial Condition.

On November 10, 2026, Amprius Technologies, Inc. (the "Company") announced its business and financial results for its fiscal third quarter ended September 30, 2026. A copy of the Company's Earning Release is furnished as Exhibit 99.1 to this Current Report on Form 8-K.

The information contained in this Item 2.02 and in the accompanying Exhibit 99.1 shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, regardless of any general incorporation language in such filing, unless expressly incorporated by specific reference in such filing.

The contents of any website or hyperlinks mentioned in the Earnings Release are for informational purposes only and the contents thereof are not part of the Earnings Release nor incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

Exhibit Number	Description
99.1	Press Release dated November 10, 2026
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.

AMPRIUS TECHNOLOGIES, INC.

Date: November 10, 2026

By: /s/ Ricardo C. Rodriguez

Name: Ricardo C. Rodriguez

Title: Chief Financial Officer

Exhibit 99.1

Amprius Technologies Reports Third Quarter 2026 Financial Results and Recent Business Highlights

- *Q3 2026 revenue increased 83% year-over-year to $39.1 million*
- *Net loss of $3.5 million, a 10% year-over-year improvement*
- *Increasing 2026 revenue outlook to $145 million*
- *U.S. revenues more than doubled quarter over quarter (QoQ)*

FREMONT, Calif. — November 10, 2026 – Amprius Technologies, Inc. ("Amprius" or the "Company") (NYSE: AMPX), a leader in silicon anode lithium-ion batteries, today announced financial results for its third quarter ended September 30, 2026, and discussed recent business developments.

Revenue for the third quarter of 2026 was $39.1 million, up 83% from $21.4 million in the third quarter of 2025. Net loss attributable to common stockholders was $3.5 million, compared to a net loss of $3.9 million in the third quarter of 2025. GAAP net loss per common share was $0.02, compared to net loss per share was $0.03 in the third quarter of 2025.

Q3 2026 Financial Highlights

- Record revenue of $39.1 million, up 15% sequentially and 83% year-over-year (YoY)
- Gross profit of $10.5 million, up $7.2 million and 217% YoY
- GAAP gross margin of 27%, improving from 15% in Q3 2025
- Net loss attributable to common stockholders of $3.5 million, a $0.4 million improvement YoY
- Non-GAAP Adjusted EBITDA of $(1.0) million, a decrease from $0.2 million in Q3 2025
- U.S. revenues increased by 2.3X quarter-over-quarter (QoQ) to $12.2 million

“Our third quarter results demonstrate the strength of our company’s technology leadership and our ability to convert growing customer demand into meaningful financial performance," said Amprius Technologies CEO Tom Stepien. "We delivered record revenue, as we continued to deepen our relationships with customers across the drone, aviation, defense, and advanced mobility markets. Amprius introduced SiCore 500, a new battery model, with industry-leading energy density. The Company was selected for a competitive and significant contract to increase production in the U.S. in 2028. As our guidance suggests, Amprius enters the fourth quarter with strong momentum, driven by an expanding pipeline, and increased manufacturing scale.”

Reconciliations of GAAP net loss to non-GAAP adjusted net loss and non-GAAP adjusted EBITDA are provided in the financial schedules that are part of this press release. An explanation of these non-GAAP financial measures is also included below under the heading “Non-GAAP Financial Measures.”

Quarterly Financial Comparison

$ in millions

Metric	Q3 2026	Q3 2025	Delta	Improvement
Revenue	39.1	21.4	17.7	83%
Gross Profit	10.5	3.3	7.2	217%
% Margin	*27%*	*15%*		
GAAP Net Loss	(3.5)	(3.9)	0.4	10%
% Margin	*(9%)*	*(18%)*		
Non-GAAP Adjusted EBITDA	(1.0)	0.2	(1.2)	NM
% Margin	*(3%)*	*1%*		

Business Highlights

- Secured a $75 million U.S. Department of War competitive contract to produce cells in the U.S., $22.3 million of which is obligated, by supporting the conversion of an existing battery production line with planned output of up to 12 million NDAA-compliant cells annually in 2028.
- Introduced SiCore® 500, a second-generation silicon anode cell delivering 500 Wh/kg on conventional lithium-ion manufacturing equipment, enabling a scalable path to large-scale commercial production to support aviation customers.

- Expanded our relationship with Quantum Systems, a leading German developer of autonomous unmanned systems, with increased deployment of Amprius cells across its Vector and Twister ISR platforms.
- Began supplying SiCore cells to a U.S. aerospace company producing a solar-powered stratospheric platform. Our cell supports extended-duration missions where energy density and weight are critical performance requirements.
- Secured a design win with a global leader in maritime and defense technology, for an autonomous deep-sea underwater vehicle platform, extending the application of Amprius' SiCore technology into subsea defense and maritime markets.

Updated 2026 Financial Outlook

Amprius updates its 2026 financial outlook as follows:

- Revenue is expected to be $145 million, raised from at least $140 million
- Gross margin is expected to be at least 28%
- Net loss is expected to be less than $10 million, including the Q2 $1.9 million non-cash fair value charge impact of the Warrant Exchange
- Net loss per share is expected to be under $0.07
- Adjusted EBITDA is expected to be at least $2.5 million
- Capital expenditure is expected to be under $10 million

The Company's 2026 outlook assumes depreciation and amortization of $3.0 million, stock-based compensation expense of $9.5 million, $1.2 million of Colorado facility expenses, interest income of $1.7 million, government grant income of $8.0 million and weighted average shares outstanding of 143.4 million for the full year.

Amprius' CFO Ricardo C. Rodriguez added: "The third quarter once again proved the scalability of our fabless technology and process-owning strategy. Our team continues to meet growing demand with an expanding family of high-performance cells, built in the right place at the right time, without the need for capital investment for manufacturing. The agreements and work that we are executing to establish additional NDAA-compliant production extend this model to the next levels of demand."

Amprius may recognize additional charges, realize gains or losses, incur financing costs or interest expense, or experience other events in 2026, including those related to capacity expansion, supply chain disruptions, or further cost inflation, that could cause actual results to vary materially from this outlook. See Forward-Looking Statements below.

Amprius has not provided a reconciliation of the 2026 outlook for non-GAAP Adjusted EBITDA in reliance on the unreasonable efforts exception provided under Item 10(e)(1)(i)(B) of Regulation S-K due to the uncertainty regarding, and the potential variability of, reconciling items such as, the amount and timing of potential non-recurring items. The Company is unable, without unreasonable efforts, to forecast certain items required to develop meaningful comparable GAAP financial measures.

Conference Call and Webcast Notification

A conference call with Amprius management to discuss third quarter 2026 results and recent business developments will be held on Wednesday, November 11, 2026, at 8:30 a.m. ET. During the call, management will respond to questions concerning, but not limited to, Amprius' financial performance, business conditions, and financial outlook. Management's discussion and responses could contain information that has not been previously disclosed.

Shareholders and other interested parties may call 866-424-3442 (domestic) or +1 201-689-8548 (international) and reference conference ID "13763371" to participate in the conference call. In addition, the conference call and an accompanying slide presentation will be available live as a listen-only webcast here and hosted at the Investor Relations section of Amprius' website, ir.amprius.com.

Amprius uses the Investor Relations section of its website to disclose material information for the purposes of the Securities and Exchange Commission's (SEC) Regulation Fair Disclosure. Shareholders and other interested parties are encouraged to monitor this website in addition to Amprius' other public announcements and SEC filings as information posted on that page could be deemed to be material information.

Following the live event, an archived version of the webcast will be available on Amprius' website for convenient on-demand replay. A copy of this press release is posted in the Investor Relations section on Amprius' website.

About Amprius Technologies, Inc.

Amprius Technologies, Inc. is a leader in advanced lithium-ion battery technology, delivering high-energy and high-power silicon-anode batteries with up to twice the energy density, range, and flight time of conventional graphite-based cells. Headquartered in Fremont, California, Amprius operates an R&D lab and pilot manufacturing facility for silicon anodes and cells. To support scalable production, the Company employs a contract manufacturing strategy, enabling rapid capacity expansion with minimal capital investment. Committed to driving innovation in energy storage, Amprius powers next-generation applications in aerospace, defense, and mobility. For additional information, please visit amprius.com and the Company's LinkedIn page.

Forward-Looking Statements

This press release includes "forward-looking statements" within the meaning of Section 27A of the Securities Act of 1933, Section 21E of the Securities Exchange Act of 1934, and the "safe harbor" provisions of the United States Private Securities Litigation Reform Act of 1995, each as amended, including Amprius' expectations, hopes, beliefs, intentions or strategies regarding the future. Forward-looking statements may be identified by the use of words such as "estimate," "plan," "project," "forecast," "intend," "expect," "anticipate," "believe," "seek," "will" or other similar expressions that predict or indicate future events or trends or that are not statements of historical matters. These forward-looking statements include, but are not limited to, statements regarding the ability of Amprius to serve more customers, bring in additional revenue and expand applications, the strategic benefits of Amprius' Fremont, California pilot line to its business, the ability of Amprius to further expand this pilot line and the benefits of such expansion to Amprius, the benefits of the existing government award and recent government policies to Amprius' business, the capacity of Amprius' contract manufacturing partners with respect to Amprius' batteries and Amprius' ability to meet customers' demand through such capacity without the need for significant capital investment in manufacturing, the development and size of the addressable markets for Amprius' batteries and the benefits of the expansion of such addressable markets, the potential application and performance of Amprius' batteries, the ability of Amprius to establish additional NDAA-compliant production to meet next levels of demand as a result of agreements it has entered into, the ability of Amprius to secure additional contract manufacturers that can offer greater geographic diversification and operating flexibility, Amprius' liquidity position, capital strategy, strategic business plans, and Amprius' financial and business performance. These statements are based on various assumptions, whether or not identified in this press release, and on the current expectations of Amprius' management and are not predictions of actual performance. These forward-looking statements are not intended to serve as, and must not be relied upon by any investors as, a guarantee, an assurance, a prediction or a definitive statement of fact or probability. Actual events and circumstances are difficult or impossible to predict and will differ from assumptions. Many actual events and circumstances are beyond Amprius' control. These forward-looking statements are subject to a number of risks and uncertainties, including market demands for Amprius' batteries; the ability of Amprius to execute its business model and strategy, including the ability to expand manufacturing capacity, secure a stable and cost-effective supply of key materials, develop production lines that meet its requirements, deliver high performance products to customers at acceptable prices and meet their demands via the contract manufacturing arrangements; the effect of macroeconomic factors, such as tariffs, trade barriers, retaliatory actions imposed on Amprius' partners and suppliers, including regulatory developments proposed in China, abrupt political change, geopolitics, currency fluctuations, embargoes, shortages, terrorist activity, armed conflict and public health emergencies, on Amprius' business; third-party producers of Amprius batteries continuing to produce such batteries in the expected quantities and caliber and at the expected prices; risks related to Amprius' reliance on third parties and partners for the performance of certain obligations under agreements that Amprius is, or may become, party to, and that such third parties may fail to perform, fail to meet milestone requirements on the expected timeline, or experience delays or other difficulties that adversely affect Amprius' ability to perform under such agreements; Amprius' customers continuing to purchase batteries from Amprius; risks related to the terms, conditions, milestones and funding of government awards; risks related to the rollout of Amprius' business and the timing of expected business milestones; the effects of competition on Amprius' business; Amprius' liquidity position and its ability to raise additional capital; the possibility that Amprius may be adversely affected by economic, business or competitive factors, including supply chain interruptions, further cost inflation and developments in alternative technologies, and may not be able to manage other risks and uncertainties; changes in government policies impacting Amprius' customers and addressable markets; and changes in other domestic and foreign business, market, financial, political and legal conditions. More information on these risks and uncertainties that may impact the operations and projections discussed herein can be found in the documents Amprius filed from time to time with the SEC, all of which are available on the SEC's website at www.sec.gov. If any of these risks materialize or Amprius' assumptions prove incorrect, actual results could differ materially from the results implied by these forward-looking statements. There may be additional risks that Amprius does not presently know or that Amprius currently believes are immaterial that could also cause actual results to differ from those contained in the forward-looking statements. In addition, forward-looking statements reflect Amprius' expectations, plans or forecasts of future events and views as of the date of this press release. These forward-looking statements should not be relied upon as representing Amprius' assessments as of any date subsequent to the date of this press release. Accordingly, undue reliance should not be placed upon the forward-looking statements. Except as required by law, Amprius specifically disclaims any obligation to update any forward-looking statements.

Non-GAAP Financial Measures

To supplement our financial results presented on a basis in conformity with generally accepted accounting principles in the United States ("GAAP"), we use the non-GAAP measures: Adjusted Net Loss, Adjusted EBITDA and Adjusted EBITDA margin, which excludes from our GAAP net loss, interest, taxes, depreciation and amortization, as well as other significant expenses including stock-based compensation that we believe are helpful in understanding our past financial performance. Our non-GAAP financial measures are not meant to be considered in isolation or as a substitute for comparable GAAP measures and should be read only in conjunction with our consolidated financial statements prepared in accordance with GAAP.

Management believes that these non-GAAP financial measures reflect our ongoing business in a manner that allows for meaningful comparisons and analysis of trends in its business, as it excludes expenses and gains not reflective of ongoing operating results or that may be infrequent and/or unusual in nature. We exclude the non-cash impact of the increase in fair value related to the warrant exchange, as the exchange of warrants for common shares is not related to our ongoing operations. We exclude the operating costs for our former facility in Colorado, as these costs were recurring in the past but with the termination of the lease in January 2026, they are no longer indicative of our ongoing operational results. We also adjust for the effect of stock-based compensation expenses noting that such expenses will recur in future periods. Although stock-based compensation is a key incentive offered to our employees, we continue to evaluate our business performance internally excluding stock-based compensation expenses.

Management also believes that these non-GAAP financial measures provide useful information to investors in understanding and evaluating our operating results and future prospects in the same manner as management and in comparing financial results across accounting periods and to those of peer companies. These non-GAAP measures may not be comparable to similarly titled measures presented by other companies. In this press release, we provided reconciliations of non-GAAP adjusted net loss and non-GAAP Adjusted EBITDA to GAAP net loss, the most directly comparable GAAP financial measure.

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AMPRIUS TECHNOLOGIES, INC.
CONDENSED CONSOLIDATED BALANCE SHEETS
(Unaudited, in thousands, except share and par value data)

	September 30, 2026	December 31, 2025
ASSETS		
Current assets:		
Cash and cash equivalents	$ 60,685	$ 90,465
Accounts receivable, net	45,859	23,737
Inventories	15,890	6,735
Prepaid expenses and other current assets	18,901	5,500
Total current assets	141,335	126,437
Non-current assets:		
Property, plant and equipment, net	16,242	9,680
Operating lease right-of-use assets, net	6,515	19,518
Other assets	63	1,256
Total assets	$ 164,155	$ 156,891
LIABILITIES AND STOCKHOLDERS' EQUITY		
Current liabilities:		
Accounts payable	$ 13,362	$ 6,700
Accrued and other current liabilities	16,189	3,666
Deferred grant	2,738	2,738
Deferred revenue	92	100
Operating lease liabilities	1,175	4,665
Total current liabilities	33,556	17,869
Non-current liabilities:		
Operating lease liabilities	5,904	35,207
Total liabilities	39,460	53,076
Commitments and contingencies		
Stockholders' equity:		
Preferred stock; $0.0001 par value; 50,000,000 shares authorized; no shares issued and outstanding	—	—
Common stock; $0.0001 par value; 950,000,000 shares authorized; 146,634,469 and 134,536,592 shares issued and outstanding at September 30, 2026 and December 31, 2025, respectively	14	13
Additional paid-in capital	354,703	322,156
Accumulated other comprehensive income	35	4
Accumulated deficit	(230,057)	(218,358)
Total stockholders' equity	124,695	103,815
Total liabilities and stockholders' equity	$ 164,155	$ 156,891

AMPRIUS TECHNOLOGIES, INC.
CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS
(Unaudited, in thousands, except share and per share data)

	Three months ended September 30,		Nine months ended September 30,	
	2026	2025	2026	2025
Revenue	$ 39,145	$ 21,426	$ 101,713	$ 47,777
Cost of revenue	28,630	18,108	76,178	45,480
Gross profit (loss)	10,515	3,318	25,535	2,297
Gross margin	*27 %*	*15 %*	*25 %*	*5 %*
Operating expenses:				
Research and development	6,407	2,509	14,305	6,674
Selling, general and administrative	8,834	5,501	26,941	16,799
Total operating expenses	15,241	8,010	41,246	23,473
Loss from operations	(4,726)	(4,692)	(15,711)	(21,176)
Other income, net	1,227	800	4,012	1,543
Net loss	(3,499)	(3,892)	(11,699)	(19,633)
Increase in net loss due to warrant modification	—	—	(1,921)	—
Net loss attributable to common stockholders	$ (3,499)	$ (3,892)	$ (13,620)	$ (19,633)
Weighted-average common shares outstanding:				
Basic and diluted	146,332,565	126,630,085	142,283,973	122,137,964
Net loss per share of common stock:				
Basic and diluted	$ (0.02)	$ (0.03)	$ (0.10)	$ (0.16)

AMPRIUS TECHNOLOGIES, INC.
CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS
(Unaudited, in thousands)

	Nine months ended September 30,	
	2026	2025
Cash flows from operating activities:		
Net loss	$ (11,699)	$ (19,633)
Adjustments to reconcile net loss to net cash used in operating activities:		
Stock-based compensation	7,071	5,491
Depreciation and amortization	2,266	3,142
Loss on termination of lease	166	—
Write-down of property, plant and equipment	77	—
Non-cash operating lease expense	1,239	3,857
Gain on disposal of property, plant and equipment	(355)	—
Other non-cash items	(22)	444
Changes in operating assets and liabilities:		
Accounts receivable, net	(22,035)	(16,781)
Inventories	(9,147)	1,895
Prepaid expenses and other current assets	(12,342)	(2,495)
Other assets	(22)	26
Accounts payable	6,096	467
Accrued and other current liabilities	11,946	(538)
Deferred revenue	(8)	(933)
Operating lease liabilities	(21,195)	(2,579)
Net cash used in operating activities	(47,964)	(27,637)
Cash flows from investing activities:		
Purchase of property, plant and equipment	(7,979)	(2,043)
Proceeds from the disposal of property, plant and equipment	355	—
Net cash used in investing activities	(7,624)	(2,043)
Cash flows from financing activities:		
Proceeds from issuance of common stock in connection with the At Market Issuance Sales Agreement, net	—	44,053
Proceeds from exercise of warrants	14,182	—
Proceeds from exercise of stock options	11,295	3,899
Net cash provided by financing activities	25,477	47,952
Net (decrease) increase in cash, cash equivalents and restricted cash equivalents	(30,111)	18,272
Effect of exchange rate changes on cash, cash equivalents and restricted cash equivalents	31	(3)
Cash, cash equivalents and restricted cash equivalents, beginning of period	91,921	56,411
Cash, cash equivalents and restricted cash equivalents, end of period	$ 61,841	$ 74,680
Reconciliation of cash, cash equivalents and restricted cash equivalents shown on the condensed consolidated balance sheets:		
Cash and cash equivalents	$ 60,685	$ 73,224
Restricted cash equivalents included in prepaid expenses and other current assets	1,100	200
Restricted cash equivalents included in other assets	56	1,256
Total cash, cash equivalents and restricted cash equivalents	$ 61,841	$ 74,680

AMPRIUS TECHNOLOGIES, INC.
GAAP TO NON-GAAP RECONCILIATION OF NET LOSS ATTRIBUTABLE TO COMMON STOCKHOLDERS TO ADJUSTED EBITDA
(Unaudited, in thousands)

	Three months ended September 30,		Nine months ended September 30,		
	2026	2025	2026	2025	Outlook FY26
Net loss attributable to common stockholders	$ (3,499)	$ (3,892)	$ (13,620)	$ (19,633)	$ (10,000)
Increase in net loss due to warrant modification	—	—	1,921	—	1,921
Non-GAAP adjusted net loss	(3,499)	(3,892)	(11,699)	(19,633)	(8,079)
Depreciation and amortization	754	1,181	2,266	3,142	3,000
Stock-based compensation	2,472	1,763	7,071	5,491	9,500
Gain on sale of equipment, net	—	—	(278)	—	—
Brighton, Colorado lease termination and operating costs	—	1,575	1,216	5,034	—
Interest and foreign exchange	(755)	(450)	(1,716)	(1,139)	(1,700)
Adjusted EBITDA	**$ (1,028)**	**$ 177**	**$ (3,140)**	**$ (7,105)**	**$ 2,721**

We define non-GAAP adjusted EBITDA as net loss attributable to common stockholders before interest, taxes, depreciation and amortization, stock-based compensation expense, the non-cash impact of the increase in fair value related to the warrant exchange and other items, which occur from time to time and which we do not believe are indicative of our core operating results.