

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 9, 2023

TIGO ENERGY, INC.
(Exact name of registrant as specified in its charter)

Delaware (State or other jurisdiction of incorporation)	001-40710 (Commission File Number)	83-3583873 (I.R.S. Employer Identification No.)
655 Campbell Technology Parkway, Suite 150 Campbell, California (Address of principal executive offices)		95008 (Zip Code)
(408) 402-0802 (Registrant's telephone number, including area code)		

Not Applicable
(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- ☐ Written communication 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-commencements 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 Symbols	Name of each exchange on which registered
Common Stock, par value \$0.0001 per share	TYGO	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 October 9, 2023, Tigo Energy, Inc. (the “Company”) issued a press release announcing selected preliminary financial results for its fiscal third quarter ended September 30, 2023. A copy of the Company’s press release containing this information is furnished as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated herein by reference.

The information contained in this Item 2.02, including Exhibit 99.1, is being furnished and 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 under that section, or incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

Exhibit Number	Description
99.1	Press Release of Tigo Energy, Inc., dated October 9, 2023.
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.

Dated: October 10, 2023

TIGO ENERGY, INC.

By: /s/ Bill Roeschlein

Name: Bill Roeschlein

Title: Chief Financial Officer



**Tigo Energy Announces Preliminary Financial
Results and Reporting Date of November 7, 2023 for Fiscal Third Quarter 2023**

CAMPBELL, Calif. – October 9, 2023 – Tigo Energy, Inc. (“Tigo”), a leading provider of intelligent solar and energy storage solutions, today announced selected unaudited preliminary financial results for its fiscal third quarter ended September 30, 2023. All information in this press release is approximate due to the preliminary nature of the announcement and is subject to normal quarter-end accounting review.

“During the third quarter of fiscal 2023, a significant number of customers requested that Tigo delay purchase order deliveries to the fourth quarter of 2023 or early 2024,” said Zvi Alon, Chairman and CEO of Tigo. “We believe the inventory supply in the channel that we previously discussed remains elevated and that these order pushouts reflect the ongoing inventory digestion that our customers are experiencing, along with a general market slowdown affecting our customers in the quarter. Tigo also experienced a smaller number of unanticipated purchase order cancellations and returns, which negatively impacted the quarter’s revenue to a lesser extent. As a result, our third quarter revenue will be below the low end of our prior guidance range.”

For the fiscal third quarter of 2023, revenue is now expected to be in the range of \$17 to \$18 million, compared to Tigo’s previous expectation of \$41 to \$45 million. Backlog, which reflects contracted orders expected to be filled within the next twelve months, is expected to be within the range of \$66 to \$68 million as of the end of the third quarter of 2023. Tigo expects to report an adjusted EBITDA loss for the fiscal third quarter of 2023 but is unable to estimate such an amount until it completes its quarter-end financial close process.

These preliminary results for the fiscal third quarter of 2023 are preliminary based on information available to management as of the date of this release, and are subject to further change upon completion of standard quarter-end closing procedures. These results do not present all necessary information for an understanding of Tigo’s financial condition as of the date of this release, or its results of operations for the third quarter of 2023. As Tigo completes its quarter-end financial close process and finalizes its financial statements for the quarter, it will be required to make judgments in a number of areas. It is possible that Tigo may identify items that require it to adjust the preliminary financial information set forth above, and those adjustments could be material. Tigo does not intend to update any financial information prior to the release of its final third quarter financial statement information.

Conference Call

Tigo will hold a conference call on Tuesday, November 7, 2023 at 4:30 p.m. Eastern Time (1:30 p.m. Pacific Time) to discuss its financial results for the third quarter ended September 30, 2023. Financial results will be issued in a press release prior to the call.

Tigo management will host the presentation, followed by a question-and-answer period.



Date: Tuesday, November 7, 2023

Time: 4:30 p.m. Eastern Time (1:30 p.m. Pacific Time)

Registration Link: [Click here to register](#)

Please register online at least 10 minutes prior to the start time. If you have any difficulty with registration or connecting to the conference call, please contact Gateway Group at (949) 574-3860.

The conference call will be broadcast live and available for replay here and via the Investor Relations section of Tigo's website.

About Tigo Energy, Inc.

Founded in 2007, Tigo is a worldwide leader in the development and manufacture of smart hardware and software solutions that enhance safety, increase energy yield, and lower operating costs of residential, commercial, and utility-scale solar systems. Tigo combines its Flex MLPE (Module Level Power Electronics) and solar optimizer technology with intelligent, cloud-based software capabilities for advanced energy monitoring and control. Tigo MLPE products maximize performance, enable real-time energy monitoring, and provide code-required rapid shutdown at the module level. The Company also develops and manufactures products such as inverters and battery storage systems for the residential solar-plus-storage market. For more information, please visit www.tigoenergy.com.

Forward-Looking Statements

This press release contains "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995. Such statements include, but are not limited to, statements about inventory supply and its impact on our customer shipments and our revenue for the fiscal third quarter of 2023, statements about future financial and operating results, our plans, objectives, expectations and intentions with respect to future operations, products and services; and other statements identified by words such as "will likely result," "are expected to," "will continue," "is anticipated," "estimated," "expected," "believe," "intend," "plan," "projection," "outlook" or words of similar meaning. These forward-looking statements are based upon the current beliefs and expectations of Tigo's management and are inherently subject to significant business, economic and competitive uncertainties and contingencies, many of which are difficult to predict and generally beyond our control. Actual results and the timing of events may differ materially from the results anticipated in these forward-looking statements.

In addition to factors previously disclosed, or that will be disclosed in, our reports filed with the SEC, factors which may cause actual results to differ materially from current expectations include, but are not limited to, our ability to effectively develop and sell our product offerings and services, our ability to compete in the highly-competitive and evolving solar industry; our ability to manage risks associated with seasonal trends and the cyclical nature of the solar industry; whether we continue to grow our customer base; whether we continue to develop new products and innovations to meet constantly evolving customer demands; our ability to acquire or make investments in other businesses, patents, technologies, products or services to grow the business and realize the anticipated benefits therefrom; our ability to meet future liquidity requirements; our ability to respond to fluctuations in foreign currency exchange rates and political unrest and regulatory changes in international markets into which we expand or otherwise operate in; our failure to attract, hire, retain and train highly qualified personnel in the future; and if we are unable to maintain key strategic relationships with our partners and distributors.



Actual results, performance or achievements may differ materially, and potentially adversely, from any projections and forward-looking statements and the assumptions on which those forward-looking statements are based. There can be no assurance that the forward-looking statements contained herein are reflective of future performance to any degree. You are cautioned not to place undue reliance on forward-looking statements as a predictor of future performance as projected financial information and other information are based on estimates and assumptions that are inherently subject to various significant risks, uncertainties and other factors, many of which are beyond our control. All information set forth herein speaks only as of the date hereof, and we disclaim any intention or obligation to update any forward-looking statements as a result of new information, future developments or otherwise occurring after the date of this communication.

Investor Relations Contacts

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