

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): April 16, 2025

XTI AEROSPACE, INC.
(Exact name of registrant as specified in its charter)

Nevada
(State or other jurisdiction
of incorporation)

001-36404
(Commission File Number)

88-0434915
(I.R.S. Employer
Identification No.)

8123 InterPort Blvd., Suite C
Englewood, CO
(Address of principal executive offices)

80112
(Zip Code)

Registrant's telephone number, including area code: (800) 680-7412

N/A
(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 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	XTIA	The Nasdaq Capital 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. ☐

Item 7.01 Regulation FD Disclosure.

XTI Aerospace, Inc. (the “Company”) has prepared an updated corporate presentation that it intends, from time to time, to present and/or distribute to the investment community and utilize at various industry and other conferences. A copy of the presentation is furnished as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated by reference herein. This presentation will be posted on the “Presentations” tab of the “Company Info” section of the Company’s investor relations website at <https://ir.xtiaerospace.com/company-information/presentations>.

The information furnished under this Item 7.01 of this Current Report on Form 8-K, including Exhibit 99.1, shall not be deemed to be “filed” for the 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, and shall not be incorporated by reference into any filings made by the Company pursuant to the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such filing.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

Exhibit No.	Description
99.1	Investor Presentation
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

SIGNATURE

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.

XTI AEROSPACE, INC.

Date: April 16, 2025

By: /s/ Brooke Turk
Name: Brooke Turk
Title: Chief Financial Officer

XTI AEROSPACE

Powering the vertical economy.

CORPORATE PRESENTATION
April 2025





DISCLAIMER

This presentation is made solely for information purposes and no representation or warranty, express or implied, is made by XTI Aerospace, Inc. ("XTI," "we," "us," "our," and, together with our subsidiaries, the "Company") or any of its representatives as to the information contained in this presentation.

This presentation contains forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. All statements other than statements of historical facts contained in this presentation, including, without limitation, statements regarding future actions; prospective products, anticipated expenses, applications, customers and technologies; future performance or results of anticipated products; and projected expenses and financial results, are forward-looking statements. You can find many (but not all) of these forward-looking statements by looking for words such as "approximates," "believes," "hopes," "expects," "anticipates," "estimates," "projects," "intends," "plans," "would," "should," "could," "may," or other similar expressions in this presentation.

These forward-looking statements are subject to certain risks and uncertainties that could cause actual results to differ materially from our historical experience and our present expectations or projections, including, without limitation: the Company's history of losses; our ability to achieve or maintain profitability in the future; our limited operating history after our recent business combination with XTI Aircraft Company; our ability to meet the development and commercialization schedule with respect to the TriFan 600; the risk that we have not yet manufactured any non-prototype aircraft or delivered any aircraft to a customer, and that our and our current and future collaborators may be unable to successfully develop and market our aircraft or solutions, or may experience significant delays in doing so; the uncertainties associated with obtaining regulatory approvals of our aircraft including certification by the Federal Aviation Administration, which is a lengthy and costly process; our ability to obtain adequate financing in the future as needed; the risk that our conditional pre-orders for our aircraft (which include conditional aircraft purchase agreements, non-binding reservations, and options) are canceled, modified, delayed or not placed and that we must return refundable deposits; emerging competition and rapidly advancing technology that may outpace our technology; customer demand for the products and services we develop; the impact of competitive or alternative products, technologies and pricing; our ability to develop other new products and technologies; our ability to navigate the regulatory environment and complexities with compliance related to such environment; our ability to attract customers and/or fulfill customer orders; our ability to enhance and maintain the reputation of our brand and expand our customer base; our ability to scale in a cost-effective manner and maintain and expand our manufacturing and supply chain relationships; general economic conditions and events and the impact they may have on us and our potential customers, including, but not limited to increases in inflation rates and rates of interest, supply chain challenges; cybersecurity attacks; our ability to maintain compliance with the continued listing requirements of the Nasdaq Capital Market; lawsuits and other claims by third parties or investigations by various regulatory agencies that we may be subjected to and are required to report; our ability to respond to a failure of our systems and technology to operate our business; our ability to protect our intellectual property; the outcome of any known and unknown litigation and regulatory proceedings; our success at managing the risks involved in the foregoing items; and other risks and uncertainties described in our public filings with the SEC, which are accessible at www.sec.gov, and which you are advised to consult.

This presentation does not constitute an offer to sell, or the solicitation of an offer to buy, any securities, nor shall there be any sale of securities in any states or jurisdictions in which such offer, solicitation or sale would be unlawful.

The forward-looking statements are based upon management's beliefs and assumptions and are made as of the date of this presentation. We undertake no obligation to publicly update or revise any forward-looking statements included in this presentation. You should not place undue reliance on these forward-looking statements.

This presentation also contains estimates, projections and other information concerning our industry and our business, including data regarding the estimated size of our markets and their projected growth rates. Unless otherwise indicated, such estimates, projections and other information is based on information released by independent industry analysts and other third-party sources and management estimates. In some cases, we do not expressly refer to the sources from which these data are derived. Management estimates are derived from publicly available information released by independent industry analysts and other third-party sources, as well as data from our internal research, and are based on assumptions made by us upon reviewing such data, and our experience in, and knowledge of, such industry and markets, which we believe to be reasonable. In addition, projections, assumptions and estimates of the future performance of the industry in which we operate and our future performance are necessarily subject to uncertainty and risk due to a variety of factors, including those described above. These and other factors could cause results to differ materially from those expressed in the estimates made by independent parties and by us.



“ Powered lift aircraft are the first new category of aircraft in nearly 80 years and this historic rule will pave the way for accommodating wide-scale Advanced Air Mobility in the future. ”

MIKE WHITAKER
Former FAA Administrator
October 22, 2024

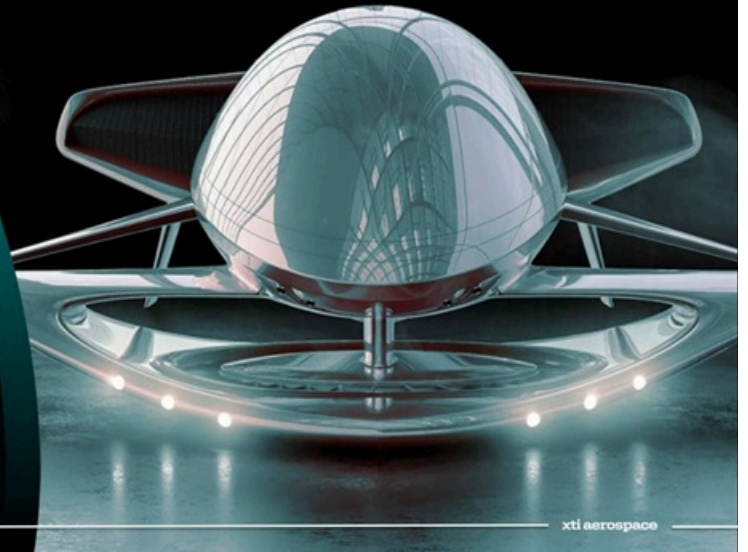
THIS IS NOT INSIDE INFORMATION

The regional powered-lift sector (VTOL) was the most overlooked economy in aviation until this year.

VTOL EXPECTED GROWTH

\$1T  **\$9T**
By 2040 By 2050

* eVTOL/Urban Air Mobility TAM Update: A Slow Take-Off, But Sky's the Limit - Morgan Stanley



xti aerospace



xVTOL

MARKET OPPORTUNITY

URBAN eVTOL
100+ Competitors

REGIONAL xVTOL
Less than 5 Competitors

No New Infrastructure Required

XTI AEROSPACE

SIKORSKY
A LOCKHEED MARTIN COMPANY

LEONARDO

ARCHER

Joby
AVIATION

CHANG 123航空

EVE

MOBILITY REIMAGINED

BETA
TECHNOLOGIES

VOLOCOPTER

0 100 200 300 400 500 600 700 800

Range in Miles

xti aerospace



xVTOL INNOVATION

XTI's xVTOL solutions will help power the emerging vertical economy.



Revolutionary Aircraft

XTI's aircraft technology transforms regional mobility with VTOL capabilities and jet-like performance.



Partnering With Leaders

XTI is building partnerships with world class organizations and industry innovators.



Seamless Certification

Leveraging largely pre-certified components improves speed to market.



Helicopter

150 mph, up to 300 miles

- Vertical take off
- Hover capability
- Limited speed
- Limited range
- Limited payload



Airplane

300+ mph, 800+ miles

- Regional travel
- Pressurized cabin
- Faster cruising speeds
- Runway needed
- Limited of landing options
- Flyers commute to airport

xVTOL ADVANTAGE

Traditional aircraft have
pros and cons.

Owners shouldn't
have to choose.

Regional xVTOL
blends the best of
helicopters and planes.



TriFan 600

THE OPTIMAL xVTOL SOLUTION



SUPERIOR MAX CRUISE SPEED

311 mph



EXTENDED RANGE

Up to 985 miles



PAYLOAD

7 Occupants



xti aerospace



XTI xVTOL FUTURE PRODUCT FAMILY



Autonomous / Cargo



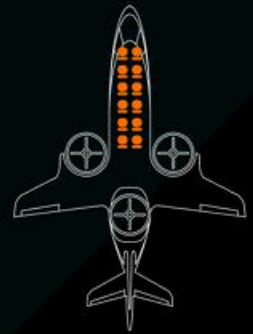
2-4 Seat Payload
All Electric



Hybrid-electric



Military / Government



8-12 Seat Payload
Cargo



2x

REVENUE POTENTIAL

The TriFan 600 flies 2X as fast and 2X as far as helicopters, doubling revenue opportunities for operators.

40-60%

LOWER COSTS

Projected operational costs are significantly lower than comparable solutions in the market.

1.4bn

POTENTIAL REVENUE

1.6bn in potential additional revenue

140

CONDITIONAL PURCHASE ORDERS

154 Non-binding Reservations & Options

xVTOL FIRST

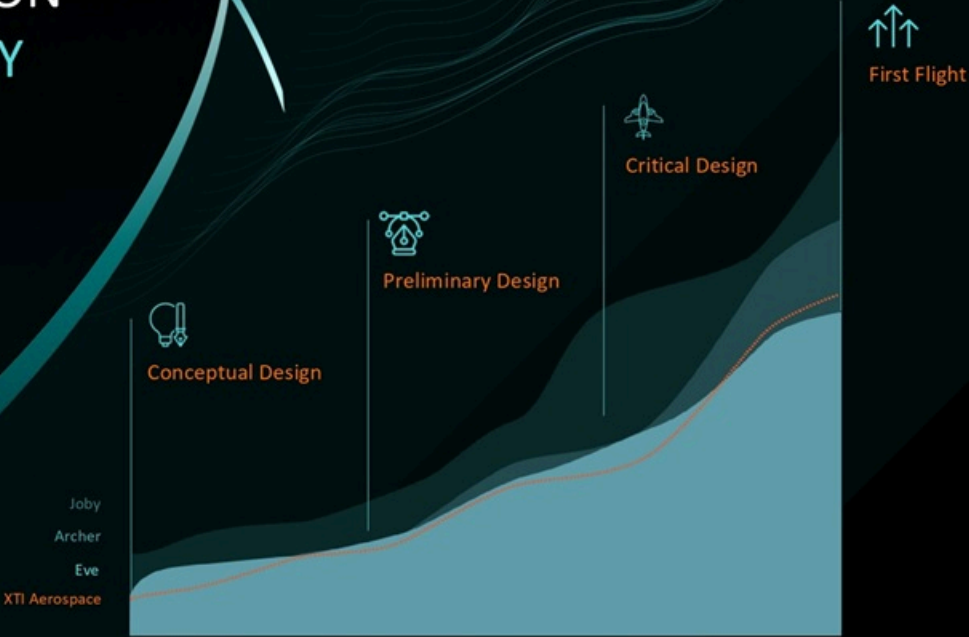
Lifting the VTOL economy
requires xVTOL.

Twice as FAR and twice as FAST
doubling revenue opportunities for
operators.

xTI aerospace



VALUATION PATHWAY





CAPITAL PATHWAY

Conceptual Design

140 Conditional Pre-orders & 154 Non-binding Reservations & Options worth \$3.0B in Potential Revenue.

CAPITAL SOURCES:

- + Reg. A
- + Private Investment
- + Pre-Order Deposits

Preliminary Design

\$100M Capital to be raised

CAPITAL SOURCES:

- + Public Raise
- + Private Investment
 - o UHNW
 - o Institutionals
 - o Strategics
 - o Sovereign Funds
- + Military/Govt

Critical Design

\$250M Capital to be raised

CAPITAL SOURCES:

- + New Pre-Orders

First Flight

\$300M to \$400M Capital to be raised

CAPITAL SOURCES:

- + Milestone Payments on Pre-Orders



Don Purdy
SVP & Interim
President

Collins Aerospace
Director of Strategy
Development

Honeywell, Inc.
Business Development



Charlie Johnson
Chief Operating
Advisor

Cessna
President

Living Legends of
Aviation
Member

Aviation Halls of
Fame Kansas & Colorado

U.S. Air Force
Fighter Pilot



Dave Ambrose
VP Engineering

XTI
Director Air Vehicle
Integration

Aerion Supersonic
Vehicle Integration Lead

Lockheed Skunk Works
F35 Joint Strike Fighter

Cessna
Propulsion Engineer



Keith Davis
VP Programs

XTI
Director Program
Management

Aerion Supersonic
Senior Project Engineer

NORDAM
Senior Program Manager

Northrop Grumman
Senior Engineer



Saleem Zaheer
Chief Commercial
Officer

IndiGo Airlines
VP Flight Operations &
Special Projects

United Airlines
Captain

MEET THE TEAM

xti aerospace



Scott Pomeroy
Chairman / CEO

AVX Aircraft Company
Board Member

GEN3
Co-Founder of Boutique
Merchant Bank. \$50M
raised

Dex Media
CFO, Managed \$10B
raises



Brooke Turk
CFO

Springboard Ventures
CFO Services

CB Scientific, Inc.
CFO

The Champion Group
CFO

MADSKY
CFO



Tobin Arthur
CSO

Catalyst Fund I
Managing Partner

Innovation4Alpha
Founder

AngelMD
Founder

CureUs
President



Len Urbas
SVP Corporate
Development

SDR Ventures
Independent Director

Waymaker Capital Group
Managing Partner

The Signatry
Regional President



Michael Tapp
Chairman of
Advisory Board



THANK YOU.



xti aerospace