

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 29, 2025**

Ondas Holdings Inc.
(Exact name of registrant as specified in its charter)

Nevada
(State or other jurisdiction
of incorporation)

001-39761
(Commission File Number)

47-2615102
(IRS Employer
Identification No.)

One Marina Park Drive, Suite 1410, Boston, MA 02210
(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code **(888) 350-9994**

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:

- ☐ 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	Name of each exchange on which registered
Common Stock par value \$0.0001	ONDS	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 checkmark 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 October 29, 2025, Ondas Holdings Inc. (the “Company”) issued an investor fact sheet regarding the Acquisition (as defined below). A copy of the fact sheet is furnished as Exhibit 99.1 to this Current Report on Form 8-K.

The information furnished pursuant to this Item 7.01, including 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 under that section and shall not be deemed to be incorporated by reference into any filing of the Company under 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 8.01. Other Events

Also on October 29, 2025, the Company issued a press release announcing the acquisition of a controlling interest in Insight Intelligent Sensors, an Israeli developer of AI-driven electro-optical sensing systems (the “Acquisition”). A copy of the press release is attached as Exhibit 99.2 and incorporated herein by reference.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits. The following exhibits are being filed with this Current Report on Form 8-K.

Exhibit No.	Description
99.1	Fact Sheet, dated October 29, 2025.
99.2	Press Release, dated October 29, 2025.
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: October 29, 2025

ONDAS HOLDINGS INC.

By: /s/ Eric A. Brock
Eric A. Brock
Chief Executive Officer

ONDAS

ONDAS ACQUIRES CONTROLLING INTEREST IN INSIGHT INTELLIGENT SENSORS LTD

Expanding Physical AI Capabilities with Advanced Electro-Optical Sensing Systems for Autonomous Anomaly Detection

Ondas Holdings Inc. (NASDAQ: ONDS) has acquired controlling interest in Insight Intelligent Sensors Ltd, a deep-tech company specializing in AI-powered electro-optical sensing systems for autonomous anomaly detection. Insight Intelligent Sensors delivers Smart Imaging Modules (SIMs) that combine multi-camera optics, real-time edge computing, and unique AI algorithms to detect and classify objects or anomalies—even in denied or communication-restricted environments. Deployed with Israeli and U.S. defense agencies, these systems are proven in real-world operations.



Key Highlights

- Adds a compact, all-in-one AI electro-optical sensing module to Ondas, enhancing autonomy and perception across air, ground, and counter-UAS missions.
- Delivers real-time, multi-use anomaly detection for drones, vehicles, personnel, wildfires, and broader area and crowd control operations.
- Provides an important additional sensing layer within Ondas' multi-layer defense and response architecture, strengthening counter-UAS and environmental intelligence capabilities.
- Supports Ondas Autonomous Systems' efforts to engage with US, NATO and EU alliances focused on autonomous detection, early-warning systems, and adaptable field deployment solutions.

Impact

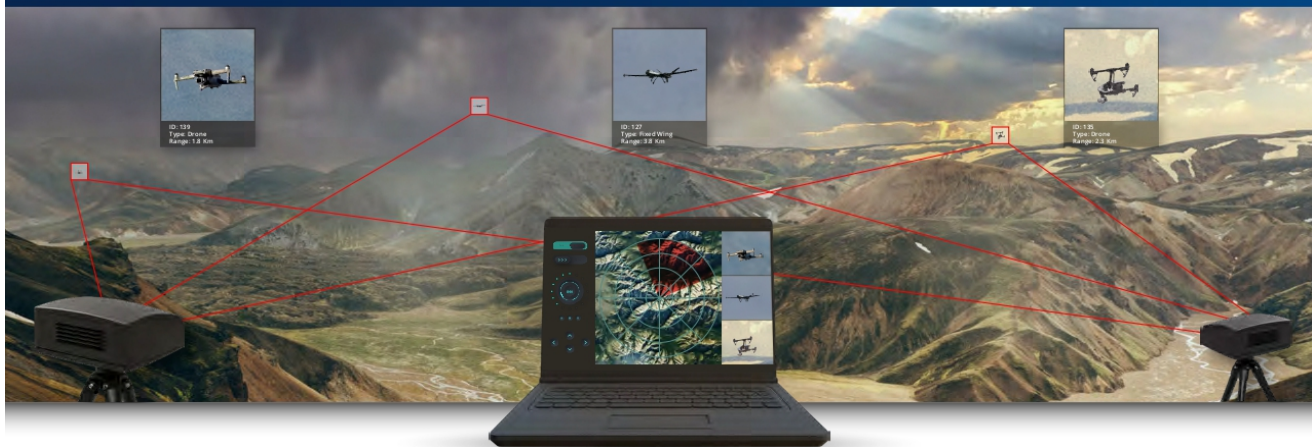
- Expands Ondas' Physical AI capabilities through edge-based sensing and autonomous decision support.
- Delivers persistent situational awareness and proactive threat detection across defense and civil missions.
- Positions Ondas for new government and commercial programs in autonomous detection and environmental intelligence.

WWW.ONDAS.COM

NASDAQ: ONDS

Strategic Fit & Benefits

- **Technology Integration:** Merges Insight's AI-driven electro-optical modules with Ondas' Optimus aerial platforms, Iron Drone Raider™ counter-UAS system, and Apeiro ground robots to form a unified autonomous network.
- **Autonomy & Awareness:** Adds an intelligent perception layer that improves target recognition, situational awareness, and mission resilience across air, ground, and environmental domains.
- **Global Market Access:** Leverages Insight's trusted relationships to pursue defense modernization programs across US, NATO and EU alliances.
- **Dual-Use Capability:** Applies scalable sensing for civil infrastructure protection, disaster response, and climate resilience markets.



Market Relevance & Opportunity

Demand for autonomous AI-enabled sensing is accelerating across defense and homeland security missions that require operation in contested or communication-limited environments. Insight Intelligent Sensors adds a differentiated perception layer to Ondas platforms, enabling real-time detection and classification across ISR, border security, and environmental monitoring. The integration positions Ondas to capture opportunities in the expanding AI sensing and early-warning markets while advancing its mission to deliver trusted, intelligent, multi-domain autonomy.

Forward-Looking Statements

Statements made in this fact sheet that are not statements of historical or current facts are "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995. Our actual results, performance, or achievements could differ materially from those expressed or implied by the forward-looking statements as a result of a number of factors, including the risks discussed in our most recent Annual Report on Form 10-K and in our other filings with the SEC. We undertake no obligation to publicly update or revise any forward-looking statements, whether as a result of new information, future events or otherwise that occur after that date, except as required by law.

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NASDAQ: ONDS

Ondas Expands its AI Sensing Capabilities with the Acquisition of a Controlling Interest in Insight Intelligent Sensors Ltd

AI-powered electro-optical sensing extends Ondas' multi-domain autonomy ecosystem, strengthening counter-UAS, surveillance, and early-warning capabilities

Dual-use capability for civil infrastructure protection, disaster response, and climate resilience markets

Insight's AI-driven modules are deployed with U.S. and Israeli defense agencies in real-world operations

Ondas' direct investment to accelerate product commercialization, serial production, and market expansion

BOSTON, MA / October 29, 2025 / Ondas Holdings Inc. (Nasdaq: ONDS) ("Ondas" or the "Company"), a leading provider of autonomous aerial and ground robot intelligence through its Ondas Autonomous Systems (OAS) business unit and private wireless solutions through Ondas Networks, today announced the acquisition of a controlling interest in Insight Intelligent Sensors, an Israeli developer of AI-driven electro-optical sensing systems.



Insight Intelligent Sensors designs and manufactures AI-powered electro-optical systems for real-time anomaly detection in complex environments. Its proprietary Smart Imaging Module (SIM) performs ultra-high-resolution edge processing to detect, classify, and track small drones, vehicles, people, and early signs of wildfires — even in GPS-denied or RF-contested environments. Systems from Insight Intelligent Sensors are operationally proven through programs with U.S. and Israeli defense and homeland security agencies.

“The addition of Insight Intelligent Sensors strengthens Ondas’ ability to deliver advanced autonomy and sensing across multiple domains and positions the Company for new government and commercial programs in autonomous detection and environmental intelligence,” said Eric Brock, Chairman and CEO of Ondas Holdings. “Their AI-based edge processing technology adds a new layer of perception and awareness to our aerial, ground, and counter-UAS platforms, enabling faster, more reliable decision-making for defense and homeland security missions. As part of OAS’s expansive autonomous systems ecosystem, we believe Insight’s SIM can achieve faster, more efficient production and commercialization.”

“Insight Intelligent Sensors brings a new class of intelligent sensing capabilities into the Ondas ecosystem,” said Oshri Lugassy, Co-CEO of Ondas Autonomous Systems. “By integrating their Smart Imaging Module across our Optimus, Iron Drone Raider™, and Apeiro platforms, we can offer end-to-end autonomy — from detection and analysis to response — all in real time and across the most demanding operational environments.”

This acquisition marks a key milestone in Ondas’ broader strategy to build a unified, software-defined defense and security architecture that integrates sensing, autonomy, and communications across air, ground, and maritime domains. By incorporating Insight Intelligent Sensors into its global defense portfolio, Ondas strengthens its capability to deliver intelligent, autonomous, and connected solutions to U.S., NATO, and allied partners — addressing emerging needs in ISR, border security, critical infrastructure protection, and environmental resilience.

About Ondas Holdings Inc.

Ondas Holdings Inc. (Nasdaq: ONDS) is a leading provider of autonomous systems and private wireless solutions through its business units Ondas Autonomous Systems (OAS), Ondas Capital and Ondas Networks. Ondas’ technologies offer a powerful combination of aerial intelligence and next-generation connectivity to enhance security, operational efficiency, and data-driven decision-making across essential industries.

OAS delivers a portfolio of AI-powered defense and security platforms that are deployed globally to safeguard sensitive locations, populations, and infrastructure. Through its subsidiaries American Robotics, Airobotics, and Apeiro Motion, OAS offers the Optimus System—the first U.S. FAA-certified small UAS for automated aerial security and data capture—the Iron Drone Raider—an autonomous counter-UAS platform—and Apeiro’s advanced ground robotics and tethered UAV systems, supported by innovative navigation and communications technologies.

Ondas Capital plans to combine advisory services and strategic investment management services to accelerate the rapid scaling and global deployment of unmanned and autonomous systems to Allied defense and security markets.

Ondas Networks provides software-defined wireless broadband technology through its FullMAX platform, based on the IEEE 802.16t standard. This standards-based system delivers high-performance connectivity for mission-critical IoT applications in markets such as rail, utilities, oil and gas, transportation, and government.

For additional information on Ondas Holdings: www.ondas.com, X and LinkedIn

For Ondas Autonomous Systems: LinkedIn

For Airobotics: www.airoboticsdrones.com, X and LinkedIn

For American Robotics: www.american-robotics.com, X and LinkedIn

For Apeiro Motion: www.apeiro-motion.com, LinkedIn

For Ondas Networks: www.ondasnetworks.com, X and LinkedIn

Forward-Looking Statements

Statements made in this release that are not statements of historical or current facts are “forward-looking statements” within the meaning of the Private Securities Litigation Reform Act of 1995. We caution readers that forward-looking statements are predictions based on our current expectations about future events. These forward-looking statements are not guarantees of future performance and are subject to risks, uncertainties and assumptions that are difficult to predict. Our actual results, performance, or achievements could differ materially from those expressed or implied by the forward-looking statements as a result of a number of factors, including the risks discussed under the heading “Risk Factors” discussed under the caption “Item 1A. Risk Factors” in Part I of our most recent Annual Report on Form 10-K or any updates discussed under the caption “Item 1A. Risk Factors” in Part II of our Quarterly Reports on Form 10-Q and in our other filings with the SEC. We undertake no obligation to publicly update or revise any forward-looking statements, whether as a result of new information, future events or otherwise that occur after that date, except as required by law.

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