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) **August 25, 2026**

TWIN DISC, INCORPORATED

(Exact name of registrant as specified in its charter)

WISCONSIN	**001-7635**	**39-0667110**
(State or other jurisdiction of incorporation)	(Commission File Number)	(IRS Employer Identification No.)

222 East Erie Street, Suite 400 **Milwaukee, Wisconsin53202**

(Address of principal executive offices)

Registrant's telephone number, including area code: **(262)638-4000**

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(s)	Name of each exchange on which registered
Common Stock (No Par Value)	TWIN	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 7.01 Regulation FD Disclosure

The executive officers of Twin Disc intend to present materials at meetings with investors and analysts and at investor conferences on or after August 25, 2026. A copy of the presentation materials to be used at those meetings and from time to time thereafter is filed as Exhibit 99.1 hereto. The presentation materials will also be posted on the Company's website, www.twindisc.com The Company does not intend to file any update of these presentation materials. The fact that these presentation materials are being furnished should not be deemed an admission as to the materiality of any information contained in the materials.

The information included in the presentation includes financial information determined by methods other than in accordance with accounting principles generally accepted in the United States of America ("GAAP"). The Company's management uses these non-GAAP measures in its analysis of the Company's performance. The Company believes that the presentation of certain non-GAAP measures provides useful supplemental information that is essential to a proper understanding of the operating results of the Company's core businesses. These non-GAAP disclosures should not be viewed as a substitute for operating results determined in accordance with GAAP, nor are they necessarily comparable to non-GAAP performance measures that may be presented by other companies.

The information in this Form 8-K being furnished under Item 7.01 shall not be deemed to be "filed" for the purposes of Section 18 of the Securities and Exchange Act of 1934 (the "Exchange Act"), or otherwise subject to the liabilities of such section, nor shall such information be deemed incorporated by reference in any filing under the Securities Act of 1933 or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing.

The presentation contains forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. The words "believes," "expects," "intends," "plans," "anticipates," "hopes," "likely," "will," and similar expressions identify such forward-looking statements. These statements are based on the Company's expectations and involve risks, uncertainties and other important factors that could cause the actual results performance or achievements of the Company (or entities in which the Company has interests), or industry results, to differ materially from future results, performance or achievements expressed or implied by such forward-looking statements. Certain factors that could cause the Company's actual future results to differ materially from those discussed are noted in connection with such statements, but other unanticipated factors could arise. Certain risks regarding the Company's forward-looking statements are discussed in the Company's filings with the Securities and Exchange Commission, including an extensive discussion of these risks in the Company's Annual Report on Form 10-K for the year ended June 30, 2025. Readers are cautioned not to place undue reliance on these forward-looking statements which reflect management's view only as of the date of this Form 8-K. The Company undertakes no obligation to publicly release any revisions to these forward-looking statements to reflect events or circumstances after the date hereof or to reflect the occurrence of unanticipated events, conditions or circumstances.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

EXHIBIT NUMBER	DESCRIPTION
99.1	Presentation Materials
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

Pursuant to the requirements of section 13 or 15(d) 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: August 25, 2026

Twin Disc, Incorporated

/s/ Jeffrey S. Knutson
Jeffrey S. Knutson
Vice President-Finance, Chief Financial
Officer, Treasurer & Secretary

Exhibit 99.1


We Put Horsepower to Work.
TWIN DISC
2026
Investor
Presentation
NASDAQ: TWIN

Disclosures

Safe Harbor
This presentation contains statements that are forward-looking within the meaning of Section 21E of the Securities Exchange Act of 1934, as amended. These statements are based on management's current expectations that are based on assumptions that are subject to risks and uncertainties. Actual results may vary because of variations between these assumptions and actual performance. Investors are referred to Twin Disc's fiscal year 2026 Annual Report and Form 10-K, "Management's Discussion and Analysis of Financial Condition and Results of Operations - Forward-Looking Information," which outlines certain risks regarding the Company's forward-looking statements. Copies of the Company's SEC filings may be obtained from the SEC, and are available on Twin Disc's web site (www.twindisc.com), or by request from the Investor Relations department at the Company.

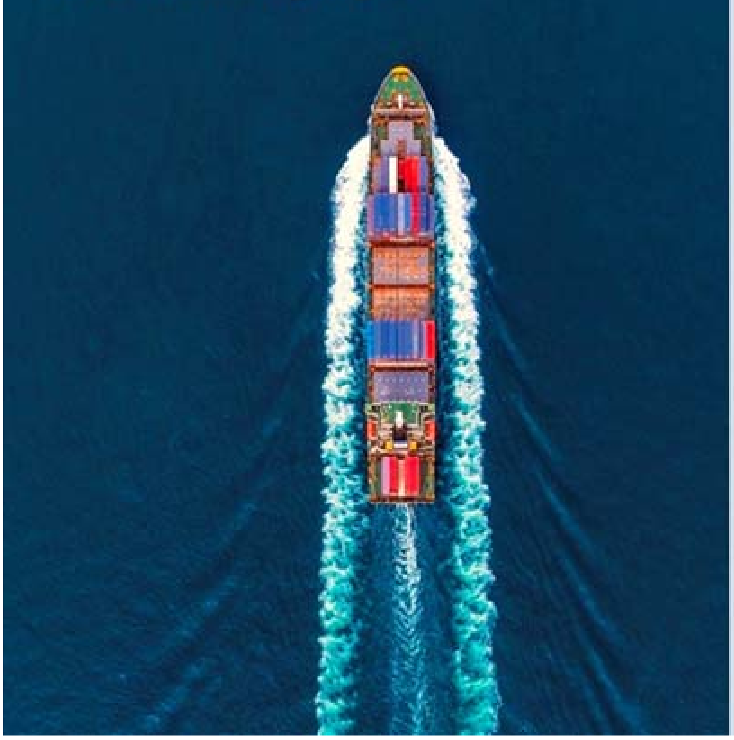
Non-GAAP Financial Disclosures
Financial information excluding the impact of asset impairments, restructuring charges, foreign currency exchange rate changes and the impact of acquisitions, if any, in this presentation are not measures that are defined in U.S. Generally Accepted Accounting Principles ("GAAP"). These items are measures that management believes are important to adjust for in order to have a meaningful comparison to prior and future periods and to provide a basis for future projections and for estimating our earnings growth prospects. Non-GAAP measures are used by management as a performance measure to judge profitability of our business absent the impact of foreign currency exchange rate changes and acquisitions. Management analyzes the company's business performance and trends excluding these amounts. These measures, as well as EBITDA, provide a more consistent view of performance than the closest GAAP equivalent for management and investors. Management compensates for this by using these measures in combination with the GAAP measures. The presentation of the non-GAAP measures in this press release are made alongside the most directly comparable GAAP measures.

Definitions
- Organic net sales is defined as net sales excluding the recent acquisition of Kobelt while adjusting for the effects of foreign currency exchange.
- Earnings before interest, taxes, depreciation and amortization (EBITDA) is calculated as net earnings or loss excluding interest expense, the provision or benefit for income taxes, depreciation and amortization expenses.
- Net debt is calculated as total debt less cash.
- Net Leverage Ratio is calculated as net debt divided by the sum of EBITDA over the last twelve months.
- Free cash flow is calculated as net cash provided (used) by operating activities less acquisition of fixed assets.

A Century Of Expertise
Powering Drivetrain Solutions
At Sea and On Land

Diesel - Hybrid - Electric

Investment Highlights



Leader in global power transmission technology

Diversified IP-protected portfolio

Healthy backlog and robust project pipeline

Benefitting from industry tailwinds

Margin enhancement driving results

Successful integration of acquisitions

Strong cash flow generation and balance sheet

Integrated, High-Margin Product Ecosystem

Marine and Propulsion 60%*

Planing and displacement vessels

- Positioned for the propulsion shift
- Worldwide distribution network
- Organic and inorganic runway

Land-Based Transmission 24%*

Off-highway and all-terrain vehicles

- Rising global oil and gas demand
- E-Frac and hybrid expand the market
- Rebuild capability when engines are scarce

Industrial 12%*

Heavy duty disconnect applications

- Full systems and controller technology
- R&D driving new product launches
- Expanding customer applications

* Percentage of full-year 2026 revenue

A Worldwide Network, Anchored By Manufacturing In Seven Countries

50+

countries

$381.3M

FY26 Global Sales

FY26 Revenue by Geography

Europe 41%	North America 29%	Asia Pacific 22%	Other 8%

Successful Integration of Acquisitions Creating Scale

Diversifying geography, product lines, and end markets

2018

Veth Propulsion

Papendrecht, Netherlands · azimuth thrusters, marine electronics

DEAL VALUE	FY19 REVENUE ADDED
$60.8M	~$54.9M

Largest deal in company history — built the marine propulsion platform now driving growth and cutting oil & gas dependence.

2024

Katsa Oy

Tampere, Finland · custom gearboxes and transmission components

DEAL VALUE	FY25 REVENUE ADDED
$23M	~$39.1M

Opened European industrial markets and anchors the Finland capacity expansion now serving NATO defense demand.

2025

Kobelt

Surrey, British Columbia · brake, control and steering systems

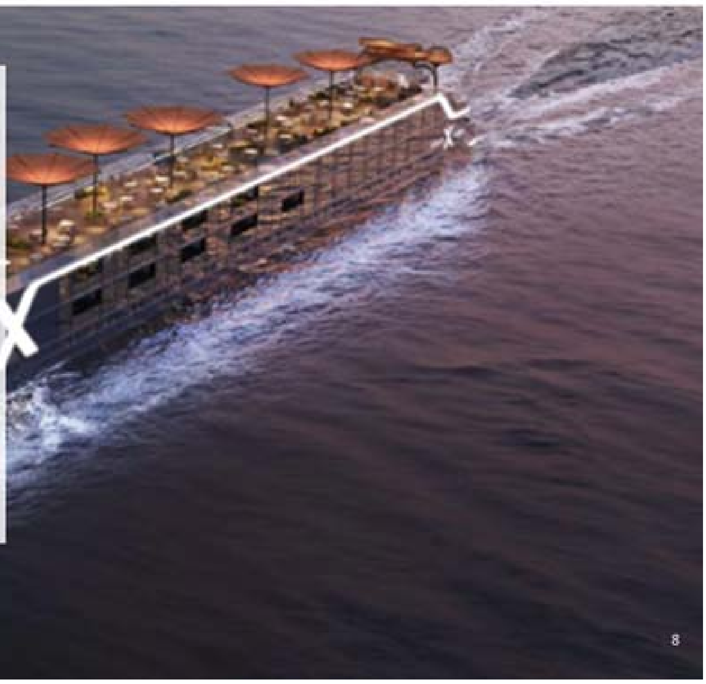
DEAL VALUE	FY26 REVENUE ADDED
$16.5M	~$13.4M

Adds controls and an in-house foundry, with sales into 60 countries..

Proprietary technology, in-house expertise, and scale across every market

Marine & Propulsion Systems

Defense and Government - Commercial Craft - Fast Commercial Craft - Passenger Vessels - Pleasure Craft



Twin Disc's Unique Position

Veth & Kobelt acquisitions provide complementary products and powerful new technologies:

- In-house hybrid and electrification expertise
- Expansion into new markets and geographies
- Strong Veth and Rolla partnership encourages innovation and expands growth opportunities

Market Dynamics:
- Improved military demand for marine transmissions
- Improved commercial maritime demand in Asia
- Generally strong market conditions

Land-Based Transmissions

Airport Rescue and Firefighting (ARFF) - Energy - Defense - Specialty Commercial Application

Twin Disc's Unique Position

Katsa acquisition provides strategic advantages:

- Over a century of experience in power transmission, product design, and innovation
- Strong North American customer base
- In-house diesel and hybrid/electrification expertise

Market Dynamics:

- **Increase in global demand** for energy-related products and orders for energy applications
- Improving sentiment among North American energy customers points to additional investment in frack rigs, rebuilds, and new units
- **Strengthening demand across core geographic markets**: North America, Latin America, and China
- Continued progress on **next-generation electrified and hybrid solutions supporting long-term demand**

Industrial

Agriculture - Irrigation - Construction - Municipal - Energy - Forestry - Recycling - Transport

Twin Disc's Unique Position

- **Kobelt** acquisition provides geographic expansion, complementary products, powerful new technologies, and in-house engineering capabilities
- **Katsa** represents a strong near-term growth driver via defense vehicle components in Europe

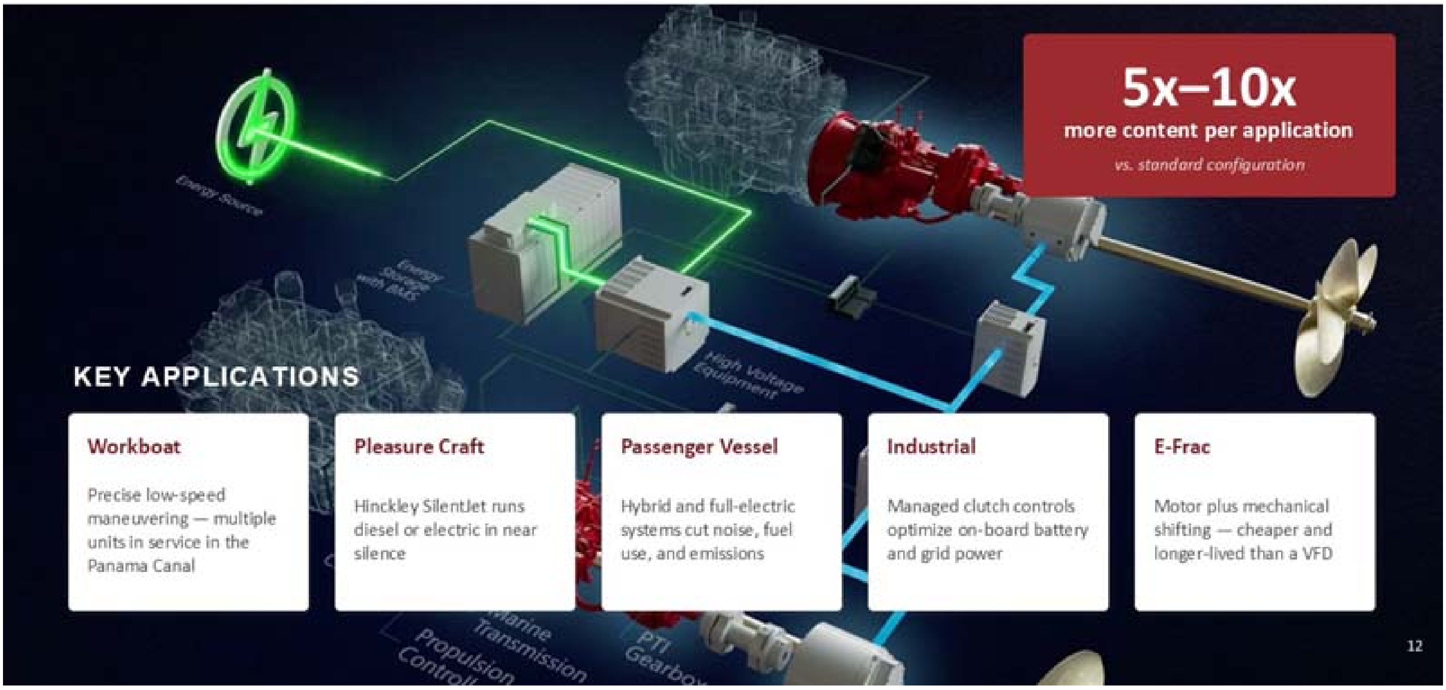
Market Dynamics:

- Strong **global military demand**
- Continued demand in North American construction & recycling markets
- Stable underlying demand across industrial end markets; increased demand for data center components
- Addressing market demand and **leveraging engineering capabilities** across the entire drivetrain platform

Defense Remains a Key Long-Term Growth Driver

Transforming the Industry with Sustainable Solutions

Hybrid and electric powertrains for the marine, off-highway, and industrial markets



5x–10x

more content per application

vs. standard configuration

KEY APPLICATIONS

Workboat

Precise low-speed maneuvering — multiple units in service in the Panama Canal

Pleasure Craft

Hinckley SilentJet runs diesel or electric in near silence

Passenger Vessel

Hybrid and full-electric systems cut noise, fuel use, and emissions

Industrial

Managed clutch controls optimize on-board battery and grid power

E-Frac

Motor plus mechanical shifting — cheaper and longer-lived than a VFD


Financial
Overview
TWIN DISC

Fiscal Year 2026 Highlights

$381.3M Sales

11.9% increase YoY

$29.9M EBITDA

48% increase YoY

$27.1M Net Income

$9.2M FCF

- **Defense continues to be a key growth driver**, supported by demand from the U.S. Navy and NATO
- **Enhanced performance from Oil & Gas**, which is trending positively due to **higher-margin e-frac opportunities**
- **Six-month backlog (as of 6/30/26) of $178.3 million** remained level despite strong shipments and a concerted effort to reduce past-due backlog
- **Strengthened FCF** to continue investing in long-term growth
- **Increased quarterly cash dividend by 25%** to $0.05 per share
- **Well-positioned for 2027** with strong demand, healthy backlog, and robust pipeline

Financial Performance

Net Sales by Product Group

($ in millions)

Gross Profit by Product Group

($ in millions)

Diluted Earnings Per Share

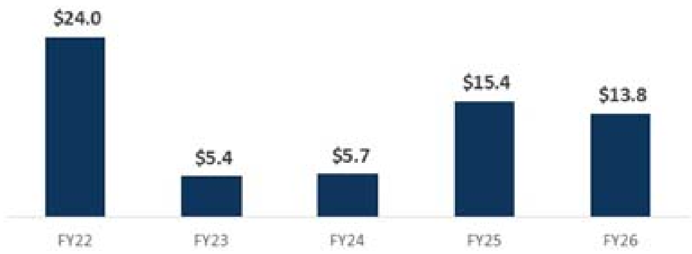
*Adjusted for change in accounting method

**The Company recognized an income tax benefit of $14 million, or $0.96 per diluted share, in full-year 2026 primarily related to the reversal of the domestic valuation allowance

Balance Sheet

Net Debt

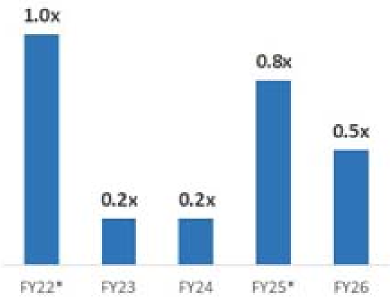
($ in millions)



EBITDA

($ in millions)

Leverage Ratio



*Adjusted for change in accounting method

Long-Term Strategy

Leading Hybrid/Electric solution provider for niche marine and land-based applications

Strategic acquisitions to reach new markets and geographies

Rationalize global footprint for efficiency and customer response

Increased focus on controls and system integration rather than individual components

M&A priorities: Industrial and Marine Technology (Hybrid focus)

Capital Allocation Framework

Organic Growth

- Research & Development
- Geographic Extension
- Marketing

Bolt-On & Transformational Acquisitions

- Strategic Fit
- Financial Fit (Internal Rate of Return > WACC)
- Ability to enhance network and capabilities

Return Capital To Shareholders & Deleverage

- Cash Dividends
- Share repurchases
- Debt Reduction

Focus on Further Diversifying Offerings to Strengthen Market Positioning

Summary

- 2026 was a year of **strong sales performance, profitability and cash flow generation**
- **We remain confident that gross margins will improve** over the long-term as we continue to diversify our end markets and recognize enhanced operating leverage
- **Defense momentum continues to build in backlog and pipeline**, supporting longer-term growth
- Strategic investments and footprint optimization initiatives position the business for **sustained profitability**

Appendix

Marine & Propulsion

Sample Applications

Land-Based Transmission

Sample Applications

Industrial

Sample Applications

Military: Patria

Forestry: Shredder

Construction: Rock Crusher

Agro: Manure Spreader

Reconciliation Of Non-GAAP Financial Measures To Reported Financial Measures

RECONCILIATION OF TOTAL DEBT TO NET DEBT TO EBITDA
LEVERAGE RATIO CALCULATION
(In thousands; unaudited)

	FY26	FY25*	FY24	FY23	FY22*
Current maturities of long-term debt	$1,500	$3,000	$2,000	$2,010	$2,000
Long-term debt	28,310	28,446	23,811	16,617	34,543
Total debt	$29,810	$31,446	$25,811	$18,627	$36,543
Less cash	16,029	16,109	20,070	13,263	12,521
Net debt	$13,781	$15,337	$5,741	$5,364	$24,022
EBITDA	29,927	20,216	26,553	25,781	23,965
Net Leverage Ratio	0.5x	0.8x	0.2x	0.2x	1.0x

*Adjusted for change in accounting method

Reconciliation Of Non-GAAP Financial Measures To Reported Financial Measures

RECONCILIATION OF CONSOLIDATED NET INCOME TO EBITDA
(In thousands; unaudited)

	FY26	FY25*	FY24	FY23	FY22*
Net Income (loss) attributable to Twin Disc	$27,077	($697)	$10,988	$10,380	$10,467
Interest expense	3,078	2,646	1,443	2,253	2,128
Income tax expense	(13,974)	3,368	4,121	3,788	1,823
Depreciation and amortization	13,746	14,899	9,981	9,359	9,547
Earnings before interest, taxes, depreciation and amortization (EBITDA)	$29,927	$20,216	$26,533	$25,781	$23,965

*Adjusted for change in accounting method