

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): May 5, 2026

UPEXI, INC.

(Exact name of registrant as specified in its charter)

Delaware
(State or Other Jurisdiction
of Incorporation)

001-40535
(Commission
File Number)

83-3378978
(I.R.S. Employer
Identification No.)

3030 N. Rocky Point Drive, Suite 420
Tampa, FL 33607
(Address of Principal Executive Offices) (Zip Code)

(727) 287-2800
(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 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, par value \$0.00001	UPXI	NASDAQ

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.

On May 5, 2026, Upexi, Inc. (the "Company") issued a press release announcing that it will host a conference call to report its financial results for the third quarter of fiscal year 2026, ended March 31, 2026, on Tuesday, May 12, 2026 at 5:30 p.m. Eastern Time. A copy of the press release is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

On May 6, 2026, the Company issued a press release providing a periodic update regarding its previously announced \$50,000,000 share repurchase program. A copy of the press release is attached hereto as Exhibit 99.2 and is incorporated herein by reference.

On May 7, 2026, the Company issued a press release announcing that Brian Rudick, the Company's Chief Strategy Officer, will present at the LD Micro Invitational XVI Conference being held at the Luxe Sunset Boulevard Hotel in Los Angeles, California, on May 17-19, 2026. A copy of the press release is attached hereto as Exhibit 99.3 and is incorporated herein by reference.

The information furnished pursuant to this Item 7.01, including Exhibits 99.1, 99.2, and 99.3, 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 into any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as expressly set forth by specific reference in such a filing.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

Exhibit No.	Exhibit Description
99.1	Press Release dated May 5, 2026
99.2	Press Release dated May 6, 2026
99.3	Press Release dated May 7, 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.

UPEXI, INC.

Dated: May 7, 2026

/s/ Andrew J. Norstrud

Name: Andrew J. Norstrud

Title: Chief Financial Officer

Upexi to Host Third Quarter 2026 Earnings Call on May 12th at 5:30 p.m. ET

TAMPA, Fla., May 5, 2026 -- Upexi, Inc. (NASDAQ: UPXI) (the “Company” or “Upexi”), a leading Solana-focused digital asset treasury company and consumer brands owner, today announced that it plans to host a conference call and report its financial results for the third quarter 2026 ended March 31, 2026, on Tuesday, May 12, 2026. Additional details are available under the Investor Relations section of the Company’s website: <https://ir.upexi.com/>

Event: Upexi Third Quarter 2026 Earnings Call
Date: Tuesday, May 12, 2026
Time: 5:30 p.m. ET
Live Call: 1-877-407-9716 (U.S. Toll-Free) or 1-201-493-6779 (International)
Webcast: <https://ir.upexi.com/news-events/ir-calendar>

For interested individuals unable to join the conference call, a dial-in replay of the call will be available until May 26, 2026, and can be accessed by dialing 1-844-512-2921 (U.S. Toll Free) or 1-412-317-6671 (International) and entering replay pin number: 13760532.

About Upexi, Inc.

Upexi, Inc. (Nasdaq: UPXI) is a leading digital asset treasury company, where it aims to acquire and hold as much Solana (SOL) as possible in a disciplined and accretive fashion. In addition to benefiting from the potential price appreciation of Solana - the cryptocurrency of the leading high-performance blockchain - Upexi utilizes three key value accrual mechanisms in intelligent capital issuance, staking, and discounted locked token purchases. The Company operates in a risk-prudent fashion to position itself for any market environment and to appeal to investors of all kinds, and it currently holds over two million SOL. Upexi also continues to be a brand owner specializing in the development, manufacturing, and distribution of consumer products. Please see www.upexi.com for more information.

Follow Upexi on X - <https://x.com/upexitreasury>

Follow CEO, Allan Marshall, on X - <https://x.com/upexiallan>

Follow CSO, Brian Rudick, on X - <https://x.com/thetinyant>

Company Contact Brian Rudick, Chief Strategy Officer

Email: brian.rudick@upexi.com

Phone: (203) 442-5391

Investor Relations Contact KCSA Strategic Communications

Valter Pinto, Managing Director

(212) 896-1254

Upexi@KCSA.com

Upexi Provides Periodic Update to its Share Repurchase Program

TAMPA, FL., May 6, 2026 -- Upexi, Inc. (NASDAQ: UPXI) (“Upexi” or the “Company”), a leading Solana-focused digital asset treasury company and consumer brands owner, provided an update to the \$50,000,000 authorized share repurchase program, previously announced on November 13, 2025.

Year-to-Date Share Repurchases

Trade month	Number of common shares purchased	Average price per share excluding fees	Consideration excluding fees
January 2026	-	\$ -	\$ -
February 2026	1,637,500	\$ 0.76	\$ 1,246,450.70
March 2026	840,561	\$ 0.87	\$ 728,230.80
April 2026	-	\$ -	\$ -
Total	2,478,061	\$ 0.80	\$ 1,974,681.50

As of May 5, 2026, the Company has repurchased a total of 2,894,287 shares of the Company’s common stock and has \$47,226,036 remaining on its share repurchase program. Management will provide periodic updates to the share repurchase program through press releases and annual and quarterly financial reports.

Management will continue to use the share repurchase program and other available tools to maximize shareholder value.

About Upexi, Inc.

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Company Contact

Brian Rudick, Chief Strategy Officer
(203) 442-5391
brian.rudick@upexi.com

Investor Relations Contact

KCSA Strategic Communications
Valter Pinto or Jack Perkins
Upexi@KCSA.com

Upexi to Present at the LD Micro Invitational XVI Conference on May 17-19

TAMPA, FL., May 7, 2026 -- Upexi, Inc. (NASDAQ: UPXI) (“Upexi” or the “Company”), a leading Solana-focused digital asset treasury company and consumer brands owner, today announced that Brian Rudick, Chief Strategy Officer, will present at the LD Micro Invitational XVI Conference being held at the Luxe Sunset Boulevard Hotel in Los Angeles, CA, on May 17-19, 2026.

LD Micro Invitational XVI Conference Details:

Location: Luxe Sunset Boulevard Hotel, Los Angeles, CA
Presentation Day and Time: Tuesday, May 19 at 2:00 p.m. PT
Presentation Location: Track 3
Type: Investor Meetings and Presentation
Webcast: <https://ir.upexi.com/news-events/ir-calendar>

To schedule a one-on-one meeting with Upexi’s management team, please email KCSA Strategic Communications at Upexi@KCSA.com.

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