

**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 8, 2025

**Koss Corporation**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other Jurisdiction of Incorporation)

**0-3295**  
(Commission File Number)

**39-1168275**  
(IRS Employer Identification No.)

**4129 North Port Washington Avenue, Milwaukee, Wisconsin 53212**  
(Address of principal executive offices) (Zip code)

**(414) 964-5000**  
(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, \$0.005 par value per share | KOSS              | Nasdaq Capital Market                     |

Indicate by check mark whether the registrant is an emerging growth company as defined in 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 May 8, 2025, Koss Corporation issued a press release (the “Press Release”) announcing its financial results for the quarter ended March 31, 2025. A copy of the Press Release is being furnished as Exhibit 99.1 to this Form 8-K and is incorporated herein by reference.

The information in this Item 2.02 Results of Operations and Financial Condition, including Exhibit 99.1 attached hereto, is being furnished pursuant to Item 2.02 of Form 8-K. In accordance with General Instruction B.2 of Form 8-K, the information in this Item 2.02 and Exhibit 99.1 shall not be deemed to be “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Securities Exchange Act of 1934, as amended.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits

| <u>Number</u> | <u>Description</u>   |
|---------------|--|
| Exhibit 99.1  | <a href="#">Press release of Koss Corporation dated May 8, 2025</a>  |
| Exhibit 104   | Cover Page Interactive Data File (embedded within the 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.

May 8, 2025

KOSS CORPORATION

By: /s/ Michael J. Koss  
Michael J. Koss  
Chairman and Chief Executive Officer

**FOR IMMEDIATE RELEASE**  
**May 8, 2025**

**CONTACT: Michael J. Koss**  
**Chairman & CEO**  
**(414) 964-5000**  
**mjkoss@koss.com**

## **Koss Corporation Reports Third Quarter Results**

**Milwaukee, Wisconsin:** Koss Corporation (NASDAQ: KOSS) (the “Company”), the U.S. based high-fidelity headphone company, has reported its results for the third quarter ended March 31, 2025.

Net sales for the three months ended March 31, 2025 were \$2,781,006 compared to \$2,637,606 for the same three-month period in the prior year, an increase of \$143,400, or 5.4%. The net loss for the third quarter ended March 31, 2025 was \$316,742 compared to a net loss of \$313,780 for the third quarter of the prior fiscal year. Basic and diluted net loss per common share for the third quarter of fiscal years 2025 and 2024 was \$0.03.

For the nine months ended March 31, 2025, net sales \$9,539,960, an increase of \$168,292, or 1.8%, over the net sales of \$9,371,668 for the comparable period in the prior year. The net loss of \$642,135 for the nine months ended March 31, 2025 showed an improvement to the net loss of \$840,542 for the same nine-month period in the prior year. Basic and diluted net loss per common share was \$0.07 and \$0.09 for the nine months ended March 31, 2025 and 2024, respectively.

“A substantial increase in sales to our distributors in Europe and Asia, mainly a result of the success of new product sales, was the primary driver of the improvement in overall sales for the fiscal year-to-date March 2025 period over the same period in the prior year,” Michael J. Koss, Chairman and CEO, said today. “Direct-to-consumer (DTC) sales continue to contribute to the sales growth but unfortunately, a near 60% drop in sales to the education markets, due to postponement of a large project, combined with lower sales to our domestic distributors, mostly offset the favorability.”

Koss further noted, “margin improvement of over 600 basis points during the first nine months of fiscal year 2025 compared to the same period last year was primarily a result of the adverse impact on prior year’s margins from the sell-through of inventory brought in at higher transit costs. The write-off of some obsolete products during the current year partially offset those gains.”

Additionally, Koss commented, “Given that a substantial portion of the Company’s products are sourced from China, the recent tariff announcements will have a significant impact on product costs. We are closely monitoring the latest updates and the potential impacts on our operations and financial condition. We have developed a strategic response and will finalize and implement as appropriate to mitigate adverse effects.”

### *About Koss Corporation*

Koss Corporation markets a complete line of high-fidelity headphones, wireless Bluetooth® speakers, computer headsets, telecommunications headsets, active noise canceling headphones, and wireless headphones.

*Forward-Looking Statements*

This press release contains forward-looking statements. These statements relate to future events or our future financial performance. In some cases, you can identify forward-looking statements by terminology such as "aims," "anticipates," "believes," "estimates," "expects," "intends," "plans," "thinks," "may," "will," "shall," "should," "could," "would," "forecasts," "predicts," "potential," "continue," or the negative of such terms and other comparable terminology. These statements are based on currently available operating, financial and competitive information and are subject to various risks and uncertainties. Actual events or results may differ materially. In evaluating forward-looking statements, you should specifically consider various factors that may cause actual results to vary from those contained in the forward-looking statements, such as general economic conditions, inflationary cost environment, supply chain disruption, the impacts of public health events, such as pandemics, geopolitical instability and war, consumer demand for the Company's and its customers' products, competitive and technological developments, foreign currency fluctuations, and costs of operations. Shareholders, potential investors and other readers are urged to consider these factors carefully in evaluating the forward-looking statements and are cautioned not to place undue reliance on such forward-looking statements. The forward-looking statements made herein are only made as of the date of this press release and the Company undertakes no obligation to publicly update such forward-looking statements to reflect subsequent events or circumstances or new information. In addition, such uncertainties and other operational matters are discussed further in the Company's quarterly and annual filings with the Securities and Exchange Commission.

**KOSS CORPORATION**  
**CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS**  
(Unaudited)

|  | Three Months Ended<br>March 31 |                     | Nine Months Ended<br>March 31 |                     |
|--|--------------------------------|---------------------|-------------------------------|---------------------|
|  | 2025                           | 2024                | 2025                          | 2024                |
| Net sales                                    | \$ 2,781,006                   | \$ 2,637,606        | \$ 9,539,960                  | \$ 9,371,668        |
| Cost of goods sold                           | 1,696,334                      | 1,796,083           | 5,877,405                     | 6,354,015           |
| Gross profit                                 | <u>1,084,672</u>               | <u>841,523</u>      | <u>3,662,555</u>              | <u>3,017,653</u>    |
| Selling, general and administrative expenses | <u>1,603,678</u>               | <u>1,451,247</u>    | <u>4,960,478</u>              | <u>4,572,049</u>    |
| Loss from operations                         | (519,006)                      | (609,724)           | (1,297,923)                   | (1,554,396)         |
| Interest income                              | <u>208,175</u>                 | <u>214,814</u>      | <u>667,219</u>                | <u>636,482</u>      |
| Loss before income tax provision (benefit)   | (310,831)                      | (394,910)           | (630,704)                     | (917,914)           |
| Income tax provision (benefit)               | <u>5,911</u>                   | <u>(81,130)</u>     | <u>11,431</u>                 | <u>(77,372)</u>     |
| Net loss                                     | <u>\$ (316,742)</u>            | <u>\$ (313,780)</u> | <u>\$ (642,135)</u>           | <u>\$ (840,542)</u> |
| Loss per common share:                       |                                |                     |                               |                     |
| Basic  | <u>\$ (0.03)</u>               | <u>\$ (0.03)</u>    | <u>\$ (0.07)</u>              | <u>\$ (0.09)</u>    |
| Diluted                                      | <u>\$ (0.03)</u>               | <u>\$ (0.03)</u>    | <u>\$ (0.07)</u>              | <u>\$ (0.09)</u>    |
| Weighted-average number of shares:           |                                |                     |                               |                     |
| Basic  | <u>9,375,795</u>               | <u>9,254,795</u>    | <u>9,346,952</u>              | <u>9,243,559</u>    |
| Diluted                                      | <u>9,375,795</u>               | <u>9,254,795</u>    | <u>9,346,952</u>              | <u>9,243,559</u>    |