
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 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 30, 2018

AIRGAIN, INC.

(Exact Name of Registrant as Specified in its Charter)

Delaware
(State or Other Jurisdiction
of Incorporation)

001-37851
(Commission
File Number)

95-4523882
(IRS Employer
Identification No.)

3611 Valley Centre Drive, Suite 150
San Diego, CA
(Address of Principal Executive Offices)

92130
(Zip Code)

Registrant's telephone number, including area code: (760) 579-0200

(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 (*see* General Instruction A.2. below):

- 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))

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 30, 2018, Airgain, Inc.'s management will be attending the Cowen and Company 46th Annual Technology, Media & Telecom Conference in New York City, New York, and will present the corporate slide presentation attached as Exhibit 99.1 to this Current Report on Form 8-K, which is incorporated herein by reference, at the conference as well in meetings with investors and other parties during the conference.

Airgain will webcast the presentation live and archive it for 60 days in the Investor Relations section of its website at investors.airgain.com. The information set forth in this Item 7.01 is being furnished pursuant to Item 7.01 and 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, and it shall not be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, or under the Exchange Act, whether made before or after the date hereof, except as expressly provided by specific reference in such a filing.

By filing this Current Report on Form 8-K and furnishing the information in this Item 7.01, Airgain makes no admission as to the materiality of Item 7.01 in this report or the presentation available on Airgain's website. The information contained in the presentation is summary information that is intended to be considered in the context of Airgain's filings with the Securities and Exchange Commission (the "SEC") and other public announcements that Airgain makes, by press release or otherwise, from time to time. Airgain undertakes no duty or obligation to publicly update or revise the information contained in this Item, although it may do so from time to time as its management believes is appropriate or as required by applicable law. Any such updating may be made through the filing of other reports or documents with the SEC, through press releases, by updating its website or through other public disclosure.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

<u>Exhibit No.</u>	<u>Description</u>
99.1	Slide Presentation

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: May 30, 2018

AIRGAIN, INC.

By: /s/ Anil Doradla

Name: Anil Doradla

Title: Chief Financial Officer and Secretary



Enabling High Performance Wireless Connectivity

Investor Presentation
May 2018



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Important Caution Regarding Forward Looking Statements



This presentation contains forward-looking statements. All statements other than statements of historical facts contained in this presentation, including statements regarding our future operating results, financial position and cash flows, our business strategy, our 2018 financial outlook, and plans and our objectives for future operations are forward-looking statements. In some cases, you can identify forward-looking statements by terms such as "believe," "may," "will," "estimate," "continue," "anticipate," "plan," "target," "project," "contemplate," "predict," "potential," "would," "could," "should," "intend" and "expect" or the negative of these terms or other similar expressions. These statements involve known and unknown risks, uncertainties and other important factors that may cause our actual results, performance or achievements to be materially different from any future results, performance or achievements expressed or implied by the forward-looking statements. These risks, uncertainties and other factors include, without limitation: the market for our antenna products is developing and may not develop as we expect; our operating results may fluctuate significantly, including

based on seasonal risk factors, which makes our future operating results difficult to predict and could cause our operating results to fall below expectations or our guidance, risks and uncertainties related to recent management changes and any difficulties or delays we encounter in identifying a successor CEO; a slower than anticipated rollout of certain customers' deployments, our products are subject to intense competition, including competition from the customers to whom we sell, and competitive pressures from existing and new companies may harm our business, sales, growth rates and market share; our future success depends on our ability to develop and successfully introduce new and enhanced products for the wireless market that meet the needs of our customers; risks that we may not fully realize the benefits associated with the partnerships we have entered into, or that existing partnerships may be terminated by either party; our business is characterized by short product development windows and short product lifecycles; we sell to customers who are extremely price conscious, and a few customers represent a significant portion of our sales, and

if we lose any of these customers, our sales could decrease significantly; we rely on a few contract manufacturers to produce and ship all of our products, a single or limited number of suppliers for some components of our products and channel partners to sell and support our products, and the failure to manage our relationships with these parties successfully could adversely affect our ability to market and sell our products; if we cannot protect our intellectual property rights, our competitive position could be harmed or we could incur significant expenses to enforce our rights; our international sales and operations subject us to additional risks that can adversely affect our operating results and financial condition; our ability to identify and consummate strategic acquisitions, and risks associated with completed acquisitions adversely affecting our operating results and financial condition; and other risks described in our filings with the Securities and Exchange Commission (SEC), including under the heading "Risk Factors" in our Annual Report on Form 10-K and any subsequent filings with the SEC. You are cautioned not to place undue reliance on these forward looking statements, which speak only as of

the date here of, and we undertake no obligation to revise or update this presentation to reflect events or circumstances after the date hereof. All forward-looking statements are qualified in their entirety by this cautionary statement, which is made under the safe harbor provisions of the Private Securities Litigation Reform Act of 1995.

This presentation also contains estimates and other statistical data made by independent parties and by us relating to market size and growth and other data about our industry. This data involves a number of assumptions and limitations, and you are cautioned not to give undue weight to such estimates. In addition, projections, assumptions and estimates of our future performance and the future performance of the markets in which we operate are necessarily subject to a high degree of uncertainty and risk.

Who We Are

Airgain is a leading provider of advanced antenna technologies used to enable high performance wireless networking across a broad range of devices and markets, including connected home, enterprise, automotive, and IoT.

WE SHIPPED OVER 150 MILLION ANTENNA PRODUCTS IN 2017



Connected Home, Enterprise, IoT



Aftermarket Fleet, Public Safety, M2M, MRM, DSRC



Automotive, 5G, mmWave, CBRS

- We work with our customers and provide them with solutions to complex RF engineering challenges.
- Airgain helps improve the throughput and connectivity of next gen devices using 10+ years of proprietary device/chipset performance data.
- Our antennas are deployed in carrier, fleet, enterprise, residential, private, government, and public safety wireless networks and systems.
- We have a diverse partner and revenue base.

Worldwide Engineering and Service Offerings

Define

Design

Optimize

Deliver



Who We Work With

Panasonic



SAGEMCOM



dish



Cal/Amp



ViaSat

Charter COMMUNICATIONS

HUMAX



Google

Telefonica



HUGHES

中国电信 CHINA TELECOM



ROKU

NOKIA



RENAULT



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By **2020** there will be close to **7 times** the number of **connected devices** as **people** on the planet*

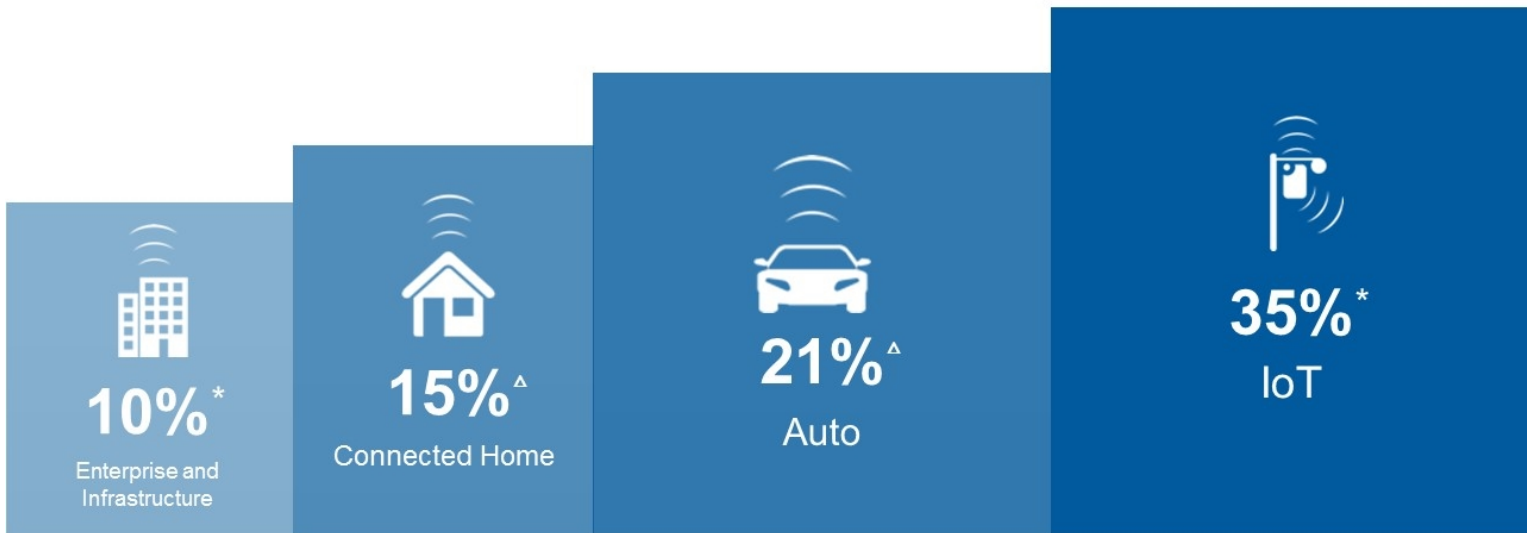


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*Source: PwC, Technological Breakthroughs:
<https://www.pwc.co.uk/issues/megatrends/technological-breakthroughs.html>

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Addressable Markets for Airgain (2017 to 2022 CAGR)



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Sources: *ABIresearch Forecasts, 2016 ^Δ Machina Forecasts, 2016

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Airgain's Critical Position in Value Chain

Airgain continues to be the essential value-added partner that our customers rely on, and our strong reputation is highly valued within the customer ecosystem

Influence

Customers



Engage

OEMs & ODMs



Partner

Chipset Suppliers

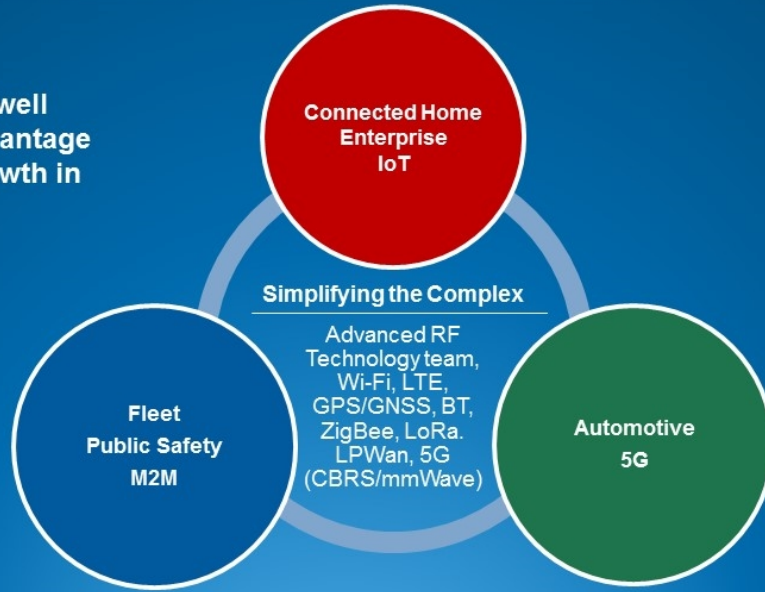


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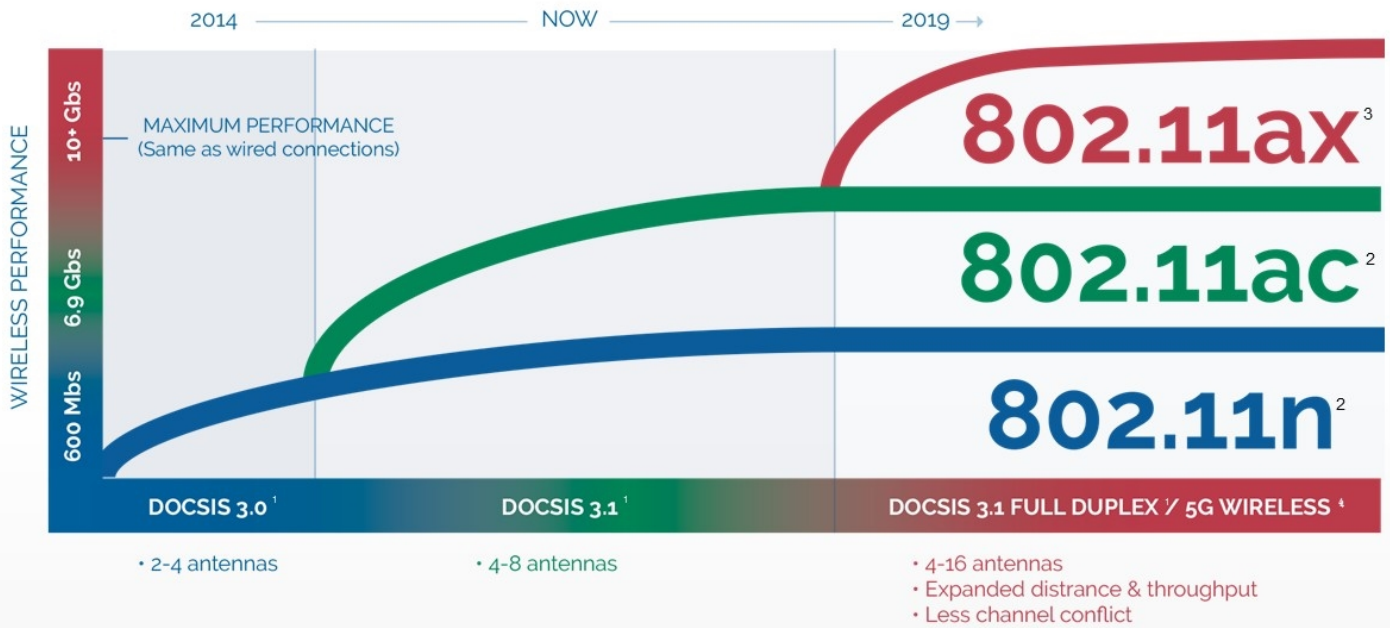
Technology Tailwinds: Driving Our Existing Technologies and New Markets

An Expansive Landscape of New Wireless Standards and Applications with Global Opportunities

We believe we are well positioned to take advantage of the anticipated growth in new markets.



The Convergence of Wired + Wireless Data Speeds



The Connected Home Is Going from Wired to Wireless

Multiple devices drive the need for high throughput and complete Wi-Fi coverage in the connected home.

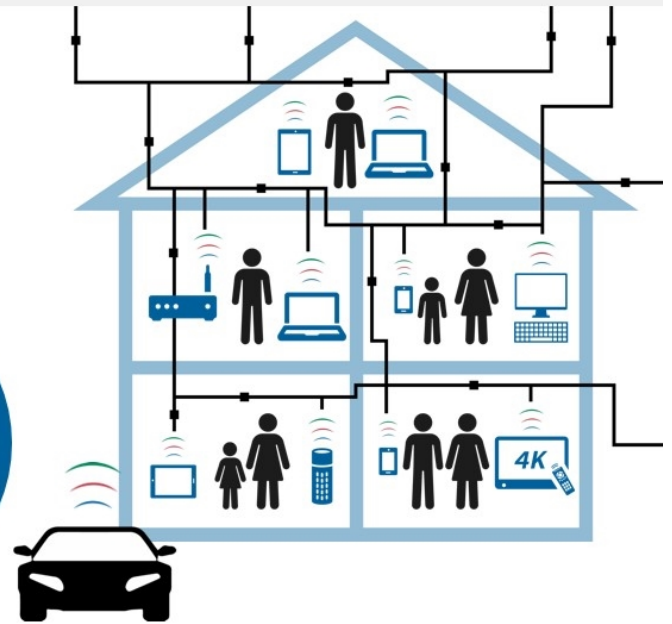
Customers are demanding high throughput and complete wireless coverage, while providing wired quality of service

Drivers of the Revolution

- Accelerating Broadband Speeds
- Multiple Devices
- OTT

Potential U.S. subscriber units to be upgraded: 233 million*

Today in the US alone:
an estimated 94M homes with broadband connectivity that can be upgraded to new 802.11ac gateways*



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*Leichtman Research Group 11/17

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Enterprise, IoT & Infrastructure Connectivity

Enterprise + Carrier Access Points

- 22M Access Points Projected by 2020*



IoT: Connected Smart Home & Smart City

- Embedded and external connectivity solutions for low power wide area networking, such as NB-IoT and LoRa.
- Seemingly endless connectivity options from people and animals, to in-home gateways to city man-hole covers.
- 1.5B end devices shipped in 2020*

M2M and IoT Infrastructure

- 60M Access Points Projected by 2020*
 - In-building, Out-building and On-building connectivity solutions for commercial, retail and office
 - Outdoor kiosk, signage and asset connectivity & tracking



Innovative Antennas Systems for Fleet Aftermarket Connectivity

AFTERMARKET

Fleet Connectivity

- Mobile fleets require sophisticated rugged external solutions for data, video telematics and asset tracking connectivity
- Rugged external multi-technology antennas provide connectivity for public safety and private fleets
- Outdoor antennas, Dual-LTE, Six-Wi-Fi, GNSS, Bluetooth

21% CAGR for '17 – '22
Projected 55M vehicles in 2020*



ULTRAMAX™ MIMO 9-in-1

Smallest form factor in the industry



MRM



Fleet/M2M



Public Safety Devices

All Airgain LTE products are FirstNet™ ready, optimized for LTE Band 14 support. Our RF Technology capabilities enables a complete solution.



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*Source: Machina Research IoT Forecast, 2016

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The Ubiquitous Connected Car

OEM

Connected Car

- Connected Cars require complex internal and external antennas for a complete solution
- In-car infotainment, gateways and driver interface
- Driver assistance and safety
- Vehicle to vehicle and infrastructure, vehicle software updates and driver behavior
- Components for Tier 1 & 2 suppliers, embedded & external antennas

21% CAGR for '17 – '22
Projected 100M cars in 2020*



Infotainment



Drive Assistance



Safety



Well-being



V2V

5G Systems – Antenna Complexity Increases Multifold

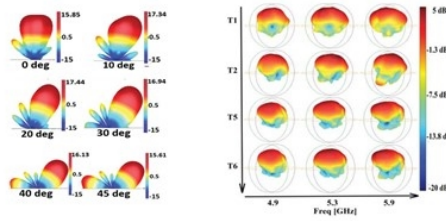
5G Spectrum

mmWave
24GHz – 100GHz

Sub-6Ghz

- Ultra-low energy
- Ultra-high density
- Extreme capacity
- Extreme data rates

5G Technology Enablers Massive MIMO with Active Antenna Systems



Interference Cancellation: Massive MIMO technology supports beam forming to increase data throughput and get higher signal to interference ratio

5G Market Applications



ENABLING WIRELESS MULTI GIGABIT THROUGHPUT OTA

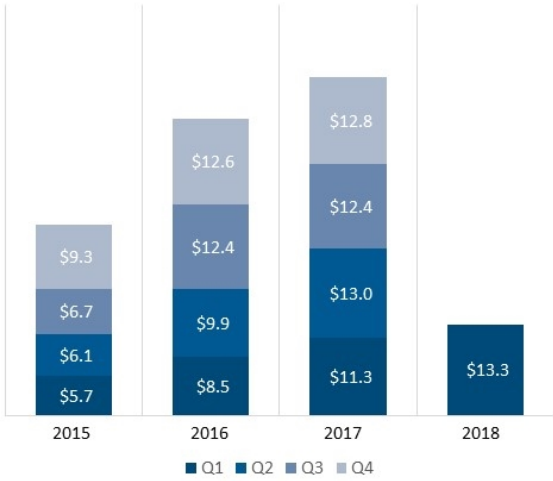
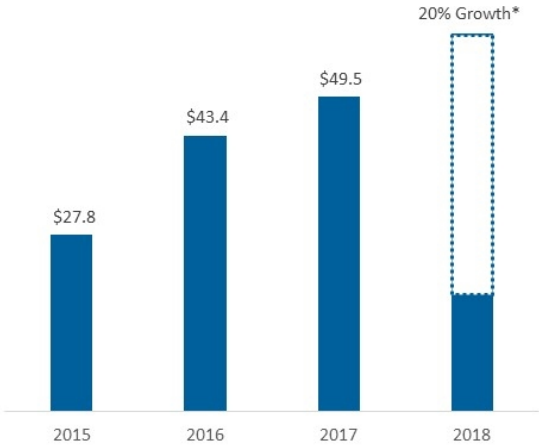


Source: ITU Report M.2410-0, November 2017

Revenues

Annual and Projected Revenue (\$M)

Quarterly Revenue (\$M)



*based on 2018 annual growth guidance

GAAP Financial Model

December FY	Q1 2016	Q2 2016	Q3 2016	Q4 2016	2016	Q1 2017	Q2 2017	Q3 2017	Q4 2017	2017	Q1 2018
Sales	\$8.5 M	\$9.9M	\$12.4M	\$12.6M	\$43.4M	\$11.3M	\$13.0M	\$12.4M	\$12.8M	\$49.5M	\$13.3M
Gross Profit % of Sales	43.2%	46.1%	44.8%	43.4%	44.4%	47.0%	47.0%	48.4%	46.0%	47.1%	46.6%
Operating Expenses	\$3.6M	\$3.6M	\$4.3M	\$4.3M	\$15.8M	\$4.9M	\$6.2M	\$5.8M	\$5.4M	\$22.3M	\$7.4M
Op Ex as a % of Sales	41.8%	36.2%	34.9%	34.4%	36.4%	43.2%	48.0%	46.8%	42.3%	45.1%	55.3%
Operating Income	\$0.1M	\$1.3M	\$1.2M	\$1.1M	\$3.4M	\$0.4M	-\$0.1M	\$0.2M	\$0.5M	\$1.0M	-\$1.2M
Operating Margin	1.4%	9.9%	9.9%	9.0%	7.9%	3.8%	-1.0%	1.6%	3.7%	2.0%	-8.7%

Annual GAAP Financial Model & Targets

December FY	2015	2016	2017	2018 Guidance
Sales	\$27.8M	\$43.4M	\$49.5M	20% Growth
Gross Profit % of Sales	41.9%	44.4%	47.1%	
Operating Expenses	\$12.0M	\$15.8M	\$22.3M	
OpEx as a % of Sales	34.4%	36.4%	45.1%	
Operating Income	-\$0.3M	\$3.4M	\$1.0M	
Operating Margin	-1.2%	7.9%	2.0%	

Potential Growth Opportunities



NEW MARKET EXPANSION

Automotive, 5G



GEOGRAPHIC EXPANSION



FAVORABLE TECHNOLOGY TAILWINDS

802.11ac, 802.11ax upgrade cycle and new communication technologies such as 5G and LPWAN



CREATE ADDITIONAL PULL FROM CARRIERS

Demonstrate continued ROI of solutions to drive adoption

Investment Highlights

- Enabler in high performance antenna solutions for heterogeneous next-gen wireless devices and networks
- Growing addressable market, driven by proliferation of Wi-Fi connected devices, data intensive applications, streaming video and multiple connectivity standards for a “connected planet”
- Compelling business model with history of predictable revenue growth and profitability
- Strong outlook for potential growth and total market expansion
- Well protected technology position with 235 patents and patents pending as of December 31, 2017
- Seasoned management team with 20+ years of average industry experience

Key Stats*

9.5M Shares outstanding	7.5M Free float (est.)	40% Institutional holdings
\$33M Cash, cash equivalents and short-term investments (mrq*)	2004 Founded	2016 IPO



*As of March 31, 2018

Contact Us

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