**UNITED STATES**
**SECURITIES AND EXCHANGE COMMISSION**
**Washington, D.C. 20549**

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# FORM 8-K

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**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 11, 2026

# SUPER MICRO COMPUTER, INC.

**(Exact name of registrant as specified in its charter)**

| **Delaware** | **001-33383** | **77-0353939** |
|---|---|---|
| **(State or other jurisdiction of incorporation)** | **(Commission File Number)** | **(I.R.S. Employer Identification No.)** |

**980 Rock Avenue, San Jose, California 95131**
**(Address of principal executive offices, including Zip Code)**

Registrant's telephone number, including area code: (408) 503-8000

**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, $0.001 par value** | **SMCI** | **The NASDAQ Global Select Market** |

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 2.02 Results of Operations and Financial Condition**

On August 11, 2026, Super Micro Computer, Inc. (the “Company”) issued a press release (the “Press Release”) announcing unaudited financial results for the quarter and full fiscal year ended June 30, 2026. A copy of the Press Release is attached as Exhibit 99.1 to this report and is incorporated herein by reference.

The information in, and the exhibit furnished pursuant to, Item 2.02 of this report, including Exhibit 99.1, are being furnished and shall not be deemed “filed” for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), and are not to be incorporated by reference into any filing under the Securities Act of 1933, as amended, or the Exchange Act, regardless of any general incorporation language contained in such filing, unless otherwise expressly stated in such filing.

**Item 9.01 Financial Statements and Exhibits**

(d) Exhibits

| Exhibit Number | Description |
| --- | --- |
| 99.1 | Press Release entitled “Supermicro Announces Fourth Quarter and Full Fiscal Year 2026 Financial Results” dated August 11, 2026 |
| 104 | The cover page from this Current Report on Form 8-K, formatted in Inline XBRL. |

## SIGNATURE

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.

**SUPER MICRO COMPUTER, INC.**

| | | |
|---|---|---|
| Date: August 11, 2026 | By: | /s/ Charles Liang |
| | | President, Chief Executive Officer and Chairman of the Board<br>(Principal Executive Officer) |

**Exhibit 99.1**

# Supermicro Announces Fourth Quarter and Full Fiscal Year 2026 Financial Results

**SAN JOSE, Calif. -- August 11, 2026 -- (BUSINESS WIRE) -- Super Micro Computer, Inc. (NASDAQ: SMCI)** ("Supermicro" or the "Company"), a Total IT Solution Provider for AI, Cloud, Storage, and 5G/Edge, today announced unaudited financial results for its fourth quarter and full fiscal year ended June 30, 2026.

**Fourth Quarter Fiscal Year 2026 Highlights**

- Net sales of $11.1 billion versus $10.2 billion in Q3'26 and $5.8 billion in Q4'25.
- Gross margin of 17.5% versus 9.9% in Q3'26 and 9.5% in Q4'25.
- Net income of $1,178 million versus $483 million in Q3'26 and $195 million in Q4'25.
- Diluted net income per common share of $1.62 versus $0.72 in Q3'26 and $0.31 in Q4'25.
- Non-GAAP gross margin of 17.6% versus 9.6% in Q4'25.
- Non-GAAP diluted net income per common share of $1.70 versus $0.41 in Q4'25.
- Cash flow provided by operations for Q4'26 of $747 million and capital expenditures and investments of $25 million.

"Our Total AI/IT Solutions strategy continues to deliver strong results, we added several hundred enterprise and other customers in the past year, generated more than $60 billion in new orders, and booked record backlog entering fiscal 2027," said Charles Liang, Founder, President and CEO of Supermicro. "As demand accelerates, we are improving profitability through a richer enterprise customer mix and broader adoption of our optimized Data Center Building Block Solutions® (DCBBS) architecture. Combined with continued investment in technology leadership, manufacturing scale, and global compliance, we are enabling customers to deploy AI infrastructure faster and more efficiently."

The Non-GAAP gross margin for the fourth quarter of fiscal year 2026 was 17.6% with adjustments for stock-based compensation expense of $9 million. The Non-GAAP diluted net income per common share for the fourth quarter of fiscal year 2026 was $1.70.

**Fiscal Year 2026 Summary**

Net sales for the full fiscal year ended June 30, 2026, were $39.1 billion versus $22.0 billion for the fiscal year ended June 30, 2025. Gross margin for fiscal year 2026 was 10.8% versus 11.1% for the fiscal year ended June 30, 2025. Net income for fiscal year 2026 was $2.2 billion, or $3.26 per diluted share, versus $1.0 billion, or $1.68 per diluted share, for fiscal year 2025.

For the full fiscal year ended 2026, non-GAAP gross margin was 10.9%, with adjustments for stock-based compensation expenses of $34 million. Non-GAAP net income attributable to common stockholders for fiscal year 2026 was $2.5 billion, or $3.63 per diluted share, versus $1.3 billion, or $2.06 per diluted share, for fiscal year 2025. This non-GAAP net income attributable to common stockholders includes adjustments for stock-based compensation expense of $316 million, which are net of the related tax effect of $97 million for fiscal year 2026.

As of June 30, 2026, total cash and cash equivalents was $7.5 billion and total bank debt and convertible notes were $8.7 billion.

**Business Outlook**

The Company expects net sales in the range of $14.5 billion and $15.5 billion for the first quarter of fiscal year 2027 ending September 30, 2026, GAAP net income per diluted share of $0.89 to $0.98 and non-GAAP net income per diluted share of $1.01 to $1.10. The Company's projections for GAAP and non-GAAP net income per diluted share assume a tax rate of approximately 20.1% and 20.5%, respectively, and a fully diluted share count of 745 million shares for GAAP and fully diluted share count of 761 million shares for non-GAAP. The outlook for the first quarter of fiscal year 2027 GAAP net income per diluted share includes approximately $106 million in expected stock-based compensation expense, net of related tax effects of $32 million that are excluded from non-GAAP net income per diluted share.

For fiscal year 2027, the Company expects net sales in the range of $65.0 billion to $72.0 billion.

**Conference Call and Webcast Information**

Supermicro will present a live audio webcast of our conference call to review its fourth quarter and full fiscal year 2026 financial results on Tuesday, August 11, 2026, at 5:00 p.m. ET / 2:00 p.m. PT. The webcast will be available at [https://ir.supermicro.com](https://ir.supermicro.com).

A replay of the webcast will be available shortly after the call at the same website and will remain accessible for one year.

**Forward Looking Statements and Other Disclosures**

Statements contained in this press release that are not historical fact may be forward looking statements within the meaning of Section 27A of the Securities Act of 1933 and Section 21E of the Securities Exchange Act of 1934. These forward-looking statements can be identified by the use of forward-looking terminology such as “anticipate,” “believe,” “continue,” “could,” “estimate,” “expect,” “may,” "plan," “seek,” “should,” “will,” “would,” “optimistic” or similar expressions and the negatives of those terms. Such forward looking statements may include statements regarding, among other things, guidance for the first quarter of fiscal year 2027 and full year fiscal 2027 guidance, expectations related to customer mix and strong customer engagements and that additional customer commitments will be secured in the upcoming quarters of fiscal year 2027, our efforts to strengthen our operational and financial execution, our focus on capturing the next wave of AI and IT infrastructure demand, meeting the Company's long-term targets and capitalizing on the growing market opportunity in the long-term, and our progressing leadership in DCBBS and AI technology. Such forward looking statements do not constitute guarantees of future performance and are subject to a variety of risks and uncertainties that could cause our actual results to differ materially from those anticipated, including: (i) our quarterly operating results may fluctuate, (ii) as we increasingly target larger customers and larger sales opportunities, our customer base may become more concentrated, our cost of sales may increase, our margins may be lower and our sales may become less predictable for a variety of reasons, many of which are not in our control, (iii) the average sales prices for our server solutions could decline if customers do not continue to purchase our latest generation products or additional components, and (iv) adverse economic conditions could affect our business, including, but not limited to, increased tariffs. In addition, as the Company has disclosed, the Board is conducting an independent review of certain transactions in connection with export-control issues. The outcome of that investigation could affect our forecasts, these preliminary results and prior period results. Certain prior period amounts have been reclassified to conform to the current period presentation. Additional factors that could cause actual results to differ materially from those projected or suggested in any forward looking statements are detailed in our filings with the Securities and Exchange Commission, including those factors discussed under the caption "Risk Factors" in such filings, particularly in our Annual Report on Form 10-K for our fiscal year ended June 30, 2025 and any subsequent Quarterly Report on Form 10-Q.

**Financial Information Is Preliminary and May Be Subject to Change**

The unaudited financial information presented in this press release is preliminary. The final financial results reported for this period may also differ from the results reported in this release.

The financial results presented reflect the Company's preliminary estimated unaudited financial results, based upon information available to the Company as of the date of this press release. The Company has provided preliminary estimates of financial results primarily because its financial closing procedures for the quarter and fiscal year ended June 30, 2026 are not yet complete. The data are not a comprehensive statement of the Company's results for such periods, and the actual results may differ materially from these preliminary estimated data. The Company's actual results remain subject to the completion of management's and its audit committee's review and other financial closing processes as well as the completion and preparation of its financial data for such periods. The Company's independent registered public accounting firm has not audited, reviewed, compiled or performed any procedures with respect to such preliminary data. During the course of the preparation of the Company's financial statements and related notes and the completion of the audit for such periods, additional adjustments to the preliminary estimated financial information presented here may be identified, and its final results for these periods may vary from these preliminary estimates. This preliminary estimated data should not be considered a substitute for the financial statements to be prepared in accordance with accounting principles generally accepted in the United States and to be filed with the Securities and Exchange Commission once available.

**About Super Micro Computer, Inc.**

Supermicro (NASDAQ: SMCI) is a global leader in Application-Optimized Total IT Solutions. Founded and operating in San Jose, California, Supermicro is committed to delivering first-to-market innovation for Enterprise, Cloud, AI, and 5G/Edge IT Infrastructure. We are a Total IT Solutions provider with server, AI, storage, IoT, switch systems, software, and support services. Supermicro's motherboard, power, and chassis design expertise further enables our development and production, enabling next-generation innovation from cloud to edge for our global customers. Our products are designed and manufactured in-house (in the US, Taiwan, and the Netherlands), leveraging global operations for scale and efficiency and optimized to improve TCO and reduce environmental impact (Green Computing). The award-winning portfolio of Server Building Block Solutions® allows customers to optimize for their exact workload and application by selecting from a broad family of systems built from our flexible and reusable building blocks that support a comprehensive set of form factors, processors, memory, GPUs, storage, networking, power, and cooling solutions (air-conditioned, free air cooling or liquid cooling).

Supermicro, Server Building Block Solutions, and We Keep IT Green are trademarks and/or registered trademarks of Super Micro Computer, Inc.

All other brands, names, and trademarks are the property of their respective owners.

**Investor Relations Contact:**
email: ir@supermicro.com

Source: Super Micro Computer, Inc.

**SUPER MICRO COMPUTER, INC.**
**CONDENSED CONSOLIDATED BALANCE SHEETS**
**(in thousands)**
**(unaudited)**

| | June 30, 2026 | June 30, 2025 |
|---|---|---|
| **ASSETS** | | |
| Current assets: | | |
| Cash and cash equivalents | $ 7,521,474 | $ 5,169,911 |
| Accounts receivable, net of allowance for credit losses | 6,125,414 | 2,203,942 |
| Inventories | 12,895,949 | 4,680,375 |
| Prepaid expenses and other current assets | 1,183,415 | 247,426 |
| Total current assets | 27,726,252 | 12,301,654 |
| Property, plant, and equipment, net | 625,553 | 504,488 |
| Deferred income taxes, net | 697,441 | 607,416 |
| Other assets | 896,221 | 604,871 |
| Total assets | $ 29,945,467 | $ 14,018,429 |
| **LIABILITIES AND STOCKHOLDERS' EQUITY** | | |
| Current liabilities: | | |
| Accounts payable | $ 2,247,003 | $ 1,281,977 |
| Accrued liabilities | 1,032,716 | 565,637 |
| Income taxes payable | 262,608 | 53,381 |
| Lines of credit and term loans, current | 2,039,774 | 75,060 |
| Deferred revenue | 1,578,005 | 368,737 |
| Total current liabilities | 7,160,106 | 2,344,792 |
| Deferred revenue, non-current | 1,034,027 | 362,645 |
| Lines of credit and term loans, non-current | 2,016,374 | 37,415 |
| Convertible notes | 4,664,139 | 4,645,178 |
| Other long-term liabilities | 591,205 | 326,528 |
| Total liabilities | 15,465,851 | 7,716,558 |
| Stockholders' equity: | | |
| Mandatory Convertible Preferred Stock and additional paid-in capital | 4,226,258 | — |
| Common stock and additional paid-in capital | 4,600,893 | 2,866,449 |
| Accumulated other comprehensive income | 397 | 705 |
| Retained earnings | 5,651,904 | 3,434,539 |
| Total Super Micro Computer, Inc. stockholders' equity | 14,479,452 | 6,301,693 |
| Non-controlling interest | 164 | 178 |
| Total stockholders' equity | 14,479,616 | 6,301,871 |
| Total liabilities and stockholders' equity | $ 29,945,467 | $ 14,018,429 |

**SUPER MICRO COMPUTER, INC.**
**CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS**
**(in thousands, except per share amounts)**
**(unaudited)**

| | Three Months Ended June 30, | | Year Ended June 30, | |
|---|---|---|---|---|
| | **2026** | **2025** | **2026** | **2025** |
| Net sales | $ 11,119,777 | $ 5,756,911 | $ 39,063,072 | $ 21,972,042 |
| Cost of sales | 9,177,146 | 5,212,809 | 34,835,821 | 19,542,120 |
| Gross profit | 1,942,631 | 544,102 | 4,227,251 | 2,429,922 |
| Operating expenses: | | | | |
| Research and development | 201,498 | 183,221 | 771,232 | 636,550 |
| Sales and marketing | 142,078 | 64,739 | 352,594 | 273,139 |
| General and administrative | 110,991 | 67,751 | 332,939 | 267,239 |
| Total operating expenses | 454,567 | 315,711 | 1,456,765 | 1,176,928 |
| Income from operations | 1,488,064 | 228,391 | 2,770,486 | 1,252,994 |
| Other income (expense), net | 22,189 | (11,781) | 26,432 | (41,339) |
| Interest income | 39,085 | 28,397 | 186,920 | 59,834 |
| Interest expense | (79,802) | (22,282) | (194,574) | (59,573) |
| Income before income tax provision | 1,469,536 | 222,725 | 2,789,264 | 1,211,916 |
| Income tax provision | (290,130) | (19,307) | (556,329) | (156,851) |
| Share of loss from equity investee, net of taxes | (1,189) | (8,264) | (2,482) | (6,211) |
| Net income | 1,178,217 | 195,154 | 2,230,453 | 1,048,854 |
| Preferred stock dividends | (13,088) | — | (13,088) | — |
| Net income attributable to common stockholders | $ 1,165,129 | $ 195,154 | $ 2,217,365 | $ 1,048,854 |
| | | | | |
| Net income per common share (A): | | | | |
| Basic | $ 1.83 | $ 0.33 | $ 3.65 | $ 1.77 |
| Diluted | $ 1.62 | $ 0.31 | $ 3.26 | $ 1.68 |
| Weighted-average shares used in the calculation of net income per common share (A): | | | | |
| Basic | 613,484 | 597,627 | 601,806 | 593,665 |
| Diluted | 705,001 | 624,671 | 697,348 | 628,402 |

(A) Reflects a ten-for-one stock split on September 30, 2024.

Stock-based compensation is included in the following cost and expense categories by period (in thousands):

| | Three Months Ended June 30, | | Year Ended June 30, | |
|---|---|---|---|---|
| | **2026** | **2025** | **2026** | **2025** |
| Cost of sales | $ 8,892 | $ 6,792 | $ 34,292 | $ 24,505 |
| Research and development | 69,881 | 53,854 | 269,971 | 195,444 |
| Sales and marketing | 11,315 | 10,539 | 45,015 | 37,784 |
| General and administrative | 16,469 | 12,427 | 62,837 | 56,719 |
| Stock-based compensation expense, before taxes | $ 106,557 | $ 83,612 | $ 412,115 | $ 314,452 |

**SUPER MICRO COMPUTER, INC.**
**CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS**
**(in thousands)**
**(unaudited)**

| | Year Ended June 30, 2026 | Year Ended June 30, 2025 |
|---|---|---|
| **OPERATING ACTIVITIES:** | | |
| Net income | $ 2,230,453 | $ 1,048,854 |
| Reconciliation of net income to net cash (used in) provided by operating activities: | | |
| Depreciation and amortization | 53,673 | 41,298 |
| Amortization of right-of-use ("ROU") assets | 36,594 | 17,046 |
| Amortization of debt discount and issuance costs | 25,889 | 10,268 |
| Inventory valuation adjustment write-down | 188,110 | 232,083 |
| Stock-based compensation expense | 412,115 | 314,452 |
| Impairment loss and gain on sale of investments, net | 414 | — |
| Share of loss from equity investee | 2,482 | 6,211 |
| Unrealized foreign currency exchange loss | 976 | 18,832 |
| Loss on extinguishment of convertible notes | — | 30,251 |
| Deferred income taxes, net | (95,367) | (214,638) |
| Other non-cash income, net | (16,956) | (3,077) |
| Changes in operating assets and liabilities: | | |
| Accounts receivable, net | (3,921,872) | 533,341 |
| Inventories | (8,876,747) | (587,689) |
| Prepaid expenses and other assets | (356,230) | (229,107) |
| Accounts payable | 963,258 | (180,968) |
| Accrued liabilities | 406,200 | 272,404 |
| Income taxes payable | 213,532 | 32,043 |
| Deferred revenue | 1,880,650 | 315,006 |
| Other long-term liabilities | 42,940 | 2,914 |
| Net cash (used in) provided by operating activities | (6,809,886) | 1,659,524 |
| **INVESTING ACTIVITIES:** | | |
| Purchases of property, plant, and equipment | (161,999) | (127,214) |
| Investment in equity securities | (51,613) | (56,000) |
| Proceeds from disposal of equity investment | 13,333 | — |
| Net cash used in investing activities | (200,279) | (183,214) |
| **FINANCING ACTIVITIES:** | | |
| Proceeds from lines of credit and term loans | 4,468,808 | 1,387,991 |
| Repayment of lines of credit and term loans | (520,510) | (1,768,650) |
| Payments of debt issuance costs | (23,483) | — |
| Proceeds from exercise of stock options | 46,260 | 20,898 |
| Payment for withholding taxes related to settlement of equity awards | (129,881) | (142,457) |
| Stock repurchases | — | (200,000) |
| Debt issuance costs in connection with amended 2029 Convertibles Notes | — | (31,217) |
| Proceeds from issuance of 2028 Convertible Notes, net of issuance costs | — | 683,696 |
| Proceeds from issuance of 2030 Convertible Notes, net of issuance costs | — | 2,255,973 |
| Purchase of capped calls | — | (182,215) |
| Common stock issuance, net of issuance costs | 1,406,753 | — |
| Mandatory Convertible Preferred Stock issuance, net of issuance costs | 4,230,844 | — |
| Other | (36) | 26 |
| Net cash provided by financing activities | 9,478,755 | 2,024,045 |

**SUPER MICRO COMPUTER, INC.**
**CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS**
**(in thousands)**
**(unaudited)**

| | | | | |
|---|---|---|---|---|
| Effect of exchange rate fluctuations on cash | | (9,355) | | 1,673 |
| Net increase in cash, cash equivalents, and restricted cash | | 2,459,235 | | 3,502,028 |
| Cash, cash equivalents, and restricted cash at the beginning of year | | 5,172,301 | | 1,670,273 |
| Cash, cash equivalents, and restricted cash at the end of year | $ | 7,631,536 | $ | 5,172,301 |
| *Supplemental disclosure of cash flow information:* | | | | |
| Cash paid for interest | $ | 109,306 | $ | 25,490 |
| Cash paid for income taxes, net of refunds | $ | 399,276 | $ | 327,158 |
| *Non-cash investing and financing activities:* | | | | |
| Unpaid property, plant, and equipment purchases | $ | 21,142 | $ | 16,208 |
| ROU assets obtained in exchange for operating lease commitments | $ | 266,753 | $ | 276,170 |
| Transfer of inventory to property, plant, and equipment, net | $ | 7,304 | $ | 8,260 |

**SUPER MICRO COMPUTER, INC.**
**RECONCILIATION OF GAAP TO NON-GAAP FINANCIAL MEASURES**
**(in thousands, except per share amounts)**
**(unaudited)**

**Use of Non-GAAP Financial Measures**

To supplement its consolidated financial results presented in accordance with United States Generally Accepted Accounting Principles ("GAAP"), the Company uses non-GAAP measures that are adjusted for certain items from the most directly comparable GAAP measures. The specific non-GAAP measures presented below are: gross profit, gross margin; operating expenses; net income; net income per common share; diluted net income; diluted net income per common share, adjusted earnings before interest, taxes, depreciation, and amortization, ("Adjusted EBITDA"); and effective tax rate. Management believes these non-GAAP measures provide useful information to investors by offering a consistent basis for comparing the Company's performance across periods, excluding items that are not reflective of our core operating results. These non-GAAP measures are not prepared in accordance with GAAP or intended to be a replacement for GAAP financial data; and therefore, should be reviewed together with the GAAP measures and are not intended to serve as a substitute for results under GAAP, and may be different from non-GAAP measures used by other companies.

We exclude the following adjustments from our non-GAAP financial measures:

**Non-GAAP Adjustments**

- Stock-based compensation: Stock-based compensation relates primarily to our equity incentive awards. Stock-based compensation is a non-cash expense that is dependent on market forces that are difficult to predict. We believe that this adjustment for stock-based compensation provides investors with a basis to measure the company's core performance, including compared with the performance of other companies, without the period-to-period variability created by stock-based compensation.

- Adjusted EBITDA adjustments: When calculating Adjusted EBITDA, in addition to the adjustments described above, we exclude the impact of Interest expense, Income tax (provision) benefit, and Depreciation and amortization during the period.

Pursuant to the requirements of SEC Regulation G, please see the tables below for the reconciliations of GAAP to Non-GAAP measures. These should be read together with the preceding financial statements prepared in accordance with GAAP.

**SUPER MICRO COMPUTER, INC.**
**RECONCILIATION OF GAAP TO NON-GAAP FINANCIAL MEASURES**
**(in thousands, except per share amounts)**
**(unaudited)**

**Reconciliation of GAAP Net Income to Adjusted EBITDA:**

| | Three Months Ended | | Year Ended | |
|---|---|---|---|---|
| | June 30, 2026 | June 30, 2025 | June 30, 2026 | June 30, 2025 |
| GAAP net income | $ 1,178,217 | $ 195,154 | $ 2,230,453 | $ 1,048,854 |
| Interest expense | 79,802 | 22,282 | 194,574 | 59,573 |
| Income tax provision | 290,130 | 19,307 | 556,329 | 156,851 |
| Depreciation and amortization | 14,714 | 11,831 | 53,673 | 41,298 |
| Stock-based compensation | 106,557 | 83,612 | 412,115 | 314,452 |
| Loss on extinguishment of convertible notes | — | — | — | 30,251 |
| Adjusted EBITDA | $ 1,669,420 | $ 332,186 | $ 3,447,144 | $ 1,651,279 |
| Adjusted EBITDA % of net sales | 15.0 % | 5.8 % | 8.8 % | 7.5 % |

**Reconciliation of GAAP to Non-GAAP Gross Margin:**

| | Three Months Ended | | Year Ended | |
|---|---|---|---|---|
| | June 30, 2026 | June 30, 2025 | June 30, 2026 | June 30, 2025 |
| GAAP gross profit | $ 1,942,631 | $ 544,102 | $ 4,227,251 | $ 2,429,922 |
| Stock-based compensation | 8,892 | 6,792 | 34,292 | 24,505 |
| Non-GAAP gross profit | $ 1,951,523 | $ 550,894 | $ 4,261,543 | $ 2,454,427 |
| GAAP gross margin (%) | 17.5 % | 9.5 % | 10.8 % | 11.1 % |
| Stock-based compensation (%) | 0.1 % | 0.1 % | 0.1 % | 0.1 % |
| Non-GAAP gross margin (%) | 17.6 % | 9.6 % | 10.9 % | 11.2 % |

**SUPER MICRO COMPUTER, INC.**
**RECONCILIATION OF GAAP TO NON-GAAP FINANCIAL MEASURES**
**(in thousands, except per share amounts)**
**(unaudited)**

**Reconciliation of GAAP to Non-GAAP Operating Expenses:**

| | Three Months Ended | | Year Ended | |
|---|---|---|---|---|
| | June 30, 2026 | June 30, 2025 | June 30, 2026 | June 30, 2025 |
| GAAP operating expenses | $ 454,567 | $ 315,711 | $ 1,456,765 | $ 1,176,928 |
| Adjustments to operating expenses | | | | |
| GAAP R&D operating expenses | 201,498 | 183,221 | 771,232 | 636,550 |
| Stock-based compensation | (69,881) | (53,854) | (269,971) | (195,444) |
| Non-GAAP R&D operating expenses | 131,617 | 129,367 | 501,261 | 441,106 |
| | | | | |
| GAAP S&M operating expenses | 142,078 | 64,739 | 352,594 | 273,139 |
| Stock-based compensation | (11,315) | (10,539) | (45,015) | (37,784) |
| Non-GAAP S&M operating expenses | 130,763 | 54,200 | 307,579 | 235,355 |
| | | | | |
| GAAP G&A operating expenses | 110,991 | 67,751 | 332,939 | 267,239 |
| Stock-based compensation | (16,469) | (12,427) | (62,837) | (56,719) |
| Non-GAAP G&A operating expenses | 94,522 | 55,324 | 270,102 | 210,520 |
| | | | | |
| Non-GAAP operating expenses | $ 356,902 | $ 238,891 | $ 1,078,942 | $ 886,981 |

**SUPER MICRO COMPUTER, INC.**
**RECONCILIATION OF GAAP TO NON-GAAP FINANCIAL MEASURES**
**(in thousands, except per share amounts)**
**(unaudited)**

**Reconciliation of GAAP to Non-GAAP Net Income:**

| | Three Months Ended | | Year Ended | |
|---|---|---|---|---|
| | June 30, 2026 | June 30, 2025 | June 30, 2026 | June 30, 2025 |
| GAAP net income - basic | $ 1,178,217 | $ 195,154 | $ 2,230,453 | $ 1,048,854 |
| Preferred stock dividends | (13,088) | — | (13,088) | — |
| Earnings allocated to participating securities | (43,265) | — | (21,523) | — |
| GAAP net income attributable to common stockholders - basic | 1,121,864 | 195,154 | 2,195,842 | 1,048,854 |
| Adjustments related to stock-based compensation: | | | | |
| Cost of sales | 8,892 | 6,792 | 34,292 | 24,505 |
| Operating expenses | 97,665 | 76,820 | 377,823 | 289,947 |
| Total adjustments to GAAP income from operations | 106,557 | 83,612 | 412,115 | 314,452 |
| Loss on extinguishment of convertible notes | — | — | — | 30,251 |
| Total adjustments to GAAP other expense | — | — | — | 30,251 |
| Total adjustments to GAAP income before income tax provision | 106,557 | 83,612 | 412,115 | 344,703 |
| Income tax effect of non-GAAP adjustments | (26,159) | (18,120) | (96,532) | (82,835) |
| Non-GAAP net income attributable to common stockholders - basic | $ 1,202,262 | $ 260,646 | $ 2,511,425 | $ 1,310,722 |
| | | | | |
| GAAP net income - basic | $ 1,178,217 | $ 195,154 | $ 2,230,453 | $ 1,048,854 |
| Preferred stock dividends | (13,088) | — | (13,088) | — |
| Convertible notes interest charge, net of tax | 18,022 | 75 | 71,960 | 5,726 |
| Earnings re-allocated to participating securities for the impact of dilutive securities | (38,417) | — | (19,202) | — |
| GAAP net income attributable to common stockholders - diluted | $ 1,144,734 | $ 195,229 | $ 2,270,123 | $ 1,054,580 |
| | | | | |
| Non-GAAP net income attributable to common stockholders - basic | $ 1,202,262 | $ 260,646 | $ 2,511,425 | $ 1,310,722 |
| Earnings allocated to participating securities | 43,265 | — | 21,523 | — |
| Convertible notes interest charge, net of tax | 18,022 | 75 | 71,960 | 5,726 |
| Earnings re-allocated to participating securities for the impact of dilutive securities | (38,417) | — | (19,202) | — |
| Non-GAAP net income attributable to common stockholders - diluted | $ 1,225,132 | $ 260,721 | $ 2,585,706 | $ 1,316,448 |
| | | | | |
| Weighted-average shares used in the calculation of net income per common share: | | | | |
| | | | | |
| Basic - GAAP | 613,484 | 597,627 | 601,806 | 593,665 |
| Basic - Non-GAAP | 613,484 | 597,627 | 601,806 | 593,665 |
| | | | | |
| Diluted - GAAP | 705,001 | 624,671 | 697,348 | 628,402 |
| Non-GAAP adjustment | 16,280 | 13,663 | 14,875 | 11,768 |
| Diluted - Non-GAAP | 721,281 | 638,334 | 712,223 | 640,170 |

**SUPER MICRO COMPUTER, INC.**
**RECONCILIATION OF GAAP TO NON-GAAP FINANCIAL MEASURES**
**(in thousands, except per share amounts)**
**(unaudited)**

**Reconciliation of GAAP to Non-GAAP EPS:**

| | Three Months Ended | | Year Ended | |
|---|---|---|---|---|
| | June 30, 2026 | June 30, 2025 | June 30, 2026 | June 30, 2025 |
| GAAP net income per common share - basic | $ 1.83 | $ 0.33 | $ 3.65 | $ 1.77 |
| Adjustments to GAAP: | | | | |
| Stock-based compensation | 0.17 | 0.14 | 0.68 | 0.53 |
| Loss on extinguishment of convertible notes - basic | — | — | — | 0.05 |
| Income tax | (0.04) | (0.03) | (0.16) | (0.14) |
| Non-GAAP net income per common share - basic | $ 1.96 | $ 0.44 | $ 4.17 | $ 2.21 |
| | | | | |
| GAAP net income per common share - diluted | $ 1.62 | $ 0.31 | $ 3.26 | $ 1.68 |
| Adjustments to GAAP: | | | | |
| Stock-based compensation | 0.13 | 0.13 | 0.54 | 0.48 |
| Loss on extinguishment of convertible notes - diluted | — | — | — | 0.04 |
| Income tax | (0.05) | (0.03) | (0.17) | (0.14) |
| Non-GAAP net income per common share – diluted | $ 1.70 | $ 0.41 | $ 3.63 | $ 2.06 |

**GAAP to Non-GAAP Effective Tax Rate:**

| | Three Months Ended | | Year Ended | |
|---|---|---|---|---|
| | June 30, 2026 | June 30, 2025 | June 30, 2026 | June 30, 2025 |
| GAAP effective tax rate | 19.7 % | 8.7 % | 19.9 % | 12.9 % |
| Total adjustments to GAAP provision to income tax | 0.4 % | 3.5 % | 0.5 % | 2.5 % |
| Non-GAAP effective tax rate | 20.1 % | 12.2 % | 20.4 % | 15.4 % |