

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):

April 1, 2026



(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction of incorporation)

1-38494

(Commission File Number)

82-5339416

(I.R.S. Employer Identification No.)

**500 N. Akard Street, Suite 400
Dallas, Texas**

(Address of principal executive offices)

75201

(Zip Code)

Registrant's telephone number, including area code: **(972) 942-6500**

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:

<u>Title of each class</u>	<u>Trading Symbol(s)</u>	<u>Name of each exchange on which registered</u>
Common Stock (\$0.01 par value)	ACA	New York Stock Exchange
Common Stock (\$0.01 par value)	ACA	NYSE Texas, Inc.

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 April 1, 2026, Arcosa issued a press release announcing the completion of the sale of its inland barge business. A copy of this press release is furnished as Exhibit 99.1 to this report on Form 8-K.

The information in Item 7.01 of this report (including Exhibit 99.1) is being furnished and shall not be deemed to be filed for purposes of Section 18 of the Exchange Act (the "Exchange Act"), or otherwise be subject to the liabilities of that section, nor shall it be deemed to be incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as otherwise expressly stated in such filing. Additionally, the submission of this Item 7.01 is not an admission of the materiality of any information in this Item 7.01 that is required to be disclosed solely by Regulation FD.

Item 9.01 Financial Statements and Exhibits.

<u>Exhibit No.</u>	<u>Description</u>
99.1	Arcosa, Inc. Press Release, dated April 1, 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.

April 1, 2026

Arcosa, Inc.
(Registrant)

By: /s/ Gail M. Peck
Name: Gail M. Peck
Title: Chief Financial Officer

News Release

FOR IMMEDIATE RELEASE

Arcosa, Inc. Completes Sale of Barge Business

Advances Portfolio Simplification and Streamlines Strategic Focus on Core Growth Platforms

DALLAS, Texas - ARCOSA, Inc. — April 1, 2026:

Arcosa, Inc. (NYSE: ACA) (“Arcosa” or the “Company”), a provider of infrastructure-related products and solutions, today announced the completion of the sale of its inland barge business, Arcosa Marine Products, Inc., to Wynnchurch Capital, L.P. for \$450 million in cash, subject to customary transaction adjustments. The Company intends to use the net after-tax proceeds to invest in the expansion of its core growth platforms and reduce outstanding debt.

Antonio Carrillo, President and CEO of Arcosa commented, “Completion of this transaction is a significant milestone that further reduces complexity and cyclicalities, raises our overall margin profile and enhances the long-term resiliency of the company. We will now be fully focused on construction materials and engineered structures, which are both well positioned to benefit from infrastructure and power market tailwinds in the U.S. market.”

In a separate transaction, Arcosa completed the acquisition of a central Florida-based natural aggregates operation in March for \$60 million. The acquisition enhances Arcosa’s platform in Florida and is expected to be margin accretive.

Carrillo concluded, “We remain positive about our re-investment opportunities and expect to continue prioritizing the allocation of capital toward our high growth, high margin businesses.”

As a result of the completion of the barge sale, the Company will update its full year 2026 revenue guidance and Adjusted EBITDA guidance in conjunction with its first quarter 2026 earnings. As previously disclosed, the Company’s 2026 guidance included full year revenues of \$410 million to \$430 million and full year Adjusted EBITDA of \$70 million to \$75 million from the inland barge business. First quarter results for the divested business will be reported as discontinued operations and segment reporting for Transportation Products will be eliminated.

Wells Fargo served as financial advisor to Arcosa and Gibson, Dunn & Crutcher LLP served as its legal advisor for the barge transaction.

About Arcosa

Arcosa, Inc., headquartered in Dallas, Texas, is a provider of infrastructure-related products and solutions with leading positions in construction materials and engineered structures. Beginning with the first quarter of 2026, Arcosa will report its financial results in two principal business segments: Construction Products and Engineered Structures. For more information, visit www.arcosa.com.

Cautionary Statements About Forward-Looking Information

Some statements in this release, which are not historical facts, are “forward-looking statements” as defined by the Private Securities Litigation Reform Act of 1995. Forward-looking statements include statements about Arcosa’s estimates, expectations, beliefs, intentions or strategies for the future. Arcosa uses the words “anticipates,” “assumes,” “believes,” “estimates,” “expects,” “intends,” “forecasts,” “may,” “will,” “should,” “guidance,” “outlook,” “strategy,” “plans,” “goal,” and similar expressions to identify these forward-looking statements. Forward-looking statements speak only as of the date of this release, and Arcosa expressly disclaims any obligation or undertaking to disseminate any updates or revisions to any forward-looking statement contained herein, except as required by federal securities laws. Forward-looking statements are based on management’s current views and assumptions and involve risks and uncertainties that could cause actual results to differ materially from historical experience or our present expectations, including but not limited to assumptions, risks and uncertainties regarding the failure to successfully complete or integrate acquisitions, or divest any business, including Arcosa Marine, or failure to achieve the expected benefits of acquisitions or divestitures; market conditions and customer demand for Arcosa’s business products and services; the impact of Arcosa’s level of indebtedness; the cyclical nature of, and seasonal or weather impact on, the industries in which Arcosa competes; competition and other competitive factors; governmental and regulatory factors; changing technologies; availability of growth opportunities; market recovery; ability to improve margins; the impact of inflation and costs of materials; impacts from the Inflation Reduction Act and One Big Beautiful Bill Act; the delivery or satisfaction of any backlog or firm orders; the impact of pandemics on Arcosa’s business; the impact of tariffs; and Arcosa’s ability to execute its long-term strategy, and such forward-looking statements are not guarantees of future performance. For further discussion of such risks and uncertainties, see “Risk Factors” and the “Forward-Looking Statements” section of “Management’s Discussion and Analysis of Financial Condition and Results of Operations” in Arcosa’s Form 10-K for the year ended December 31, 2025 and as may be revised and updated by Arcosa’s Quarterly Reports on Form 10-Q and Current Reports on Form 8-K.

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