

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 3, 2024

INTUITIVE MACHINES, INC.
(Exact name of registrant as specified in its charter)

Delaware (State or Other Jurisdiction of Incorporation)	001-40823 (Commission File Number)	36-5056189 (IRS Employer Identification No.)
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13467 Columbia Shuttle Street Houston TX (Address of principal executive offices)	77059 (Zip code)
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(281) 520-3703
(Registrant's telephone number, including area code)

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
Class A Common stock, par value \$0.0001 per share	LUNR	The Nasdaq Stock Market LLC
Warrants to purchase one share of Class A Common stock, each at an exercise price of \$11.50 per share	LUNRW	The Nasdaq Stock Market LLC

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 3, 2024, Intuitive Machines, Inc. (the “Company”) issued a press release regarding the award by NASA to the Company of the Lunar Terrain Vehicle Services Feasibility Assessment. A copy of the press release is attached to this Current Report as Exhibit 99.1 and is incorporated in this Item 7.01 by reference. The information in this Item 7.01 (including Exhibit 99.1) shall not be deemed “filed” for purposes of Section 18 of the Exchange Act or otherwise subject to the liabilities under that Section and shall not be deemed to be incorporated by reference into any filing of the Company under the Securities Act or the Exchange Act, except as expressly set forth by specific reference in such filing.

Item 8.01. Other Events.

On April 3, 2024, the Company announced that NASA has awarded the Company a contract for \$30 million, as a prime contractor, to complete a Lunar Terrain Vehicle Services Feasibility Assessment.

Forward-Looking Statements

This Current Report on Form 8-K includes information that may constitute forward-looking statements. These forward-looking statements are based on the Company’s current beliefs, assumptions and expectations regarding future events, which in turn are based on information currently available to the Company. By their nature, forward-looking statements address matters that are subject to risks and uncertainties. Forward looking statements include, without limitation, statements relating to projected industry growth rates, the Company’s current growth rates and the Company’s present and future cash flow position. A variety of factors could cause actual events and results, as well as the Company’s expectations, to differ materially from those expressed in or contemplated by the forward-looking statements. Risk factors affecting the Company are discussed in detail in the Company’s filings with the Securities and Exchange Commission. The Company undertakes no obligation to publicly update or revise any forward-looking statement, whether as a result of new information, future events or otherwise, except to the extent required by applicable securities laws.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

Exhibit No.	Description
99.1	Press Release, dated as of April 3, 2024
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.

Date: April 3, 2024

INTUITIVE MACHINES, INC.

By: /s/ Steven Vontur
Name: Steven Vontur
Title: Interim Chief Financial Officer

Intuitive Machines-led Moon RACER Team Awarded NASA Lunar Terrain Vehicle Contract to Support the Agency's Artemis Campaign

HOUSTON, TX—April 3, 2024 – NASA has awarded Intuitive Machines, Inc. (Nasdaq: LUNR, LUNRW) (“Intuitive Machines”) (“Company”) \$30 million as a prime contractor to complete a Lunar Terrain Vehicle Services Feasibility Assessment. The contract tasks the Company’s global team with creating a feasibility roadmap to develop and deploy a Lunar Terrain Vehicle (“LTV”) on the Moon using Intuitive Machines’ Nova-D cargo-class lunar lander. The first phase award marks the Company’s entrance into human spaceflight operations within NASA’s \$4.6 billion LTV Services project.

“This procurement strategically aligns with the Company’s flight-proven capability to deliver payloads to the surface of the Moon under the agency’s Commercial Lunar Payload Services initiative, further solidifying our position as a proven commercial contractor in lunar exploration,” said Intuitive Machines CEO Steve Altemus. “Our global team is on a path to provide essential lunar infrastructure services to NASA in a project that would allow the Company to retain ownership of the vehicle for commercial utilization during periods of non-NASA activity over approximately ten years of lunar surface activity.”

Intuitive Machines’ Moon Reusable Autonomous Crewed Exploration Rover (RACER) global team partners, including AVL, Boeing, Michelin, and Northrop Grumman, intend to provide a robust LTV design architecture with advanced power management, autonomous driving, communications, and navigation systems for lunar exploration.





The Company believes the Moon RACER team is the most comprehensively equipped choice for delivering and deploying a lunar terrain vehicle that meets NASA requirements. As the prime contractor, Intuitive Machines intends to apply its experience as the only United States commercial company to deliver science and technology data from the surface of the Moon to lead systems integration, spacecraft design, energy management, avionics, autonomous navigation, sensors, controls, mission planning, operations, and training with the following teammate capabilities.

AVL, a global mobility technology company and automotive industry leader in the development, simulation, and testing of vehicle systems brings its expertise in battery electric vehicles, propulsion solutions and autonomous driving. Specifically, AVL will focus on drivetrain, steering and suspension to help make lunar surface mobility a reality. AVL's scalable expert development tools and technologies will help design, test and power a lunar terrain vehicle in extreme environments associated with the Moon and beyond.

Boeing will lead the design of the LTV system and support the overall design, fabrication, testing, integration, mission planning, and operations of the flight vehicle and both static and dynamic mockups.

Michelin will leverage the experience gained from previous collaborations with NASA and its expertise in airless technology and high-tech materials to take up the challenge of designing a lunar wheel able to operate at temperatures above 100°C and below -240°C, withstand exposure to solar and galactic radiation, ensure maximum longevity and traction on aggressive loose soil. Michelin believes that the technical developments and scientific advances that will be made as part of this project will enable the Group to continue to innovate in terrestrial applications.

Northrop Grumman will leverage its experience in power systems, other vehicle systems, and mission planning and training.

The Lunar Terrain Vehicle Services vehicle is a major element in returning humans to the lunar surface under NASA's Artemis campaign and demonstrating continued American leadership in space exploration.

NASA's LTV Services project contract holds a total program value of more than \$4 billion and is structured across two phases with multiple potential awardees. Intuitive Machines expects to bid on the phase two LTV services award after completing the phase one feasibility assessment award. The phase two award is earmarked for developing, delivering, and operating the LTV to the Moon. As the Company continues demonstrating its capability and reliability in lunar operations, the LTV services award is anticipated to focus on continuously delivering infrastructure supporting both NASA's Artemis campaign and commercial interests.

About Intuitive Machines

Intuitive Machines is a diversified space exploration, infrastructure, and services company focused on fundamentally disrupting lunar access economics. In 2024, Intuitive Machines successfully soft-landed the Company's Nova-C class lunar lander, *Odysseus*, on the Moon, returning the United States to the lunar surface for the first time since 1972. The Company's products and services are offered through its



four in-space business units: Lunar Access Services, Orbital Services, Lunar Data Services, and Space Products and Infrastructure. For more information, please visit intuitivemachines.com.

Forward-Looking Statements

This press release includes “forward-looking statements” within the meaning of the Private Securities Litigation Reform Act of 1995, as amended. These statements that do not relate to matters of historical fact should be considered forward-looking. These forward-looking statements generally are identified by the words such as “anticipate,” “believe,” “continue,” “could,” “estimate,” “expect,” “intend,” “may,” “might,” “plan,” “possible,” “potential,” “predict,” “project,” “should,” “strive,” “would,” “strategy,” “outlook,” the negative of these words or other similar expressions, but the absence of these words does not mean that a statement is not forward-looking. These forward-looking statements include but are not limited to statements regarding: our expectations and plans relating to the Lunar Terrain Vehicle. These forward-looking statements reflect the Company’s predictions, projections, or expectations based upon currently available information and data. Our actual results, performance or achievements may differ materially from those expressed or implied by the forward-looking statements, and you are cautioned not to place undue reliance on these forward looking statements. The following important factors and uncertainties, among others, could cause actual outcomes or results to differ materially from those indicated by the forward-looking statements in this presentation: our reliance upon the efforts of our Board and key personnel to be successful; our limited operating history; our competition from existing or new companies; unsatisfactory safety performance of our spaceflight systems or security incidents at our facilities; any delayed launches, launch failures, significant increases in the costs related to launches of satellites and lunar landers, and insufficient capacity available from satellite and lunar lander launch providers; risks associated with commercial spaceflight, including any accident on launch or during the journey into space; risks associated with the handling, production and disposition of potentially explosive and ignitable energetic materials and other dangerous chemicals in our operations; our reliance on a limited number of suppliers for certain materials and supplied components; failure of our products to operate in the expected manner or defects in our products; counterparty risks on contracts entered into with our customers; failure to comply with various laws and regulations relating to various aspects of our business and any changes in the funding levels of various governmental entities with which we do business; our failure to protect the confidentiality of our trade secrets and know how; our failure to comply with the terms of third-party open source software our systems utilize; our ability to maintain an effective system of internal control over financial reporting, and to address and remediate material weaknesses in our internal control over financial reporting; the U.S. government’s budget deficit and the national debt, as well as any inability of the U.S. government to complete its budget process for any government fiscal year, and our dependence on U.S. government contracts and funding by the government for the government contracts; our failure to comply with U.S. export and import control laws and regulations and U.S. economic sanctions and trade control laws and regulations; uncertain global macro-economic and political conditions and rising inflation; our history of losses and failure to achieve profitability and our need for substantial additional capital to fund our operations; the fact that our financial results may fluctuate significantly from quarter to quarter; the risk that our business and operations could be significantly affected if it becomes subject to any securities litigation or stockholder activism; our public securities’ potential liquidity and trading; and other public filings and press releases other factors detailed under the section titled Part I, Item 1A. Risk Factors of our Annual Report on Form 10-K filed with the Securities and Exchange Commission (the “SEC”), the section titled Part I,



Item 2, Management's Discussion and Analysis of Financial Condition and Results of Operations, which are accessible on the SEC's website at www.sec.gov and the Investors section of our website at www.investors.intuitivemachines.com.

These forward-looking statements are based on information available as of the date of this press release and current expectations, forecasts, and assumptions, and involve a number of judgments, risks, and uncertainties. Accordingly, forward-looking statements should not be relied upon as representing our views as of any subsequent date, and we do not undertake any obligation to update forward-looking statements to reflect events or circumstances after the date they were made, whether as a result of new information, future events, or otherwise, except as may be required under applicable securities laws.

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