## 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): September 24, 2024

#### **BLACKSKY TECHNOLOGY INC.**

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction of incorporation)

001-39113

(Commission File Number) 83-1833760

(IRS Employer Identification No.)

2411 Dulles Corner Park, Suite 300 Herndon, Virginia 20171

(Address of principal executive offices) (Zip Code)

(571) 267-1571

(Registrant's telephone number, including area code)

Not Applicable

(Former name or former address, if changed since last report)

Che	ck 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))
П	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	Name of each exchange on which registered
Class A common stock, par value \$0.0001 per share	BKSY	The New York Stock Exchange
Warrants, exercisable for shares of Class A common stock at an exercise price of \$92.00 per share	BKSY.W	The New York Stock Exchange

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.  $\Box$ 

#### Item 8.01. Other Events.

On September 24, 2024, BlackSky Technology Inc. released its current investor presentation, which is attached hereto as Exhibit 99.1 and is incorporated by reference herein.

#### Item 9.01. Financial Statements and Exhibits.

#### (d) Exhibits

Exhibit No.	Description
99.1	Investor Presentation dated September 2024
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

#### SIGNATURES

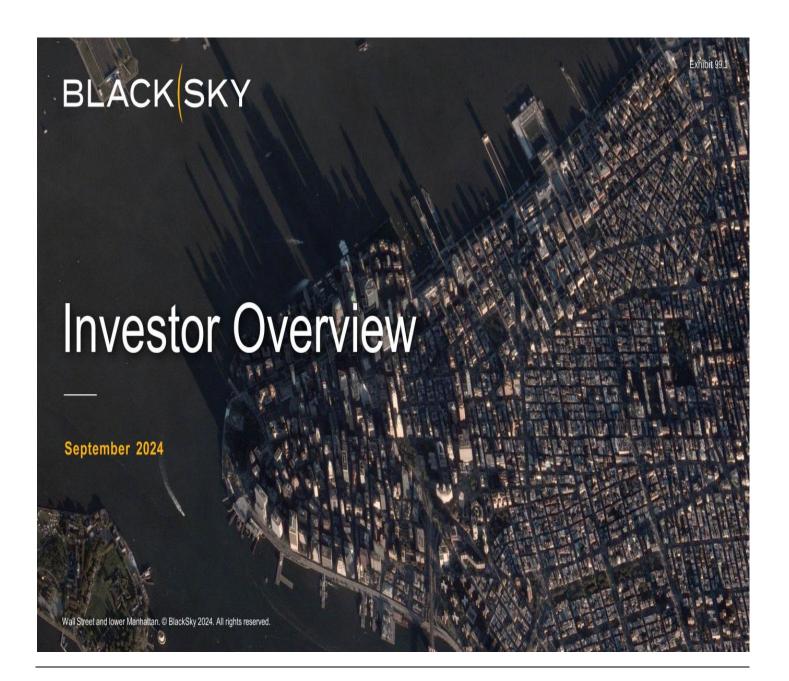
Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned, hereunto duly authorized.

#### BLACKSKY TECHNOLOGY INC.

Dated: September 24, 2024 By: /s/ Henry Dubois

Name: Henry Dubois

Title: Chief Financial Officer



## Legal Disclaimer

#### FORWARD-LOOKING STATEMENTS

This presentation contains forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended, with respect to BlackSky Technology Inc. "BlackSky" or the "Company"). Words such as "believe," "project," "expect," "anticipate," "estimate," "intend," "strategy," "future," "opportunity," "plan," "may," "should," "will," "would," "will be," "will continue," "will likely result," or the negative of these words, and similar expressions are often intended to identify forward-looking statements, although not all forward-looking statements contain these identifying words. Forward-looking statements are predictions, projections, and other statements about future events that are based on current expectations and assumptions and, as a result, are subject to risks and uncertainties, some of which cannot be predicted or quantified. BlackSky cannot assure you that the results, events, and circumstances reflected in the forward-looking statements in this presentation will be achieved or occur. Many factors could cause actual future events to differ materially from the forward-looking statements in this presentation, including those described in the section captioned "Risk Factors" in Item 1A of our Annual Report on Form 10-K for the fiscal year ended December 31, 2023, filed with the Securities and Exchange Commission. If any of these risks materialize or underlying assumptions prove incorrect, actual results could differ materially from the results implied by these forward-looking statements in addition, forward-looking statements reflect our expectations, plans, or forecasts of future events and views as of the date of the date of this presentation. We anticipate that subsequent events and developments will cause our assessments to change. Accordingly, forward-looking statements bould not be relied upon as representing our views as of any subsequent date, and we do not undertake any obligation to update forward-looking stat

This presentation and any information included in this presentation are strictly confidential and should not be discussed outside of your organization. This presentation shall not constitute an offer to sell or a solicitation of an offer to buy any securities and offer, solicitation or sale in any state or jurisdiction in which such offer, solicitation or sale is not permitted. Black-Sky has filed an effective shelf registration statement on Form S-3 (Registration No. 333-267889) with the U.S. Securities and Exchange Commission (the "SEC"). Any offering of securities would be made only by means of a prospectus supplement, which would be filed with the SEC. Before you invest, you should read the prospectus supplement and accompanying prospectus, including the risk factors set forth thereia nat incorporated by reference therein, and the documents incorporated by reference in or filed as exhibits to the registration statement, for more complete information about us and this proposed offering. You may access these documents for free by visiting EDGAR on the SEC website at www.sec.gov. Alternatively, copies of the prospectus supplement and accompanying prospectus may be obtained, when available, to Oppenheimer & Co. Inc., Attention: Syndicate Prospectus Department, 85 Broad Street, 28th Floor, New York, NY 10004, or by telephone at (212) 667-8055, or by email at EquityProspectus@opco.com.

#### USE OF MODELING AND DATA

The data contained herein is derived from various internal and external sources. All of the market data in the presentation involves a number of assumptions and limitations, and you are cautioned not to give undue weight to such data. BlackSky has not independently verified the data obtained from external sources. No representation is made as to the reasonableness or reliability of the assumptions made within or the accuracy or completeness of any projections or modeling or any other information contained herein. Any data on past performance or modeling contained herein is not an indication of future performance. BlackSky assumes no obligation to update the information in this presentation.

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#### NON-GAAP FINANCIAL MEASURES

In addition to results determined in accordance with U.S. generally accepted accounting principles ("GAP"), this presentation contains Adjusted EBITDA, Adjusted EBITDA Margin, and Adjusted Imagery and Software Analytical Service Cost of Sales, excluding depreciation and amortization, which are non-GAAP financial performance measures. Adjusted EBITDA is defined as net income or loss attributable to BlackSky before interest income, interest expense, income taxes, depreciation and amortization, as well as significant non-cash and/or non-recurring expenses as our management believes these items are not as useful in evaluating the Company's core operating performance. These items include, but are not limited to, stock-based compensation expense, unrealized (gain) loss on certain warrants/shares classified as derivative liabilities, litigation, settlements, and related costs, severance, income on equity method investment, investment loss on short-term investments, and transaction costs associated with debt and equity financings. We determine Adjusted EBITDA Margin by taking the ratio between our Adjusted EBITDA and our revenue and expressing such ratio as a percentage and Adjusted Imagery and Software Analytical Service Cost of Sales by taking our Imagery and Software Analytical Service Costs, excluding depreciation and amortization, minus our stock-based compensation expense. We determine total Gross Margin percentage by taking total revenue and reducing it by the imagery and software analytical service costs that exclude depreciation and amortization and amortization. We determine Software Analytical Margin by taking the imagery and software analytical service revenue and reducing it by the imagery and software analytical service revenue and reducing it by the imagery and software analytical service revenue and reducing it by the imagery and software analytical service revenue and reducing it by the imagery and software analytical service revenue and reducing it by the imagery and software analytical service revenu

These non-GAAP financial measures should not be considered in isolation or as an alternative to measures of financial performance determined in accordance with GAAP. Please refer to the appendix herein and our SEC filings for a reconciliation of such non-GAAP financial measures to their most comparable measures reported in accordance with GAAP, and for a discussion of the presentation, comparability, and use of such metrics.



## Offering Summary

Issuer:	BlackSky Technology Inc.
Symbol / Exchange	BKSY / NYSE
Offering Type	Registered Common Stock (100% Primary)
Base Deal Size	\$35 million
Over-Allotment Option	15%
Marketing	Thursday, September 19 <sup>th</sup> – Tuesday, September 24 <sup>th</sup>
Expected Pricing	Tuesday, September 24 <sup>th</sup> (After Market Close)
Use of Proceeds	Working Capital, Capital Expenditures, General Corporate Purposes, and Gen-3 Supply Chain and Production Operations
Bookrunners	Oppenheimer & Co., Lake Street Capital Markets

BLACK SKY

## **Successfully Executing in the New Space Economy**

- Operational satellite constellation delivering missioncritical information with capacity to support high-margin revenue growth
- Awarded contracts worth up to \$1.3B<sup>(1)</sup> from highvalue and demanding customers such as the U.S. Government and Allied Nations
- Targeted long-term adjusted EBITDA margins over 40%(2)
- High barrier to entry market with invested capital in excess of \$600M, enabling long-term competitive leadership
- Software platform delivering real-time imagery and Aldriven analytics

- BLACK SKY 2) Our long-term adjusted EBITDA margin target is not a projection or forecast and certain occurrences, either in



## BlackSky at a Glance

#### **Business Overview**

Founded:	2014	• HQ Location:	Herndon, VA
• Employees <sup>(1)</sup> :	~280	• # of Satellites:	13
Security Cleared:	40%	<ul> <li>Image Collection to Delivery Time<sup>(4)</sup>:</li> </ul>	~1 hour

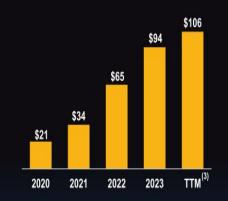
- First of its kind platform delivering real-time, space-based intelligence for rapid and improved strategic decision making
- High-revisit, high-resolution constellation of satellites monitoring strategic locations, economic assets, and events worldwide
- High-margin, on-demand subscription-based imagery and analytic services supporting government agencies and global enterprises
- Q2 delivered 29% YoY Revenue growth and a 3rd consecutive quarter of positive Adjusted EBITDA<sup>(2)</sup>
  - 1) As of 6/30/2024

BLACK SKY

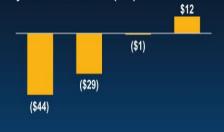
- Adjusted EBITDA is a non-GAAP financial measure. See Appendix for a reconciliation to the most comparable measure reported in accordance with GAAP
- 3) For the twelve month period ended 6/30/24
- Worldwide median for image collection to delivery is 0.8 hours; with Analytics addin another ~10 minutes

### **Financial Performance**

#### Revenue (\$M)



#### Adjusted EBITDA(2) (\$M)





### **Recent Achievements**

- BlackSky wins new NGA contract for Al analytics valued at up to \$290 million<sup>(1)</sup> on September 13<sup>th</sup>
- Selected by NASA for Commercial SmallSat Services Award up to \$476 million<sup>(1)</sup> on September 6<sup>th</sup>
- Awarded \$40 million in new awards and extension agreements in Q2 supporting multiple U.S. and international government agencies
- First high resolution Gen-3 Satellite in final stages of assembly, integration, and testing

First very-high resolution Gen-3 satellite planned for launch in Q4



## **Global Threats Require Mission-Critical Space Technologies**

#### **GLOBAL CONFLICT**

10 Nations Experiencing Extreme Unrest<sup>(1)</sup>

Expected to endure conflict fueled by political competition, regional crises, and civil disputes

As regional conflicts become global threats, timely situational awareness becomes critical

#### **ECONOMIC UNCERTAINTY**

# \$380 Billion

2023 global cost of natural disasters worldwide<sup>(2)</sup>

The unprecedented economic impact of supply chain has created growing demand for early warnings on disruptive events

#### **NATIONAL SECURITY INVESTMENTS**

# \$30 Billion

2024 U.S. Space Force Budget up 12% vs 2023<sup>(3)</sup>

Advanced economies are increasing spending on intelligence, surveillance and reconnaissance (ISR) capabilities for activity within and outside their borders













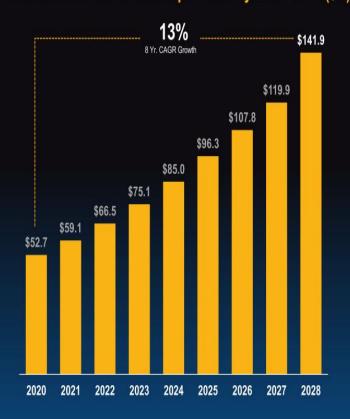




- 1) Armed Conflict Location & Event Data Project
- 2) Statis
- 3) Department of Defense

## **Space Based Intelligence is More Important than Ever**

## **Growth in the Global Geospatial Analytics Market (\$B)**



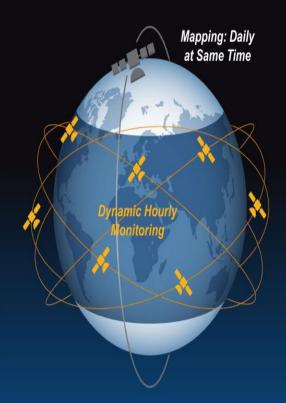
### BlackSky's Ukraine Imagery



Attacks on Moscow's warships have helped to establish an export corridor that could boost Kyiv's war effort. – Financial Times, May 2, 2024. Image by BlackSky

BLACK SKY Source: MarketsandMarket

## BlackSky: Space Based Intelligence Designed to Meet Today's **Mission-Critical Decisions**



Key Capabilities	BLACK(SKY	Legacy Imaging <sup>(1)</sup>	Legacy Mapping <sup>(2)</sup>
Constellation Purpose	Dynamic Monitoring 13 SATS	VHR Imaging 6 SATS	Static Global Mapping 100+ SATS
Reliable Dynamic Hourly Monitoring	0	0	0
Real-Time Al-Enabled Analytics	0	0	0
Real-Time Autonomous Delivery	0	0	0
Multi-Source Tasking and Al Analytics	0	0	0
Multi-Spectral Al Software Platform	0	0	0
Static Daily Imaging (Same Time)	0	0	0

BlackSky's Real-Time Architecture Provides High Frequency Imaging with Low Latency Delivery and Integrated Al Analytics



Data relates to one legacy imaging competitor and is based on publicly available information Data relates to one legacy mapping competitor and is based on publicly available information

## BlackSky Spectra®

The power of a purpose-built software platform

Intuitive user interface brings the complexity of BlackSky's data to the palm of its everyday user



- · No geospatial data expertise required
- · Easily accessible and user-friendly
- · Easily task satellites and receive answers, on-demand
- Browser-based platform provides simple access from multiple devices

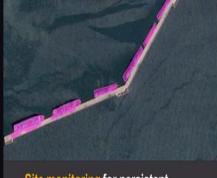
BLACK SKY



## **BlackSky Solutions Support a Range of Industry Applications**



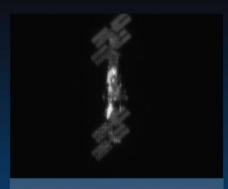
Responsive tactical ISR for an edge on the ground



Site monitoring for persistent situational awareness



Indications and warning to streamline broad area search



Space domain awareness for insight into in-space capabilities



Moving target engagement to characterize targets in real time



Automated Al for activity-based intelligence

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# BlackSky's Spectra Delivers Real-Time Intelligence in Support of Counter-Drug Operations

- International defense customer uses
  BlackSky's self-service Spectra platform to
  task real-time imagery during counter drug
  operation
- BlackSky's fully automated Spectra
  platform delivered timely and actionable
  intelligence directly into customer's
  operations center
- Customers credit BlackSky with changing
  the user experience by putting on-demand
  space-based intelligence into the hands of
  end users







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# NGA awards \$290 million Luno A commercial data contract (1)(2)

- Contract leverages BlackSky's proven high-frequency monitoring and Al-enabled analytic capabilities
- Fully automated solution provides analytic services to monitor economic activity and military capabilities
- New contract is a follow on to a

  prior \$60M 5 Year EIM contract

   expanding the government use of
  commercial analytic services

#### Al Automation Reduces Analysts Workloads



BLACK SKY (1) IDIQ Contract (2) Source: NGA Media Relations

# BlackSky Wins New Contract for Space Domain Awareness; Expands Product Offerings

Awarded September 2024

- Space Situation is a new and growing market
- BlackSky constellation and Spectra platform can deliver real-time intelligence on space activity
- New award is a subscription-based contract for data services



BLACK SKY

## **Trusted Partner to the World's Most Demanding Customers**







































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\*Special Operations Command: for project(s) sponsored by the Air Force Research Laborator

## A Strong Track Record of Multi-Year Contract Wins Valued up to \$2.3B(3)



Electro Optical Commercial Layer (EOCL)
Commercial satellite imagery

**\$1B+**(1) 10 Years



AIR FORCE RESEARCH LABORATORY

Moving target engagement services





International Ministry of Defense High-frequency imagery and analytics \$150M+ Multi-Year



Support for other International Ministries of Defense and Governments

High-frequency imagery and analytics





LUNO A, follow-on contract to the Economic Indicator Monitoring award Detection and analysis of objects of economic interest

**\$290M**<sup>(2)</sup> 5 Years



**Indonesian Ministry of Defense** 

Strategic and tactical intelligence, surveillance, and reconnaissance





National Aeronautics and Space Administration (NASA)

Time-diverse rapid-revisit satellite imagery to support Earth and Applied Science Research



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- ) Contract valued up to \$1.021 billion
- Represents total ceiling value of IDIQ
- 3) Total contracted values include IDIQ figures (not fully contracted to BKSY)



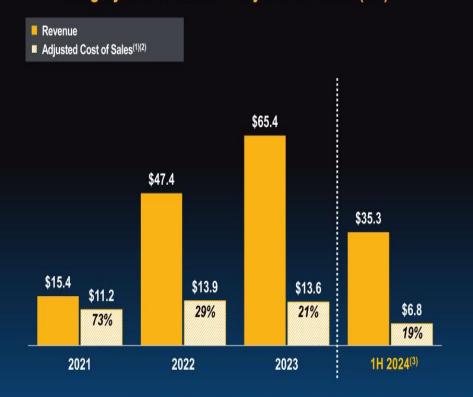
Gen-3 constellation designed to expand competitive lead while delivering 3x the performance with superior resolution, revisit, access & analytics

• Resolution:	35 cm
Revisit rate:	~30 minutes
Delivery timeline:	~30 minutes
Hourly access:	Dawn-to-Dusk

- Al Analytics automated edge processing
- → Low-latency space communications
- Short-wave Infrared (SWIR) improves visibility through smoke and haze, and extends visibility in low light conditions
- Established supply chain and production line reduces deployment timing

## **Strong Operating Leverage Developing Within Our Business**

## Imagery and Software Analytical Services (\$M)



- Monetizing our constellation's capacity drives high-margin revenue
- Revenue growth off of a fixed cost operating base drops to the bottom line
- Further improvement in margins from operating efficiencies

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Adjusted imagery and software analytical services cost of sales is a non-GAAP financial measure. See Appendix for a reconciliation to the most comparable measure reported in accordance with GAAP

<sup>2)</sup> Percentage reflects Adjusted Cost of Sales as percentage of Revenue

<sup>1</sup>H 2024 represents period 6 months ended June 30, 2024

## **Compelling Operating Profile – Gen-3 Expected to Unlock Contracted Revenue, Enabling Sustained Growth**

Metric	FY 2022	FY 2023	1H 2024	Long-Term Target <sup>(4)</sup>
YoY Revenue Growth %	92%	45%	30%	20% - 30%
Imagery & Software Gross Margin % <sup>(1)</sup>	69%	79%	81%	80%+
Total Gross Margin % <sup>(2)</sup>	45%	64%	72%	75%+
Adj. EBITDA Margin % <sup>(3)</sup>	(45%)	(1%)	7%	40%+

Imagery and software analytical service gross margin is a non-GAAP financial measure. See Appendix for a reconciliation to the most comparable measure reported in accordance with GAAP

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Total gross margin is a non-GAAP financial measure. See Appendix for a reconciliation to the most comparable measure reported in accordance with GAAP
 Adjusted EBITDA Margin is a non-GAAP financial measure. We determine Adjusted EBITDA Margin by taking the ratio between our Adjusted EBITDA and our revenue and expressing such ratio as a percentage. See Appendix for a reconciliation of Adjusted EBITDA to the most comparable measure reported in accordance with GAAP

## **Successfully Executing in the New Space Economy**



#### Large & Growing Addressable Market

- \$85B global market in 2024 growing at a 12.6% CAGR from 2023 to 2028<sup>(1)</sup>
- · Significant growth drivers: geopolitical conflicts, supply chain disruptions, natural disasters, etc.



## Industry Leading Technology & Services

- First-of-its-kind commercial service delivering dynamic, hourly monitoring from space
- Revolutionizing on-demand access to space-based intelligence through our proprietary, Alenabled software platform
- Vertically integrated technology stack with proprietary satellite manufacturing



#### Compelling Business Model

- · Highly scalable business model, with fixed operating costs
- · High-margin, high visibility recurring subscription revenue
- · Diverse customer base of large government agencies and global enterprises



## Key Upcoming Milestones

- Q4 2024: Gen-3 on track for initial launch, potentially enabling access to \$1.3B of high visibility, contracted backlog revenue
- Q1 2025: Gen-3 performance demonstration
- Q2 2025: initial Gen-3 revenue generating operations commence
- 2H 2025: grow and scale



MarketsandMarket

# BLACKSKY

Harness the power of a superpower.



# BLACKSKY TECHNOLOGY INC. RECONCILIATION OF TOTAL REVENUE ON A TRAILING TWELVE MONTH BASIS (in thousands) (unaudited)

	19	2022	1H 2023		2H 2023		<u> </u>	2023	1	H 2024	TTM <sup>(1)</sup>		
Total Revenue	\$	65,350	\$	37,724	\$	56,768	\$	94,492	\$	49,174	\$	105,942	

BLACK SKY 1) For the twelve month period ended June 30, 2024

#### BLACKSKY TECHNOLOGY INC. RECONCILIATION OF NET LOSS TO ADJUSTED EBITDA

(in thousands) (unaudited)

	2021	2022	1	H 2023	2	H 2023	2023	1	H 2024	TTM <sup>(1)</sup>
Net (loss)	\$ (245,643)	\$ (74,172)	\$	(50,746)	\$	(3,113)	\$ (53,859)	\$	(25,207)	\$ (28,320)
Interest income		(1,116)		(1,083)		(980)	(2,063)		(730)	(1,710)
Interest expense	5,165	5,426		4,095		5,211	9,306		5,663	10,874
Income tax expense		-		122		551	673		322	873
Depreciation and amortization	14,306	35,661		21,431		22,000	43,431		22,461	44,461
Stock-based compensation expense	42,571	20,025		5,323		5,539	10,862		5,725	11,264
(Gain) on derivatives	(23,885)	(11,812)		9,567		(17,246)	(7,679)		(5,019)	(22,265)
Litigation, settlements, and related costs	399			-					165	165
(Income) loss on equity method investment	(1,027)	(2,087)		(585)		(3,580)	(4,165)		-	(3,580)
Severance		1,196		199		391	590		141	532
Impairment losses	18,407	-		-		81	81			81
Transaction costs and losses associated with debt and equity financings	147,678	-		1,738			1,738			
Other expense (income) <sup>(2)</sup>	(2,409)	(2,601)		55		-	55			
Adjusted EBITDA	\$ (44,438)	\$ (29,480)	\$	(9,884)	\$	8,854	\$ (1,030)	\$	3,521	\$ 12,375



BLACK SKY 1) For the twelve month period ended June 30, 2024
2) See associated quarter's earnings release or Form 10-Q/K for further details.

# BLACKSKY TECHNOLOGY INC. RECONCILIATION OF IMAGERY AND SOFTWARE ANALYTICAL SERVICE COST OF SALES TO ADJUSTED IMAGERY AND SOFTWARE ANALYTICAL SERVICE COST OF SALES (in thousands) (unaudited)

	2021			2022	2023	 H 2024
Imagery and software analytical service costs, excluding depreciation and amortization	\$	13,013	\$	14,462	\$ 13,793	\$ 6,877
Stock-based compensation for imagery and software analytical service costs		(1,824)		(553)	(242)	(104)
Adjusted imagery and software analytical service costs, excluding depreciation and amortization	\$	11,189		\$13,909	\$13,551	\$ 6,773

BLACK SKY

#### BLACKSKY TECHNOLOGY INC.

# RECONCILIATION OF IMAGERY AND SOFTWARE ANALYTICAL SERVICE COST OF SALES AND TOTAL REVENUE TO IMAGERY AND SOFTWARE ANALYTICAL SERVICE COST OF SALES AND TOTAL GROSS MARGIN

(in thousands) (unaudited)

	2022	2023	1H 2024
Imagery and software analytical service revenue	\$ 47,415	\$ 65,391	\$ 35,302
Imagery and software analytical service costs, excluding depreciation and amortization	(14,462)	(13,793)	(6,877)
Imagery and software analytical service costs, excluding depreciation and amortization, as a % of revenue	31%	21%	19%
Imagery and software analytical service gross margin, excluding depreciation and amortization, as a % of revenue	69%	79%	81% 1H 2024
Total Revenue	\$ 65,350	\$ 94,492	\$ 49,174
Imagery and software analytical service costs, excluding depreciation and amortization	(14,462)	(13,793)	(6,877)
Professional and engineering service costs, excluding depreciation and amortization	(21,365)	(19,988)	(7,038)
Total cost of sales, excluding depreciation and amortization, as a % of revenue	55%	36%	28%
Total gross margin, excluding depreciation and amortization as a % of revenue	45%	64%	72%

BLACK SKY