
**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): May 13, 2026

One Stop Systems, Inc.

(Exact name of Registrant as Specified in Its Charter)

Delaware
(State or Other Jurisdiction
of Incorporation)

001-38371
(Commission File Number)

33-0885351
(IRS Employer
Identification No.)

2235 Enterprise Street #110
Escondido, California
(Address of Principal Executive Offices)

92029
(Zip Code)

Registrant's Telephone Number, Including Area Code: 760 745-9883

(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, \$0.0001 par value per share	OSS	The Nasdaq Capital 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 5.02(e) Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

As described in Item 5.07 below, on May 13, 2026, at the 2026 Annual Meeting of Stockholders (the "Annual Meeting") of One Stop Systems, Inc. (the "Company"), the Company's stockholders approved an amendment (the "Plan Amendment") to the Company's 2017 Equity Incentive Plan, as amended (the "2017 Plan"), to increase the number of shares of common stock authorized for issuance thereunder from 5,000,000 shares to 7,000,000 shares. The Plan Amendment was previously approved by the Board of Directors (the "Board") of the Company, subject to stockholder approval, on April 10, 2026. The Plan Amendment became effective on May 13, 2026 following receipt of stockholder approval.

Additional information regarding the Plan Amendment is set forth in the Company's Definitive Proxy Statement on Schedule 14A (the "Proxy Statement") filed by the Company with the Securities and Exchange Commission on April 15, 2026, which information is incorporated herein by reference. Such information and the foregoing description of the Plan Amendment do not purport to be complete and are qualified in their entirety by reference to the full text of the Amendment No. 4 to the 2017 Equity Incentive Plan of the Company, a copy of which is attached to this Current Report on Form 8-K as Exhibit 10.1 and is incorporated herein by reference.

Item 5.07 Submission of Matters to a Vote of Security Holders.

On May 13, 2026, the Company held the Annual Meeting in a virtual format. At the close of business on March 20, 2026, the record date for the Annual Meeting, there were 24,741,191 shares of Company common stock issued and outstanding, which constituted all of the issued and outstanding capital stock of the Company as of the record date. At the Annual Meeting, 13,450,598 of the Company's 24,741,191 shares of common stock entitled to vote as of the record date, or approximately 54.37%, were represented at the Annual Meeting, and therefore, a quorum was present.

Additional information regarding the Proposals is set forth in the Company's Definitive Proxy Statement on Schedule 14A (the "Proxy Statement") filed by the Company with the Securities and Exchange Commission on April 15, 2026, which information is incorporated herein by reference.

The final voting results on the proposals presented for stockholder approval at the Annual Meeting were as follows:

Proposal No. 1: The Company's stockholders elected five directors, each to hold office until the Company's next annual meeting of stockholders, or until their successors are duly elected and qualified, subject to prior death, resignation, or removal, as follows:

Nominees	Votes For	Votes Against	Abstentions	Broker Non-Votes
Mitchell Herbets	5,200,851	44,596	94,644	8,110,507
Mike Dumont	4,141,261	1,166,953	31,877	8,110,507
David Bassett	5,285,404	22,866	31,821	8,110,507
Greg Matz	4,924,103	383,756	32,232	8,110,507
Michael Knowles	5,293,164	20,112	26,815	8,110,507

Proposal No. 2: The Company's stockholders ratified the appointment of Haskell & White LLP as the Company's independent registered public accounting firm for the year ending December 31, 2026, as follows:

Votes For	Votes Against	Abstentions	Broker Non-Votes
12,766,309	54,726	629,563	-

Proposal No. 3: The Company's stockholders approved the Plan Amendment to increase the number of shares of the Company's common stock authorized for issuance under the 2017 Plan from 5,000,000 shares to 7,000,000 shares, pursuant to the terms and conditions of the 2017 Plan, as follows:

Votes For	Votes Against	Abstentions	Broker Non-Votes
4,879,583	412,086	48,422	8,110,507

Proposal No. 4: The Company's stockholders approved, on a non-binding advisory basis, the compensation of the Company's named executive officers, as follows:

Votes For	Votes Against	Abstentions	Broker Non-Votes
4,350,087	931,264	58,740	8,110,507

Proposal No. 5: The Company's stockholders approved the adjournment of the Annual Meeting to another place, or a later date or dates, if necessary or appropriate, to solicit additional proxies in favor of the proposal listed above at the time of the Annual Meeting, as follows:

Votes For	Votes Against	Abstentions	Broker Non-Votes
11,245,429	2,027,574	177,595	-

Although Proposal No. 5 was approved by the Company's stockholders, the chair of the Annual Meeting did not elect to adjourn the meeting, as all of the foregoing proposals were also approved.

Item 9.01 Financial Statements and Exhibits.

- (d) Exhibits.

Exhibit No.	Description
10.1	Amendment No. 4 to 2017 Equity Incentive Plan of One Stop Systems, Inc., dated May 13, 2026.
104	Cover Page Interactive Data File (formatted in Inline XBRL and contained in Exhibit 101).

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.

ONESTOP SYSTEMS, INC.

Date: May 19, 2026

By: */s/ Daniel Gabel*
Daniel Gabel
Chief Financial Officer

**AMENDMENT NO. 4 TO THE 2017 EQUITY INCENTIVE PLAN
OF
ONE STOP SYSTEMS, INC.**

WHEREAS, the Board of Directors and stockholders of One Stop Systems, Inc. (the “Company”) have each adopted and approved the Company’s 2017 Equity Incentive Plan, dated as of October 10, 2017, as amended by (i) that Amendment No. 1 to the 2017 Equity Incentive Plan of the Company, dated as of June 24, 2020, (ii) that Amendment No. 2 to the 2017 Equity Incentive Plan of the Company, dated as of May 19, 2021, and (iii) that Amendment No. 3 to the 2017 Equity Incentive Plan of the Company, dated as of May 15, 2024 (as amended, the “Plan”);

WHEREAS, pursuant to Section 4(a) of the Plan, a total of 5,000,000 shares of the common stock, par value \$0.0001 per share, of the Company (the “Common Stock”) have been reserved for issuance under the Plan;

WHEREAS, the Company desires to increase the aggregate number of shares authorized for issuance under the Plan to 7,000,000 shares of Common Stock, including shares previously issued thereunder; and

WHEREAS, Section 16 of the Plan permits the Company to amend the Plan from time to time, subject only to certain limitations specified therein;

NOW, THEREFORE, the following amendments and modifications are hereby made a part of the Plan subject to, and effective upon approval of stockholders on May 13, 2026:

1. Section 4(a) of the Plan is hereby amended and restated to read in its entirety as follows:

“(a) Shares Subject to the Plan. Subject to the provisions of Section 11 relating to adjustments upon changes in stock, the Award Shares that may be issued pursuant to Stock Awards shall not exceed in the aggregate Seven Million (7,000,000) shares of the Company’s Common Stock. Of such amount, Seven Million (7,000,000) Award Shares may be issued pursuant to Incentive Stock Options. In the event that (a) all or any portion of any Stock Award granted or offered under the Plan can no longer under any circumstances be exercised or otherwise become vested, or (b) any Award Shares are reacquired by the Company which were initially the subject of a Stock Award Agreement, the Award Shares allocable to the unexercised or unvested portion of such Stock Award, or the Award Shares so reacquired, shall again be available for grant or issuance under the Plan.”

2. In all other respects, the Plan, as amended, is hereby ratified and confirmed and shall remain in full force and effect.

IN WITNESS WHEREOF, the Company has executed this Amendment No. 4 to the 2017 Equity Incentive Plan as of May 13, 2026.

ONESTOP SYSTEMS, INC.

By: */s/ Michael Knowles*
Michael Knowles
President and Chief Executive Officer

