

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 23, 2025

MOBILE INFRASTRUCTURE CORPORATION  
(Exact name of registrant as specified in its charter)

Maryland  
(State or other jurisdiction  
of incorporation)

001-40415  
(Commission  
File Number)

32-0777356  
(IRS Employer  
Identification No.)

30 W. 4th Street  
Cincinnati, Ohio  
(Address of principal executive offices)

45202  
(Zip Code)

Registrant's telephone number, including area code: (513) 834-5110

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, \$0.0001 par value per share | BEEP              | 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 8.01 Other Events.

Payment of Preferred Stock Dividends

On September 23, 2025, the board of directors (the “Board”) of Mobile Infrastructure Corporation (the “Company”) authorized and the Company declared the payment of monthly dividends on (i) the shares of Series A Preferred Stock, par value \$0.0001 per share (the “Series A Preferred Stock”), of the Company, which will be paid at a rate of \$4.791 per share on or about October 13, 2025 (the “Payment Date”) and (ii) the shares of Series 1 Preferred Stock, par value \$0.0001 per share (the “Series 1 Preferred Stock”), of the Company, which will be paid at a rate of \$4.583 per share on or about the Payment Date (collectively, the “September Dividend”). The September Dividend will be payable to the respective holders of record of the Series A Preferred Stock and the Series 1 Preferred Stock as of the close of business on September 28, 2025 and September 24, 2025, respectively.

The declaration and payment of future dividends is subject to the Board’s discretion and will be determined by the Board based on the Company’s financial condition, applicable law and such other considerations as the Board deems relevant.

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.

**MOBILE INFRASTRUCTURE CORPORATION**

Date: September 24, 2025

By: /s/ Stephanie Hogue  
Name: Stephanie Hogue  
Title: Chief Executive Officer and President

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