

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 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): June 14, 2022

BLINK CHARGING CO.

(Exact name of registrant as specified in its charter)

Nevada
(State or other jurisdiction
of incorporation)

001-38392
(Commission
File Number)

03-0608147
(IRS Employer
Identification No.)

605 Lincoln Road, 5th Floor
Miami Beach, Florida
(Address of Principal Executive Offices)

33139
(Zip Code)

Registrant's telephone number, including area code: (305) 521-0200

N/A

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

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	BLNK	The Nasdaq Stock Market LLC
Common Stock Purchase Warrants	BLNKW	The Nasdaq Stock Market LLC

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 (*see* General Instruction A.2. below):

- 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))

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.

CURRENT REPORT ON FORM 8-K

Blink Charging Co.

June 14, 2022

Item 7.01. Regulation FD Disclosure.

Cautionary Statement Pursuant to Safe Harbor Provisions of the Private Securities Litigation Reform Act of 1995:

“Safe Harbor” statement under the Private Securities Litigation Reform Act of 1995: This report contains forward-looking statements identified by the use of words such as should, believes, plans, goals, expects, may, will, or the negatives thereof, and other variations thereon or comparable terminology. Such statements are based on currently available information which management has assessed but which is dynamic and subject to rapid change due to risks and uncertainties that affect our business, including, but not limited to, risks related to completed or potential acquisitions, including the acquisition of SemaConnect, Inc., product and technology development, market acceptance of new products and continuing product demand, international expansion, the impact of competitive products and pricing, changing economic conditions, including inflationary and market fluctuations, and other risks detailed from time to time in our periodic reports filed with the U.S. Securities and Exchange Commission. Any statements that express or involve discussions with respect to predictions, expectations, beliefs, plans, projections, objectives, goals, assumptions or future events or performance are not statements of historical fact and may be forward-looking statements. Forward-looking statements involve a number of risks and uncertainties which could cause actual results or events to differ materially from those presently anticipated.

Note: Information in this current report furnished pursuant to Item 7.01 shall not be deemed to be “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that section. The information in this current report shall not be incorporated by reference into any registration statement pursuant to the Securities Act of 1933, as amended. The furnishing of the information in this current report is not intended to, and does not, constitute a representation that such furnishing is required by Regulation FD or that the information in this current report contains material investor information that is not otherwise publicly available.

Senior management of Blink Charging Co. hosted a Company Update Conference Call on June 14, 2022, to discuss Blink Charging’s acquisition of SemaConnect, Inc. The slide deck presented on the call is attached hereto and will also be posted on Blink Charging’s website at www.blinkcharging.com.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

<u>Exhibit No.</u>	<u>Description</u>
99.1	Slide Deck presented on Company Update Conference Call held on June 14, 2022, of Blink Charging Co.
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.

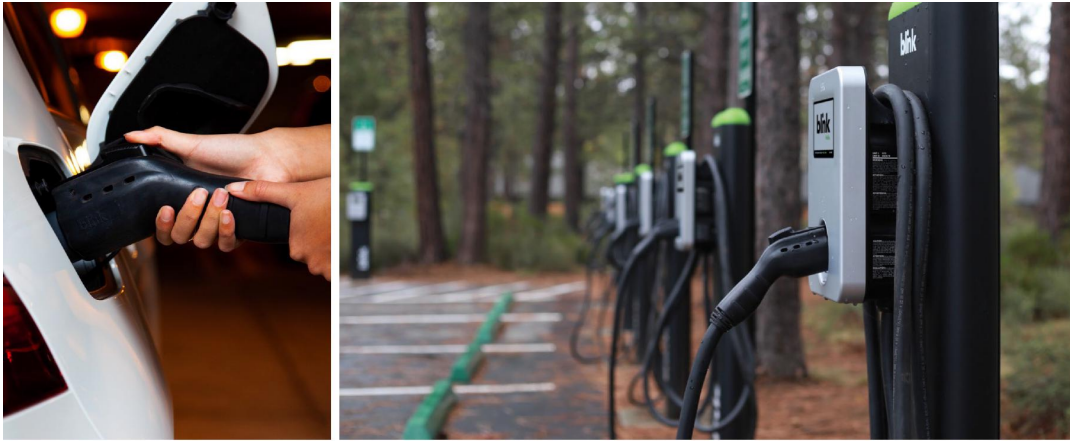
BLINK CHARGING CO.

Dated: June 14, 2022

By: /s/ Michael D. Farkas

Name: Michael D. Farkas

Title: Chairman and Chief Executive Officer



Blink's Acquisition of SemaConnect

June 2022

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Forward-Looking Statements

This Presentation is supplied for informational purposes only and does not constitute (1) an offer to sell, or the solicitation of an offer to buy, any securities of Blink Charging Co. (the "Company") or (2) a promise or representation that any such offer will be made to the recipient or any other party.

Forward-Looking Statements

This Presentation contains statements that are 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, that are based on the Company's current expectations and assumptions and are subject to risks and uncertainties. Such statements include, but are not limited to, statements about (i) the Company's acquisition of SemaConnect, including its ability to integrate the acquired business and achieve expected synergies, (ii) the scope, duration and ultimate impact of the COVID-19 pandemic, (iii) delays in product development and deployment, (iv) market acceptance of the Company's EV charging products and related services, (v) technological change in the EV charging equipment industry, (vi) international expansion, (vii) competition in EV markets generally in the United States and abroad, (viii) results and costs associated with governmental investigations and litigation, (ix) intellectual property issues, and (x) other aspects of the Company's business identified in this Presentation, as well as in the Company's periodic reports that it files from time to time with the SEC. In some cases, you can identify forward-looking statements by terminology such as "may," "will," "could," "would," "should," "expect," "plan," "anticipate," "intend," "tends," "believe," "estimate," "predict," "potential," "project" or "continue" or the negative of those terms or other comparable terminology. These statements are only predictions. Actual events or results may differ materially from those expressed or implied by these forward-looking statements because of market conditions in the Company's industry or other factors that are in some cases beyond the Company's control. All of the forward-looking statements are subject to risks and uncertainties. Various factors, including but not limited to the risks described from time to time in the Company's periodic reports with the SEC, including, without limitation, the risks described in the Company's Annual Report on Form 10-K for the year ended December 31, 2021 under the captions "Risk Factors" and "Management's Discussion and Analysis of Financial Condition and Results of Operations," could cause actual results to differ from those implied by the forward-looking statements. Given these risks and uncertainties, you are cautioned not to place undue reliance on these forward-looking statements. All information is current as of the date this Presentation is issued, and except as required by law, the Company does not undertake, and specifically declines, any obligation to update any of these statements or to publicly announce the results of any revisions to these statements to reflect future events or developments.

Non-GAAP Disclosure

The information provided in this Presentation includes certain non-GAAP financial measures. These non-GAAP financial measures are intended to supplement the GAAP financial information by providing additional insight regarding results of operations of the Company. The non-GAAP Adjusted EBITDA financial measure used by the Company is intended to provide an enhanced understanding of our underlying operational measures to manage the Company's business, to evaluate performance compared to prior periods and the marketplace, and to establish operational goals. Certain items are excluded from this non-GAAP financial measure to provide additional comparability measures from period to period. This non-GAAP financial measure will not be defined in the same manner by all companies and may not be comparable to other companies. This non-GAAP financial measure is reconciled in the accompanying tables to the most directly comparable measures as reported in accordance with GAAP, and should be viewed in addition to, and not in lieu of, such comparable financial measures.

Today's Presenters



Michael Farkas
*Founder, Chairman
& CEO*

- Founded Blink in 2009 as Car Charging Group
- Established a successful track record as a principal investor across a variety of industries
- Also, Chairman and CEO of the investment firm, Farkas Group



Brendan Jones
President & COO

- Joined Blink in 2020
- Previously served as Chief Operating Officer of Electrify America
- 30+ years of experience in the automotive and EV charging industry



Michael Rama
CFO

- Joined Blink in 2020
- Previously served as Vice President and Chief Financial Officer of NV5 Global
- 30+ years of experience in construction, development, and real estate management

*Blink's Vision is to Create the Leading
Global Electric Vehicle Charging
Ecosystem Capitalizing on the High
Growth Market Opportunity*



Source: Company information.

1. Pro forma for acquisition of SemaConnect and EB, and assumes full year revenues for Blue Corner acquisition.

2. Combined employees is the sum of current SemaConnect, EB and Blink employees.

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\$21mm

2021A Blink Revenue
(Acquisitions Excluded)

\$40mm

2021A Revenue⁽¹⁾
(PF for Acquisitions)

~9,500

Site Host Locations

420

Combined Employees⁽²⁾

48,000+

Cumulative Combined
Chargers Deployed

~32,000

Combined Active
Chargers

423,000+

Combined Registered
Members

SemaConnect Transaction Overview

Purchase Consideration

- Purchase price consideration of \$200 million, subject to certain customary adjustments for working capital
- Upfront Cash Consideration of \$40 million
- Deferred Cash Consideration \$40 million
 - Interest 7% per annum
 - Mandatory payment in full upon earlier of:
 - ♦ 36 Months after closing
 - ♦ Any date 9 months after closing in which Blink raises at least \$125 million of debt or equity financing in a transaction or series of related transactions
- \$120 million of Blink common stock issued to SemaConnect shareholders representing an estimated 7.5mm shares
 - Implied PF SemaConnect current shareholder ownership of ~17%⁽¹⁾

Closing & Lockup

- Closing in June
- Three month lock-up post-close
- Limited to sale of 20% of shares per month after the third month and until the eighth month post-close with no carryover and 5% ADTV limit

Note: Market data as of 5/31/2022.
1. Based on shares outstanding of approximately ~42.7mm.

Strong Position Within the U.S.



SemaConnect at a Glance

- \$12mm**
2021A Revenue
- 1,800**
Marquee Customers
- 185**
Employees
- 15,000+**
Chargers Deployed
- 12,840**
Active Chargers
- 151,000**
Registered SemaConnect Members



Source: Company Information.

SemaConnect: Optimized Design and Manufacturing Capabilities



SemaConnect's Extensive Product Suite

Tailored Offerings for Diverse Charging Use Cases

Level 2 Residential	DC Fast Charging	Level 2 Commercial Charging			
 Smart Home	 Fleet/ Retail/ Public	Commercial	Multi-family	Fleet	Retail Public



SemaConnect Investment Highlights

Proven Technology	<ul style="list-style-type: none"> ✓ Comprehensive smart hardware and software solutions ✓ Large portfolio of intellectual property with successful defense of patents ✓ Particularly well regarded retail and residential offering
Vertically Integrated	<ul style="list-style-type: none"> ✓ End-to-end solution provider - complete in-house design, certifications and manufacturing ✓ Buy America compliant manufacturing facility in Maryland and state-of-the-art manufacturing facility in India ✓ Significant expertise with 48 engineers
Robust Customer and User Base	<ul style="list-style-type: none"> ✓ 1,800+ marquee accounts across key end markets ✓ Managed over five million charging sessions to date and counting
Project Management	<ul style="list-style-type: none"> ✓ Completed most demanding multi-family and workplace program in industry governed by CARB and EPA
Partnerships	<ul style="list-style-type: none"> ✓ Strong partnerships with leading commercial real estate firms, network providers, fleet management companies, and owner/operator customers
Attractive Financial Profile	<ul style="list-style-type: none"> ✓ Best-in-class margins ✓ Recurring sales and cash flow model ✓ Multiple revenue stacking opportunities

Source: Company information.



blink

Complementary Manufacturing and Engineering Capabilities...

Creates Unmatched Speed, Cost, and Flexibility

Vertical Integration

End-to-end in-house design and manufacturing

Comprehensive innovative product suite from chargers to networks to fleet management

Significant product cost reductions with industry-leading margins

Manufacturing Capacity

Cost-effective, manufacturing capabilities

In-house, state-of-the-art manufacturing capacity

Supply chain predictability

Tight quality controls and IP ownership

Buy America qualification

In-House Design

Increased engineering expertise

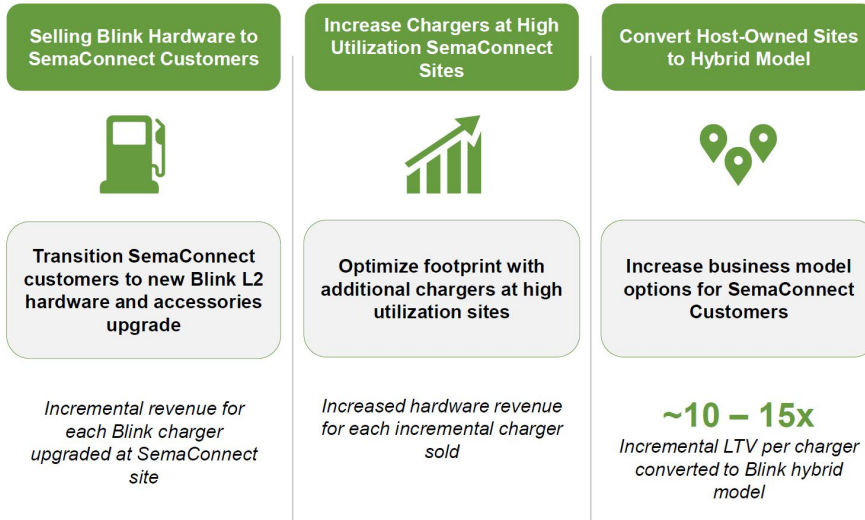
Product standardization and unification

Add 8 patents for a robust patent profile

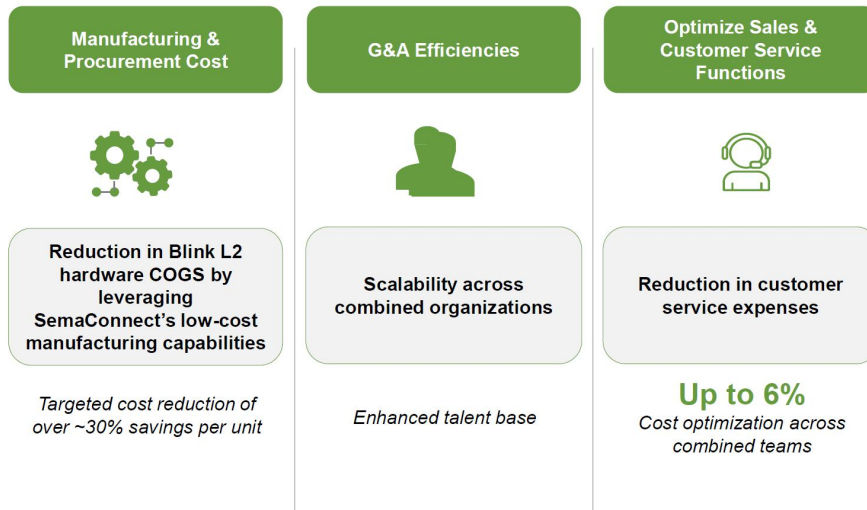
Combined R&D for economies of scope



Clear Path to Achieve Revenue Synergies...



...with Further Upside from Cost Synergies



Blink's New Global Framework

A Game Changer in the EV Charging Industry



GLOBAL MANUFACTURING

United States
India
Taiwan



GLOBAL NETWORK

6 Languages
19 Currencies
21 Countries



GLOBAL PORTFOLIO

Common Design
Blink Branded
Flexible & Locally Adoptable

Blink is Creating a Green Ecosystem Centered Around Charging

	HQ	Vertical Integration		Business Models				
		In-House Hardware Design	Manufacture Hardware	Network	Own & Operate	Manage Infrastructure ⁽¹⁾	Charging Services ⁽²⁾	Fully Integrated Fleet Solutions
blink 2022		✓	✓	✓	✓	✓	✓	✓
-chargepoint+		✓		✓		✓	✓	✓
VOLTA		✓			✓	✓	✓	
EVgo					✓	✓	✓	✓
Allego>				✓	✓	✓	✓	
wallbox			✓	✓				
TRITIUM		✓	✓	✓				
FASTNED					✓	✓	✓	

Source: Public filings, company information and company management, MyEV.
 1. Company offers charger maintenance services.
 2. Company provides charging services but does not own physical charger.

Combination Creates A Powerhouse for EV Charging

1 Vertically Integrated In-House Manufacturing with Increased Capacity and Instantly Buy America Compliant

2 Highly Experienced and Committed Management Team

3 Fast-Growing TAM for EV Charging Infrastructure with Significant Tailwinds from an Increased ESG Focus

4 Flexible Business Model Tailored to Each Owner with Long-Term Site Exclusivity

5 Global Footprint and Increasing International Presence

6 Strategic Partnerships with Substantial Near-Term Pipeline

7 Full Package of EV Charging Solutions Underlies Winning Commercial Strategy

blink

SemaConnect



blink

Q&A
