
**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): October 20, 2025

Graham Corporation

(Exact name of Registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

001-08462
(Commission
File Number)

16-1194720
(IRS Employer
Identification No.)

20 Florence Avenue, Batavia, New York
(Address of principal executive offices)

14020
(Zip Code)

Registrant's telephone number, including area code: (585) 343-2216

N/A
(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, par value \$0.10 per share	GHM	NYSE

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.

On October 20, 2025, Graham Corporation (the “Company”) issued a press release announcing the acquisition of certain assets of Xdot Bearing Technologies, a specialized consulting, design and engineering firm focused on foil bearing technology. A copy of the press release is filed as Exhibit 99.1 to this Current Report on Form 8-K.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press Release dated October 20, 2025.
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.

Graham Corporation

Date: October 21, 2025

By: /s/ Christopher J. Thome

Christopher J. Thome

Vice President - Finance, Chief Financial Officer and
Chief Accounting Officer



Graham Corporation ♦ 20 Florence Avenue ♦ Batavia, NY 14020

IMMEDIATE RELEASE

GRAHAM CORPORATION ACQUIRES XDOT BEARING TECHNOLOGIES, EXPANDING ITS HIGH-SPEED BEARING TECHNOLOGY CAPABILITIES

BATAVIA, NY, October 20, 2025 – Graham Corporation (NYSE: GHM) (“GHM” or “the Company”), a global leader in the design and manufacture of mission-critical fluid, power, heat transfer and vacuum technologies for the Defense, Energy & Process, and Space markets, today announced the acquisition of certain specified assets of Xdot Bearing Technologies (“Xdot”), a specialized consulting, design and engineering firm focused on foil bearing technology.

Xdot has developed and patented a breakthrough foil bearing design that delivers superior performance while lowering development and production costs. Xdot’s innovative technology and products expands capabilities within Barber-Nichols (“BN”), Graham’s wholly owned subsidiary, and is complementary to its existing product portfolio.

By combining Xdot’s foil bearing technology with BN’s turbomachinery expertise, we expect to significantly expand our ability to design and deliver high-speed rotating machines into new markets and applications. Additionally, Xdot’s technology, know-how, and product offerings positions BN to accelerate growth in high-performance markets with advanced pumps and compressors, strengthening its presence across aerospace & defense, energy transition, and numerous industrial applications.

Michael E. Dixon, Vice President and General Manager of Barber-Nichols, commented “Long-life and reliability are critical to the next generation of high-speed rotating machines, and the acquisition of Xdot’s technology, know-how, and product offerings provides Barber-Nichols with unique, patented technologies that will strengthen our ability to serve customers across key end markets. While Xdot adds additional technology, it also enables us to expand our portfolio of high-speed pumps and compressors into applications where we expect growing demand. We are excited to welcome the Xdot team to Barber-Nichols and look forward to building on their deep technical expertise.”

Xdot will be integrated into the BN business, reinforcing its leadership in engineered solutions that support critical missions and the energy transition. Additionally, BN will continue to support Xdot customers with bearing supply, but now under BN’s ISO9001 and AS9100 quality systems. Dr. Erik Swanson, Founder, President, and Chief Engineer of Xdot is a world renowned expert in foil bearing analysis, application, and fabrication and will join the BN team upon closing. Xdot has annual sales of approximately \$1 million and is expected to be slightly accretive to the Company’s fiscal year 2026 GAAP net income.

About Graham Corporation

Graham is a global leader in the design and manufacture of mission critical fluid, power, heat transfer and vacuum technologies for the Defense, Energy & Process, and Space industries. Graham Corporation and its family of global brands are built upon world-renowned engineering expertise in vacuum and heat transfer, cryogenic pumps, and turbomachinery technologies, as well as its responsive and flexible service and the unsurpassed quality customers have come to expect from the Company's products and systems. Graham Corporation routinely posts news and other important information on its website, grahamcorp.com, where additional information on Graham Corporation and its businesses can be found.

Safe Harbor Regarding Forward Looking Statements

This news release 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.

Forward-looking statements are subject to risks, uncertainties and assumptions and are identified by words such as "expects," "positions," "will," and other similar words. All statements addressing operating performance, events, or developments that Graham Corporation expects or anticipates will occur in the future, including but not limited to, profitability of future projects and the business, its ability to deliver to plan, realization of benefits from the acquisition of Xdot, the integration and operation of Xdot, and the effect of the Xdot acquisition on our growth are forward-looking statements. Because they are forward-looking, they should be evaluated in light of important risk factors and uncertainties. These risk factors and uncertainties are more fully described in Graham Corporation's most recent Annual Report filed with the Securities and Exchange Commission (the "SEC"), included under the heading entitled "Risk Factors", and in other reports filed with the SEC.

Should one or more of these risks or uncertainties materialize or should any of Graham Corporation's underlying assumptions prove incorrect, actual results may vary materially from those currently anticipated. In addition, undue reliance should not be placed on Graham Corporation's forward-looking statements. Except as required by law, Graham Corporation disclaims any obligation to update or publicly announce any revisions to any of the forward-looking statements contained in this news release.

For more information, contact:

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