



Qualstar Corporation and Subsidiaries

**Quarterly Report
For the Quarter Ended March 31, 2026**

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QUALSTAR CORPORATION AND SUBSIDIARIES

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QUALSTAR CORPORATION AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS
(In thousands, except share amounts)
(Unaudited)

	March 31, 2026	December 31, 2025
Assets		
Current assets:		
Cash and cash equivalents	\$ 1,498	\$ 1,868
Marketable securities	1,217	943
Accounts receivable, net	627	675
Inventories	2,661	2,199
Prepaid expenses and other current assets	540	400
Total current assets	6,543	6,085
Property and equipment, net	18	19
Right-of-use assets	204	240
Deferred tax assets	30	30
Other assets	42	42
Total assets	\$ 6,837	\$ 6,416
Liabilities and Shareholders' Equity		
Current liabilities:		
Accounts payable	\$ 734	\$ 352
Accrued payroll and related liabilities	104	108
Deferred service revenue	537	461
Lease liabilities	155	151
Other liabilities	75	68
Total current liabilities	1,605	1,140
Long-term liabilities:		
Lease liabilities, long-term	54	94
Deferred service revenue, long-term	580	537
Other liabilities, long-term	27	27
Total long-term liabilities	661	658
Total liabilities	2,266	1,798
Commitments and contingencies (Note 7)		
Shareholders' equity:		
Preferred stock, no par value; 5,000,000 shares authorized; no shares issued	-	-
Common stock, no par value; 50,000,000 shares authorized; 4,142,559 shares issued and outstanding at both March 31, 2026 and December 31, 2025	17,721	17,706
Accumulated deficit	(13,150)	(13,088)
Total shareholders' equity	4,571	4,618
Total liabilities and shareholders' equity	\$ 6,837	\$ 6,416

QUALSTAR CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF OPERATIONS
(In thousands, except per share amounts)
(Unaudited)

	Three Months Ended	
	March 31,	
	2026	2025
Revenues	\$ 1,425	\$ 1,659
Cost of goods sold	1,055	1,050
Gross profit	370	609
Operating expenses:		
Engineering	43	60
Sales and marketing	216	112
General and administrative	347	302
Total operating expenses	606	474
Income (loss) from operations	(236)	135
Other income (expense), net	174	48
Income (loss) before income taxes	(62)	183
Provision for income taxes	-	-
Net income (loss)	\$ (62)	\$ 183
Earnings (loss) per share:		
Basic	\$ (0.01)	\$ 0.04
Diluted	\$ (0.01)	\$ 0.04
Weighted average common shares outstanding:		
Basic	4,143	4,230
Diluted	4,143	4,284

QUALSTAR CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF SHAREHOLDERS' EQUITY

(In thousands)

(Unaudited)

Three Months Ended March 31, 2026	Common Stock		Accumulated		Total
	Shares	Amount	Deficit		
Balances at January 1, 2026	1,381	\$ 17,706	\$ (13,088)	\$	4,618
Stock-based compensation expense	-	15	-		15
Net (loss)	-	-	(62)		(62)
Balances at March 31, 2026	1,381	\$ 17,721	\$ (13,150)	\$	4,571

Three Months Ended March 31, 2025	Common Stock		Accumulated		Total
	Shares	Amount	Deficit		
Balances at January 1, 2025	1,441	\$ 17,733	\$ (13,158)	\$	4,575
Stock-based compensation expense	-	46	-		46
Share repurchases	(2)	(8)	-		(8)
Net income	-	-	183		183
Balances at March 31, 2025	1,439	\$ 17,771	\$ (12,975)	\$	4,796

QUALSTAR CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS

(In thousands)

(Unaudited)

	Three Months Ended	
	March 31,	
	2026	2025
Cash flows from operating activities:		
Net income (loss)	\$ (62)	\$ 183
Adjustments to reconcile net income (loss) to net cash provided by (used in) operating activities:		
Depreciation and amortization	1	2
Stock-based compensation expense	15	46
Realized and unrealized (gains) losses on marketable securities	(162)	11
Adjustment to reconcile operating lease expense to cash paid	1	1
Changes in operating assets and liabilities:		
Accounts receivable, net	48	-
Inventories	(463)	153
Prepaid expenses and other assets	(140)	(14)
Accounts payable	382	(287)
Accrued payroll and related liabilities	(4)	1
Deferred service revenue	119	28
Other liabilities	7	(16)
Net cash provided by (used in) operating activities	(258)	108
Cash flows from investing activities:		
(Purchases of) Proceeds from sale of marketable securities, net	(112)	(202)
Net cash (used in) investing activities	(112)	(202)
Cash flows from financing activities:		
Share repurchases	-	(8)
Net cash (used in) financing activities	-	(8)
Net (decrease) in cash and cash equivalents	(370)	(102)
Cash and cash equivalents at beginning of period	1,868	2,403
Cash and cash equivalents at end of period	<u>\$ 1,498</u>	<u>\$ 2,301</u>
Supplemental disclosure of cash flow information:		
Income taxes paid	<u>\$ -</u>	<u>\$ 2</u>
Interest paid	<u>\$ -</u>	<u>\$ -</u>

QUALSTAR CORPORATION AND SUBSIDIARIES
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
(Unaudited)

Note 1 – Significant Accounting Policies

Business

Qualstar Corporation and its subsidiaries (“Qualstar”, the “Company”, “we”, “us” or “our”) manufacture and market data storage system products and compact, high-efficiency power supply solutions. Our data storage systems are marketed under the Qualstar brand and include highly scalable automated magnetic tape libraries used to store, retrieve and manage electronic data primarily in the network computing environment. Our data storage devices include models ranging from entry level to enterprise and are a cost-effective solution for organizations requiring backup, recovery and archival storage of critical electronic information. The distribution channels for our data storage devices include resellers, system integrators, and original equipment manufacturers (“OEMs”). In addition, the Company is a leading provider of standard, semi-custom and custom power supply solutions marketed under the N2Power brand. Our power supply solution products provide OEMs and product designers increased functionality while reducing thermal loads and cooling requirements and lowering operating costs. Our power supply solution products are currently sold to OEMs in a wide range of markets, including telecom/networking equipment, audio/visual, industrial, gaming and medical.

Qualstar Corporation was incorporated in California in 1984 and re-incorporated in Nevada in April 2026. It currently has three wholly owned subsidiaries: the N2Power, Inc. subsidiary (“N2Power”) operates the Company’s power supplies business; the Q-Smart Data Limited (China) subsidiary pursues new data storage business opportunities in Asia; and the Qualstar Limited (U.K.) subsidiary supports expansion of the Company’s data storage business in the United Kingdom, Europe and Africa.

We sell our products globally through authorized resellers and distributors and directly to OEMs. Our data storage products are manufactured by our OEM suppliers in other parts of the world and configured to order by us at our facility in Camarillo, California, or at our facility in Shenzhen, China, or by our fulfilment and logistics partner in Warsaw, Poland. N2Power utilizes contract manufacturers in Asia to produce our power supply solutions products.

April 2026 Stock Split

In connection with its reincorporation in Nevada, the Company effected a 3-for-1 forward stock split effective April 8, 2026. The stock split increased the number of issued and outstanding shares of common stock from 1,380,853 to 4,142,559. Except as otherwise noted, all references to common stock, common stock issuable upon exercise of stock options, and corresponding per share information throughout this Quarterly Report have been retroactively adjusted to reflect the stock split.

Principles of Consolidation

The consolidated financial statements include our accounts and the accounts of each of our wholly owned subsidiaries: N2Power, Inc., Q-Smart Data Limited (China), and Qualstar Limited (U.K.). All significant intercompany accounts and transactions have been eliminated in consolidation.

Estimates and Assumptions

Preparing financial statements in accordance with accounting principles generally accepted in the United States of America (“GAAP”) requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities, revenue, and expenses. Examples include estimates of loss contingencies, product life cycles and inventory obsolescence, credit loss bad debts, sales returns, warranty costs, share-based compensation forfeiture rates, the tax consequences of events that have been recognized in our consolidated financial statements or tax returns, and determinations as to when investment impairments are other-than-temporary. Actual results and outcomes may differ from management’s estimates and assumptions.

QUALSTAR CORPORATION AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Unaudited)

Revenue Recognition

The Company recognizes revenue when its customer obtains control of promised goods or services, in an amount that reflects the consideration which we expect to receive in exchange for those goods or services. To determine revenue recognition for arrangements that the Company determines are within the scope of ASC 606, we perform the following five steps: (i) identify the contract(s) with a customer; (ii) identify the performance obligations in the contract; (iii) determine the transaction price; (iv) allocate the transaction price to the performance obligations in the contract; and (v) recognize revenue when (or as) we satisfy a performance obligation. The five-step model is applied to contracts when it is probable that we will collect the consideration we are entitled to in exchange for the goods or services transferred to the customer. At contract inception, once the contract is determined to be within the scope of ASC 606, we assess the goods or services promised within each contract and determine those that are performance obligations and assess whether each promised good or service is distinct. We then recognize revenue in the amount of the transaction price that is allocated to the respective performance obligation when (or as) the performance obligation is satisfied.

We derive revenues from two primary sources: products and services. Product revenue includes the shipment of product according to the agreement with our customers for data storage products and power supplies. Services include customer support (technical support), installations, consulting, and design services. A contract may include both product and services. Rarely, contracts with customers contain multiple performance obligations. For these contracts, the Company accounts for individual performance obligations separately if they are distinct. The transaction price is allocated to the separate performance obligations on a relative standalone selling price basis. Standalone selling prices are typically estimated based on observable transactions when these services are sold on a standalone basis. Title and risk of loss generally pass to our customers upon shipment and therefore revenue is recognized at the time goods are shipped to the customers. In limited circumstances where either title or risk of loss pass upon destination, we defer revenue recognition until such events occur.

A variety of technical services can be contracted by our customers for a designated period of time. The service contracts allow customers to call Qualstar for technical support, to have defective parts replaced and to have onsite service provided by Qualstar's third-party contract service provider. We record revenue for contract services at the amount of the service contract, but such amount is deferred at the beginning of the service term and amortized ratably over the life of the contract.

Deferred service revenue is shown separately in the consolidated balance sheets as current and long term. At March 31, 2026, we had deferred service revenue of approximately \$1,117,000. At December 31, 2025, we had deferred service revenue of approximately \$998,000.

Revenue recognized at a point in time primarily relates to product sales. Revenue recognized over time primarily relates to service agreements. The following table presents revenue recognized at a point in time and revenue recognized over time:

	Three Months Ended	
	March 31,	
	2026	2025
	(In thousands)	
Revenue recognized at a point in time	\$ 1,237	\$ 1,398
Revenue recognized over time	188	261
Total revenue	<u>\$ 1,425</u>	<u>\$ 1,659</u>

Cash and Cash Equivalents

Qualstar classifies as cash equivalents only cash and those investments that are highly liquid, interest-earning investments with original maturities of three months or less from the date of purchase.

QUALSTAR CORPORATION AND SUBSIDIARIES
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
(Unaudited)

Allowance for Expected Credit Losses

The Company records accounts receivable at invoiced amounts, net of an allowance for expected credit losses. Accounts receivable are generally unsecured and arise from the sale of goods to customers in the ordinary course of business. The Company does not charge interest on past due accounts. Accounts are written off against the allowance when management determines they are uncollectible.

The allowance for expected credit losses represents management's estimate of lifetime expected credit losses on accounts receivable. In estimating the allowance, the Company considers historical credit loss experience, current economic conditions, and forecasts of estimated future conditions.

Accounts receivable consisted of the following:

	March 31, 2026	December 31, 2025
	(In thousands)	
Accounts receivable, gross	\$ 631	\$ 681
Allowance for expected credit losses	(4)	(6)
Accounts receivable, net	\$ 627	\$ 675

Inventories

Inventories are stated at the lower of cost (first in, first out basis) or net realizable value. Cost includes materials, labor, and manufacturing overhead related to the purchase and production of inventories. We regularly review inventory quantities on hand, future purchase commitments with our suppliers, and the estimated utility of our inventory. If our review indicates a reduction in utility below carrying value, we reduce our inventory to a new cost basis.

Property and Equipment, net

Property and equipment are recorded at cost less accumulated depreciation and amortization. Depreciation expense is computed using the straight-line method. Leasehold improvements are amortized over the shorter of the estimated useful life of the asset or the term of the lease. Estimated useful lives are as follows:

Machinery and equipment	5-7 years
Furniture and fixtures	5-7 years
Computer equipment	3-5 years
Leasehold improvements	Shorter of estimated useful life of the asset or the lease term

Expenditures for normal maintenance and repairs are charged to expense as incurred, and improvements are capitalized. Upon the sale or retirement of property or equipment, the asset cost and related accumulated depreciation are removed from the respective accounts and any gain or loss is included in the results of operations.

Long-Lived Assets

Qualstar evaluates long-lived assets for potential impairment whenever events or changes in circumstances indicate the carrying amount of any asset may not be recoverable. An impairment loss would be recognized when the estimated undiscounted future cash flows expected to result from the use of the asset and its eventual disposition is less than the carrying amount. If impairment is indicated, the amount of the loss to be recorded is based upon an estimate of the difference between the carrying amount and the fair value of the asset. Fair value is based upon discounted cash flows expected to result from the use of the asset and its eventual disposition and other valuation methods. No impairment losses of long-lived assets were recognized during the periods presented.

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(Unaudited)

Warranty Obligations

A provision for costs related to warranty expense is recorded when revenue is recognized, which is estimated based on historical warranty costs incurred.

We provide a three-year warranty on all Q-Series, XLS and RLS libraries. This includes replacement of components, or if necessary, complete libraries. XLS libraries sold in North America also include one year of on-site service. Customers may purchase on-site service if they are located in the United States and selected countries in Europe, Asia Pacific and Latin America. All customers may purchase extended warranty service coverage upon expiration of the standard warranty.

We provide a three-year warranty on all power supplies that includes repair or, if necessary, replacement of the power supply.

The following table summarizes changes in the Company's warranty liability:

	Three Months Ended March 31, 2026	Three Months Ended March 31, 2025
	(In thousands)	
Warranty liability, beginning of period	\$ 49	\$ 38
Warranties issued, settlements made, and changes in estimate, net	6	4
Warranty liability, end of period	\$ 55	\$ 42

Shipping and Handling Costs

Qualstar includes all customer charges for outbound shipping and handling in revenue. All inbound and outbound shipping and fulfillment costs are included in cost of goods sold.

Engineering

All engineering costs are charged to expense as incurred. These costs consist primarily of engineering salaries, benefits, outside consultant fees, purchased parts and supplies directly involved in the design and development of new products, compliance testing, facilities costs and other internal costs.

Advertising

Advertising and promotion expenses include costs associated with direct and indirect marketing, trade shows and public relations. Qualstar expenses all costs of advertising and promotion as incurred. Advertising costs incurred in the three months ended March 31, 2026 and 2025 were \$15,000 and \$40,000, respectively.

Fair Value of Financial Instruments

The carrying amounts of the Company's financial instruments, which include cash equivalents, marketable securities, accounts receivable, and accounts payable, approximate their fair values.

We determine fair value measurements based on assumptions that market participants would use in pricing the asset or liability. As a basis for considering market participant assumptions in fair value measurements, we follow the following fair value hierarchy that distinguishes between (1) market participant assumptions developed based on market data obtained from independent sources (observable inputs) and (2) our own assumptions about market

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participant assumptions developed based on the best information available in the circumstances (unobservable inputs):

Level 1: Observable inputs such as quoted prices for identical assets or liabilities in active markets;

Level 2: Other inputs observable directly or indirectly, such as quoted prices for similar assets or liabilities or market-corroborate inputs; and

Level 3: Unobservable inputs for which there is little or no market data and which requires the owner of the assets or liabilities to develop its own assumptions about how market participants would price these assets or liabilities.

Our assessment of the significance of a particular input to the fair value measurement requires judgment and may affect the valuation of assets and liabilities and their placement within the fair value hierarchy.

Our marketable securities consist of equity securities classified as available-for-sale and recorded at fair value, as determined using Level 1 inputs on the fair value hierarchy. Realized and unrealized gains and losses are reported in earnings within “other income (expense), net”. The specific identification method is used to determine realized gains and losses on available-for-sale securities. For the three months ended March 31, 2026, we recorded net gains on our marketable securities of approximately \$162,000, of which \$3,000 was realized and \$159,000 was unrealized. For the three months ended March 31, 2025, we recorded net losses on our marketable securities of approximately \$(11,000), all of which was unrealized.

Foreign Currency Translation

The functional currency for our subsidiaries in China and the United Kingdom is the United States dollar. However, our Chinese and United Kingdom subsidiaries also transact business in their local currency. Foreign currency transaction and remeasurement gains and losses are included in results of operations within “other income (expense), net”. For the three month ended March 31, 2026 and 2025, we recorded net foreign currency transaction gains (losses) of approximately \$(1,000) and \$19,000, respectively.

Share-Based Compensation

Share-based compensation cost is measured at the grant date based on fair value of the award and is recognized as expense over the applicable vesting period of the stock award using the straight-line method.

Income Taxes

Income taxes are accounted for using the liability method. Under this method, deferred tax liabilities and assets are recognized for the expected future tax consequences of temporary differences between the financial statement and tax bases of assets and liabilities, and for the expected future tax benefit to be derived from tax credits and loss carryforwards. Current income tax expense or benefit represents the amount of income taxes expected to be payable or refundable for the current year. A valuation allowance is established when, in the opinion of management, it is more likely than not that some portion or all of the deferred tax assets will not be realized.

Leases

The Company accounts for its leases under ASC 842. Under this guidance, arrangements meeting the definition of a lease are classified as operating or financing leases and are recorded on the consolidated balance sheet as both a right-of-use asset and lease liability, calculated by discounting fixed lease payments over the lease term at the rate implicit in the lease or the Company’s incremental borrowing rate. Lease liabilities are increased by interest and reduced by payments each period, and the right-of-use asset is amortized over the lease term. For operating leases, interest on the lease liability and the amortization of the right-of-use asset result in straight-line rent expense over the lease term.

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**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
(Unaudited)**

For finance leases, interest on the lease liability and the amortization of the right-of-use asset results in front-loaded expense over the lease term. Variable lease expenses are recorded when incurred.

In calculating the right-of-use asset and lease liability, the Company has elected to combine lease and non-lease components. The Company excludes short-term leases having initial terms of 12 months or less as an accounting policy election and recognizes rent expense on a straight-line basis over the lease term.

Operating Segments

The Company operates in two segments, Data Storage and Power Supplies. Operating segments are identified as functional groups within an enterprise for which discrete financial information is utilized by the chief operating decision maker in allocating resources and assessing performance. In the case of Qualstar, the chief operating decision maker is its President and Chief Executive Officer. This position maintains decision-making control over, and assesses the performance of, the two divisional levels of the Company.

Recent Accounting Guidance Not Yet Adopted

We reviewed all recently issued, but not yet effective, accounting pronouncements and concluded none are expected to be applicable or material to our consolidated financial statements.

Subsequent Events

The Company has evaluated subsequent events through May 5, 2026, being the date these consolidated financial statements were issued.

Note 2 – Balance Sheet Details

The following tables provide details of selected balance sheet accounts:

	March 31, 2026	December 31, 2025
Inventories	(In thousands)	
Raw materials	\$ 115	\$ 108
Finished goods	2,546	2,091
Inventories	\$ 2,661	\$ 2,199

	March 31, 2026	December 31, 2025
Property and equipment, net	(In thousands)	
Machinery and equipment	\$ 389	\$ 389
Furniture and fixtures, and computer equipment	258	258
Leasehold improvements	119	119
	766	766
Less accumulated depreciation and amortization	(748)	(747)
Property and equipment, net	\$ 18	\$ 19

Depreciation and amortization expense for the three months ended March 31, 2026 and 2025 was \$1,000 and \$2,000, respectively.

QUALSTAR CORPORATION AND SUBSIDIARIES

**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
(Unaudited)**

	March 31, 2026	December 31, 2025
Accrued payroll and related liabilities	(In thousands)	
Accrued salaries, wages, and payroll taxes	\$ 15	\$ 20
Accrued vacation	89	88
Accrued payroll and related liabilities	\$ 104	\$ 108
	March 31, 2026	December 31, 2025
Other liabilities	(In thousands)	
Accrued warranty	\$ 55	\$ 49
Accrued outside commissions	17	16
Other accrued liabilities	3	3
Other liabilities	\$ 75	\$ 68

Note 3 – Shareholders’ Equity

Preferred Stock

The Company’s Articles of Incorporation allow for the issuance of up to 5,000,000 shares of preferred stock. The Board of Directors has authority to fix the rights, preferences, privileges and restrictions, including voting rights, of these shares of preferred stock without any vote or action by the shareholders. At both March 31, 2026 and December 31, 2025, there were no outstanding shares of preferred stock.

Common Stock

The Company’s Articles of Incorporation allow for the issuance of up to 50,000,000 shares of common stock. At both March 31, 2026 and December 31, 2025, there were 4,142,559 shares of common stock outstanding.

April 2026 Stock Split

In connection with its reincorporation in Nevada, the Company effected a 3-for-1 forward stock split effective April 8, 2026. The stock split increased the number of issued and outstanding shares of common stock from 1,380,853 to 4,142,559. Except as otherwise noted, all references to common stock, common stock issuable upon exercise of stock options, and corresponding per share information throughout this Quarterly Report have been retroactively adjusted to reflect the stock split.

Stock Repurchase Program

The Company’s board of directors has approved a stock repurchase program (the “Stock Repurchase Program”) to repurchase shares of the Company’s common stock. The Stock Repurchase Program (as updated and extended from time to time, most recently in March 2025) permits the Company to repurchase up to an additional 300,000 shares of common stock through December 31, 2026. During the overall period of the Stock Repurchase Program from September 1, 2021 through December 31, 2025, the Company has repurchased 1,507,002 shares for an aggregate purchase price of \$1,487,000. During the three-month periods ended March 31, 2026 and 2025, the Company did not repurchase any shares.

QUALSTAR CORPORATION AND SUBSIDIARIES

**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
(Unaudited)**

Note 4 – Earnings Per Share

Basic earnings per share has been computed by dividing net income/loss by the weighted average number of common shares outstanding during the period. Diluted earnings per share is computed by dividing net income/loss by the weighted average number of diluted common shares, which is inclusive of common stock equivalents from unexercised stock options. Unexercised stock options are considered to be common stock equivalents if, using the treasury stock method, they are determined to be dilutive.

In April 2026, the Company effected a 3-for-1 forward stock split. For all periods presented, all share and per share data have been retroactively adjusted for the effect of the stock split.

The following table sets forth the computation of basic and diluted earnings per share for the periods indicated (in thousands, except per share amounts).

	Three Months Ended	
	March 31,	
	2026	2025
Net income (loss)	\$ (62)	\$ 183
Weighted average outstanding shares of common stock - basic	4,143	4,230
Dilutive potential common shares from employee stock options	-	54
Weighted average outstanding shares of common stock - diluted	4,143	4,284
Earnings (loss) per share:		
Basic earnings (loss) per share	\$ (0.01)	\$ 0.04
Diluted earnings (loss) per share	\$ (0.01)	\$ 0.04

For the three months ended March 31, 2026, 633,900 outstanding stock options were excluded from the calculation of diluted earnings per share as their inclusion would have been anti-dilutive.

Note 5 – Stock Based Compensation

Stock Incentive Plan

The Company’s 2017 Stock Incentive Plan (the “2017 Plan”) permits the award of stock options (both incentive and non-qualified options), stock appreciation rights, restricted stock, restricted stock units, unrestricted stock, performance shares, dividend equivalent rights and cash-based awards to employees (including executive officers), directors and consultants of the Company and its subsidiaries. The 2017 Plan authorizes the issuance of an aggregate of 900,000 shares of common stock, of which 266,100 shares remain available for issuance as of March 31, 2026. The 2017 Plan is administered by the Compensation Committee of the Company’s Board of Directors.

With respect to options, the fair value of each option award is estimated on the date of grant using the Black-Scholes option valuation model that uses various assumptions, such as volatility, expected term and risk-free interest rate. Expected volatilities are based on the historical volatility of the Company’s stock. The Company uses historical data to estimate option exercise and employee termination in determining forfeiture rates. The expected term of options granted is estimated based on the vesting term of the award, historical employee exercise behavior, expected volatility of the Company’s stock and an employee’s average length of service. The risk-free interest rate used in this model correlates to a U.S. constant rate Treasury security with a contractual life that approximates the expected term of the option award.

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(Unaudited)**

In February 2024, the Company granted an option to its Chief Executive Officer to purchase 300,000 shares of common stock at \$1.48 per share through February 13, 2034; the option vested 50% on January 31, 2025 and 50% on January 31, 2026. The grant date fair value of the option was \$371,000, which was determined based on the following Black-Scholes option valuation model assumptions: expected annual volatility 79%; expected term 10 years; risk-free rate 4.5%; expected dividend rate 0%; exercise price \$1.48; and stock price on grant date \$1.48. The grant date fair value of the option is recorded as stock-based compensation expense ratably over the 24-month vesting period, for which expenses of approximately \$15,000 and \$46,000 were recorded in the three months ended March 31, 2026 and 2025, respectively.

The following table summarizes stock option activity:

	Shares	Weighted Average Exercise Price per Share	Weighted Average Remaining Contractual Term (years)	Aggregate Intrinsic Value (thousands)
Outstanding at December 31, 2025	633,900	\$ 1.95	4.68	\$ 2,824
Granted	-	-		
Exercised	-	-		
Forfeited, canceled or expired	-	-		
Outstanding at March 31, 2026	633,900	\$ 1.95	4.44	\$ 1,829
Exercisable at March 31, 2026	633,900	\$ 1.95	4.44	\$ 1,829

Note 6 – Concentration of Credit Risk, Significant Customers, and Geographic Information

Our cash balances in our bank accounts may from time to time be in excess of FDIC insurance limits.

Two customers accounted for more than 10% of the Company’s revenue for each of the three-month periods ended March 31, 2026 and 2025.

Our financial results are affected by fluctuations in foreign currency exchange rates, changing economic conditions both domestically and internationally, changes in tariffs, and various other global economic factors. As all of our sales are currently transacted in U.S. dollars, a strengthening of the dollar could make our products less competitive in foreign markets.

The following table summarizes revenue by geographic area (in thousands, except percentages):

	Three Months Ended March 31,			
	2026		2025	
North America	\$ 800	56.1 %	\$ 1,066	64.3 %
Europe	504	35.4	414	25.0
Asia Pacific	120	8.4	162	9.8
Other	1	0.1	17	1.0
	\$ 1,425	100.0 %	\$ 1,659	100.0 %

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(Unaudited)

Note 7 – Commitments and Contingencies

Lease Agreements

The Company leases a 9,910 square-foot facility in Camarillo, California under an agreement that terminates on July 31, 2027. The rent on this facility is approximately \$13,000 per month, with a 3% step-up annually. Qualstar permits Interlink Electronics, Inc. (“Interlink”) to use a portion of the facility and is reimbursed for the space and other related expenses on a monthly basis. As described in Note 9, Interlink is a related party.

The Company leases a 1,400 square-foot office facility in Camarillo, California on a month-to-month basis. The rent on this facility is currently \$1,900 per month.

The Company leases a 560 square-foot office in Singapore on a month-to-month basis for approximately \$1,600 per month.

Through December 31, 2025, the Company used a portion of Interlink’s Irvine, California office, for which the Company paid a facility usage fee of approximately \$1,600 per month.

The Company’s leases do not require any contingent rental payments, impose any financial restrictions, or contain any residual value guarantees. Variable expenses generally represent the Company’s share of the landlord’s operating expenses. The Company does not have any leases classified as financing leases.

The rate implicit in each lease is not readily determinable; we therefore use our incremental borrowing rate to determine the present value of the lease payments. No new ROU assets were capitalized during the three months ended March 31, 2026 or 2025. Certain of our contracts for real estate may contain both lease and non-lease components which we have elected to treat as a single lease component.

Right-of-use assets for operating leases are periodically assessed for impairment. As of March 31, 2026, we have not recognized any impairment losses for our ROU assets.

We monitor for events or changes in circumstances that require a reassessment of our leases. When a reassessment results in the remeasurement of a lease liability, a corresponding adjustment is made to the carrying amount of the corresponding ROU asset unless doing so would reduce the carrying amount of the ROU asset to an amount less than zero. In that case, the amount of the adjustment that would result in a negative ROU asset balance is recorded in profit or loss.

At March 31, 2026, the Company had right-of-use assets of \$204,000 and current and long-term operating lease liabilities of \$155,000 and \$54,000, respectively. At December 31, 2025, the Company had right-of-use assets of \$240,000 and current and long-term operating lease liabilities of \$151,000 and \$94,000, respectively. Future imputed interest as of March 31, 2026 totaled approximately \$10,000 (weighted average discount rate of 6.5%). The weighted average remaining lease term of the Company’s leases as of March 31, 2026 is approximately 1.3 years.

Future minimum lease payments under these leases are as follows, in thousands:

	Minimum Lease Payment
2026 (remainder of year)	\$ 123
2027	96
Total undiscounted future non-cancelable minimum lease payments	219
Less: Imputed interest	(10)
Present value of lease liabilities	<u>\$ 209</u>

QUALSTAR CORPORATION AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Unaudited)

During the three months ended March 31, 2026 and 2025, we incurred approximately \$33,000 and \$54,000, respectively, of operating lease costs, which are included in operating expenses in our consolidated statements of operations.

Legal and Other Contingencies

The Company is subject to a variety of claims and legal proceedings that arise from time to time in the ordinary course of our business. Although management currently believes that resolving claims against us, individually or in the aggregate, will not have a material adverse impact on our consolidated financial statements, these matters are subject to inherent uncertainties and management's view of these matters may change in the future. An estimated loss from a loss contingency such as a legal proceeding or claim is accrued by a charge to income if it is probable that a liability has been incurred and the amount of the loss can be reasonably estimated. When legal costs that the entity expects to incur in defending itself in connection with a loss contingency accrual are expected to be material, the loss should factor in all costs and, if the legal costs are reasonably estimable, they should be accrued in accordance with ASC 450, regardless of whether a liability can be estimated for the contingency itself. Disclosure of a contingency is required if there is at least a reasonable possibility that a loss has been incurred. Changes in these factors could materially impact our consolidated financial statements. No loss contingency was recorded as of March 31, 2026.

Benefit Plan

The Company has a voluntary deferred compensation plan (the "Plan") qualifying for treatment under Internal Revenue Code Section 401(k). All employees are eligible to participate in the Plan following three months of service of employment and may contribute up to 100% of their compensation on a pre-tax basis, not to exceed the annual IRS maximum. The Company makes matching contributions in an amount equal to 50% of compensation contributed by participants, up to \$5,000 per participant per year. The Company made matching contributions of \$7,000 and \$6,000 during the three months ended March 31, 2026 and 2025, respectively.

Note 8 – Segment Information

In its operation of the business, management reviews certain financial information, including segmented internal profit and loss statements prepared on a basis consistent with GAAP. Our two segments are Data Storage and Power Supplies. The two segments discussed in this analysis are presented in the way we internally manage and monitor performance for 2026 and 2025. The types of products and services provided by each segment are summarized below:

Data Storage — We manufacture and market data storage systems, including highly scalable automated magnetic tape libraries used to store, retrieve and manage electronic data. Our tape-based storage solutions enable businesses to manage the massive growth of digital data assets in a cost-effective manner, and address long-term archive, backup and recovery of electronic data. These products consist of networked libraries that store and move high-density tape cartridges and high-speed tape drives that stream data to and from the tape cartridges. These optimized solutions allow data-rich and video-centric markets such as media and entertainment, oil and gas, surveillance, digital security and medical imaging to achieve targeted data workflows. We also offer technical customer support service contracts, which provide customers with access to technical assistance, parts replacement of defective items, and the option to schedule on-site services, including support, installation, consulting, and design services, either through our team or our third-party service providers.

Power Supplies — We design and market high-efficiency switching power supplies. These power supplies are used to convert AC line voltage to DC voltages, or DC voltages to other DC voltages, for use in a wide variety of electronic equipment such as communications equipment, industrial machine tools, wireless systems, as well as medical and gaming devices. We utilize contract manufacturers in Asia to produce our power supplies products. We sell our products globally through authorized resellers and directly to OEMs.

QUALSTAR CORPORATION AND SUBSIDIARIES
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
(Unaudited)

Segment revenue, income (loss) before taxes, and total assets were as follows:

	Three Months Ended	
	March 31,	
	2026	2025
(In thousands)		
Revenues		
Data Storage:		
Product	\$ 1,100	\$ 971
Service	188	261
Total Data Storage	1,288	1,232
Power Supplies	137	427
Revenues	<u>\$ 1,425</u>	<u>\$ 1,659</u>

	Three Months Ended	
	March 31,	
	2026	2025
(In thousands)		
Income (Loss) Before Taxes		
Data Storage	\$ 12	\$ 242
Power Supplies	(74)	(59)
Income (loss) before taxes	<u>\$ (62)</u>	<u>\$ 183</u>

	March 31,	December 31,
	2026	2025
	(In thousands)	
Total Assets		
Data Storage		
Cash and cash equivalents	\$ 1,396	\$ 1,777
Marketable securities	1,217	943
Accounts receivable, net	604	672
Inventories	1,466	976
Prepaid expenses and other current assets	535	395
Property and equipment, net	14	15
Right-of-use assets	204	240
Other assets	49	49
Total Data Storage assets	<u>5,485</u>	<u>5,067</u>
Power Supplies		
Cash and cash equivalents	102	91
Accounts receivable, net	23	3
Inventories	1,195	1,223
Prepaid expenses and other current assets	5	5
Property and equipment, net	4	4
Other assets	23	23
Total Power Supplies assets	<u>1,352</u>	<u>1,349</u>
Total Assets	<u>\$ 6,837</u>	<u>\$ 6,416</u>

QUALSTAR CORPORATION AND SUBSIDIARIES

**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
(Unaudited)**

Note 9 – Related Party Transactions

Interlink Electronics, Inc.

Interlink Electronics, Inc. (Nasdaq: LINK) is a related party. Steven N. Bronson, our President, CEO, and Director, is also Chairman of the Board, President and CEO of Interlink. Ryan J. Hoffman, our CFO, is also the CFO of Interlink. Mr. Bronson, together with BKF Capital Group, Inc. (“BKF Capital”) which he controls, has a controlling interest in both Qualstar and Interlink. We have a mutual facilities sharing agreement with Interlink under which (i) we allow Interlink to use of a portion of our Camarillo, California office and warehouse facility, and Interlink allowed us to use (while Interlink occupied such facilities) a portion of its former office facilities in Irvine, California and Bellevue, Washington; and (ii) we have agreed to split substantially all rent and facilities-related costs for each location on an apportioned basis according to the approximate relative usage levels by each entity. In addition, we have a mutual consulting agreement with Interlink under which certain of our respective employees and/or independent contractors provide certain operational, sales, marketing, general and administrative services to the other entity. Qualstar and Interlink have also agreed to reimburse, or be reimbursed by, one another for certain expenses paid by one company on behalf of the other. Transactions with Interlink are as follows:

	Three Months Ended March 31,			
	2026		2025	
	Due to Interlink	Due from Interlink	Due to Interlink	Due from Interlink
	(in thousands)			
Balance at January 1,	\$ 5	\$ 25	\$ 8	\$ 12
Billed (or accrued) to Interlink by Qualstar	-	39	-	49
Paid by Interlink to Qualstar	-	(25)	-	-
Billed (or accrued) to Qualstar by Interlink	67	-	121	-
Paid by Qualstar to Interlink	(17)	-	(118)	-
Balance at March 31,	\$ 55	\$ 39	\$ 11	\$ 61

Ridgefield Acquisition Corp.

Ridgefield Acquisition Corp. (OTCMKTS: RDGA) (“Ridgefield”) is a related party. Steven N. Bronson, our President, CEO and Director, is also the CEO and Chairman of the Board of Ridgefield as well as Ridgefield’s largest shareholder. Ryan J. Hoffman, our CFO, is also the CFO of Ridgefield. In 2022, the Company executed an unsecured Revolving Promissory Note with Ridgefield (the “Ridgefield Note”). Under the terms of the Ridgefield Note, the Company may (but is not required to) make loans to Ridgefield from time to time upon request by Ridgefield, up to a maximum principal amount of \$250,000 (as amended). The Ridgefield Note may be prepaid by Ridgefield at any time without penalty and is repayable on demand by the Company. The Ridgefield Note provides for interest to accrue on the outstanding principal balance at a rate of ten percent per annum compounded quarterly. Ridgefield borrowed \$50,000 under the Ridgefield Note in 2022, \$50,000 in 2023, \$10,000 in 2024, \$75,887 in 2025, and \$45,447 in 2026. The balance of principal and accrued interest on the Ridgefield Note was \$231,334 and \$42,900, respectively, at March 31, 2026; and was \$185,887 and \$36,709, respectively, at December 31, 2025 (classified in Prepaid Expenses and Other Current Assets on our consolidated balance sheets).

BKF Capital Group, Inc.

BKF Capital Group, Inc. (OTCMKTS: BKFG) is a related party. Steven N. Bronson, our President, CEO and Director, is also the CEO and Chairman of the Board of BKF Capital. Ryan J. Hoffman, our CFO, is also the CFO of BKF Capital. BKF Capital, together with Mr. Bronson, has a controlling interest in Qualstar. Qualstar and BKF Capital have agreed to reimburse, or be reimbursed by, one another for certain expenses paid by one company on behalf of the other. There were no transactions between Qualstar and BKF Capital in the three months ended March 31, 2026 and 2025.

QUALSTAR CORPORATION AND SUBSIDIARIES

MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

Overview

Qualstar Corporation and its subsidiaries (“Qualstar”, the “Company”, “we”, “us” or “our”) manufacture and market data storage system products and compact, high-efficiency power supply solutions. Our data storage systems are marketed under the Qualstar brand and include highly scalable automated magnetic tape libraries used to store, retrieve and manage electronic data primarily in the network computing environment. Our data storage devices include models ranging from entry level to enterprise and are a cost-effective solution for organizations requiring backup, recovery and archival storage of critical electronic information. The distribution channels for our data storage devices include resellers, system integrators, and original equipment manufacturers (“OEMs”). In addition, the Company is a leading provider of standard, semi-custom and custom power supply solutions marketed under the N2Power brand. Our power supply solution products provide OEMs and product designers increased functionality while reducing thermal loads and cooling requirements and lowering operating costs. Our power supply solution products are currently sold to OEMs in a wide range of markets, including telecom/networking equipment, audio/visual, industrial, gaming and medical.

Qualstar Corporation was incorporated in California in 1984 and re-incorporated in Nevada in April 2026. It currently has three wholly owned subsidiaries: the N2Power, Inc. subsidiary (“N2Power”) operates the Company’s power supplies business; the Q-Smart Data Limited (China) subsidiary pursues new data storage business opportunities in Asia; and, the Qualstar Limited (U.K.) subsidiary supports expansion of the Company’s data storage business in the United Kingdom, Europe and Africa.

We sell our products globally through authorized resellers and distributors and directly to OEMs. Our data storage products are manufactured by our OEM suppliers in other parts of the world and configured to order by us at our facility in Camarillo, California, or at our facility in Shenzhen, China, or by our fulfilment and logistics partner in Warsaw, Poland. N2Power utilizes contract manufacturers in Asia to produce our power supply solutions products.

Results of Operations

The dollar amounts in the following tables are in thousands.

	Three Months Ended March 31,			
	2026		2025	
	Amount	% of Revenues	Amount	% of Revenues
Data storage revenues	\$ 1,288	90.4 %	\$ 1,232	74.3 %
Power supplies revenues	137	9.6	427	25.7
Revenues	1,425	100.0	1,659	100.0
Cost of goods sold	1,055	74.0	1,050	63.3
Gross profit	370	26.0	609	36.7
Operating expenses:				
Engineering	43	3.0	60	3.6
Sales and marketing	216	15.2	112	6.8
General and administrative	347	24.4	302	18.2
Total operating expenses	606	42.5	474	28.6
Income (loss) from operations	(236)	(16.6)	135	8.1
Other income (expense), net	174	12.2	48	2.9
Income (loss) before taxes	(62)	(4.4)	183	11.0
Provision for income taxes	-	-	-	-
Net income (loss)	\$ (62)	(4.4) %	\$ 183	11.0 %

QUALSTAR CORPORATION AND SUBSIDIARIES

**MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION
AND RESULTS OF OPERATIONS**

Revenues:

	Three Months Ended March 31,				Change	
	2026		2025			
	Amount	% of Revenues	Amount	% of Revenues	\$	%
Data storage revenues	\$ 1,288	90.4 %	\$ 1,232	74.3 %	\$ 56	4.5 %
Power supplies revenues	137	9.6	427	25.7	(290)	(67.9)
Revenues	<u>\$ 1,425</u>	<u>100.0 %</u>	<u>\$ 1,659</u>	<u>100.0 %</u>	<u>\$ (234)</u>	<u>(14.1) %</u>

The fluctuations in revenues for the three months ended March 31, 2026 compared to the prior year are attributable to the segment-specific factors described below.

Segment Revenue

Data Storage – For the three months ended March 31, 2026 compared to the same quarter last year, data storage revenues were up 5%, which was attributable to a 13% increase in product revenue from higher shipments of our tape-based data storage products and solutions, and a 28% decrease in revenues from technical service and support contracts.

Power Supplies – The 70% decrease in power supplies revenues in the three-month period ended March 31, 2026 compared to the prior-year period was due to decreased customer demand and order fulfillment of our power supplies products.

Gross Profit:

	Three Months Ended March 31,				Change	
	2026		2025			
	Amount	% of Revenues	Amount	% of Revenues	\$	%
Gross profit	\$ 370	26.0 %	\$ 609	36.7 %	\$ (239)	(39.2) %

The decreases in gross profit and gross margin percentage for the three months ended March 31, 2026 compared to the same quarter last year were due to lower revenue in the current year and also to changes in the mix of sales of data storage products and power supplies products sold.

Operating Expenses:

	Three Months Ended March 31,				Change	
	2026		2025			
	Amount	% of Revenues	Amount	% of Revenues	\$	%
Engineering	\$ 43	3.0 %	\$ 60	3.6 %	\$ (17)	(28.3) %
Sales and marketing	216	15.2	112	6.8	104	92.9
General and administrative	347	24.4	302	18.2	45	14.9
Total operating expenses	<u>\$ 606</u>	<u>42.5 %</u>	<u>\$ 474</u>	<u>28.6 %</u>	<u>\$ 132</u>	<u>27.8 %</u>

Engineering

Engineering expenses were down for the three-month period ended March 31, 2026 compared to the same quarter last year due to a decrease in power supplies product-development costs.

Sales and Marketing

Sales and marketing expenses increased for the three-month period ended March 31, 2026 compared to the same

QUALSTAR CORPORATION AND SUBSIDIARIES

MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

quarter last year due to higher costs on marketing and promotional activities and trade shows, and also due to prior year including the benefit of approximately \$56,000 of Employee Retention Credits (ERCs).

General and Administrative

General and administrative costs increased for the three months ended March 31, 2026 compared to the same quarter last year due primarily to prior year including the benefit of approximately \$39,000 of ERCs.

Other Income (Expense), net

Other income (expense), net for the three months ended March 31, 2026 included \$14,000 of interest income, \$(1,000) of losses on foreign currency exchange, and \$162,000 of gains on marketable securities. Other income (expense) for the three months ended March 31, 2025 included \$40,000 of interest income, \$19,000 of gains on foreign currency exchange, and \$(11,000) of losses on marketable securities.

Liquidity and Capital Resources

Cash and cash equivalents decreased \$370,000 to \$1,498,000 at March 31, 2026, from \$1,868,000 at December 31, 2025.

Operating Activities

Net cash used in operating activities was \$258,000 for the three months ended March 31, 2026, compared with cash provided by operating activities of \$108,000 for 2025. Cash used in operating activities in 2026 was the result of net loss of \$62,000, non-cash expenses of \$17,000, non-cash gains on marketable securities of \$162,000, and cash used in changes in operating assets and liabilities of \$51,000. Cash provided by operations in 2025 was the result of net income of \$183,000, non-cash expenses of \$49,000, losses on marketable securities of \$11,000, and cash used in changes in operating assets and liabilities of \$135,000.

Investing Activities

Cash used in investing activities for the three months ended March 31, 2026 consisted of \$112,000 of net purchases of marketable securities. Cash used in investing activities for the three months ended March 31, 2025 consisted of \$202,000 of net purchases of marketable securities.

Financing Activities

No cash was provided by or used in financing activities for the three months ended March 31, 2026. Cash used in financing activities for the three months ended March 31, 2025 consisted of \$8,000 used to repurchase shares of the Company's common stock under the Company's Stock Repurchase Program.

We believe that our existing cash and cash equivalents and cash flows from our operating activities will be sufficient to fund our working capital and capital expenditure needs for at least twelve months from the date of this report. We may utilize cash to invest in or acquire businesses, products or technologies that we believe are additive to the strategic expansion of the Company. We periodically evaluate other companies and technologies for possible investment or acquisition. In addition, we have made, and may in the future make, investments in companies with whom we have identified potential synergies. However, we have no present commitments or agreements with respect to any material investment in or acquisition of other businesses or technologies. In the event that we require additional capital to meet our business needs, there can be no assurance that additional funding will be available to us when needed or, if available, that it can be obtained on commercially reasonable terms.