

FORM 6 – K

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Report on Foreign Issuer

Pursuant to Rule 13a – 16 or 15d – 16 of the Securities Exchange Act of 1934

For the Month of August, 2024

Gilat Satellite Networks Ltd

(Translation of Registrant's Name into English)

Gilat House, Yegia Kapayim Street Daniv Park, Kiryat Arye, Petah Tikva, Israel (Address of Principal Corporate Offices)

(Address of Princip	al Corporate Offices)
Indicate by check mark whether the registrant files or will file annual reports under cover Form 20	0-F or Form 40-F.
Form 20-F ⊠	Form 40-F □
Indicate by check mark whether the registrant by furnishing the information contained in this for the Securities Exchange Act of 1934.	m is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) unde
Yes □	No ⊠
If "Yes" is marked, indicate below the file number assigned to the registrant in connection with R	ule 12g3-2(b): N/A

On August 7, 2024, the Registrant issued a press release announcing its unaudited second-quarter 2024 results. A copy of this press release is furnished herewith.

The attached press release is being furnished and shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934 (the "Exchange Act") or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933 or the Exchange Act, regardless of any general incorporation language in such filing.

Signature

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, thereunto duly authorized.

Gilat Satellite Networks Ltd. (Registrant)

Dated August 7, 2024

By: /s/ Doron Kerbel

Doron Kerbel General Counsel & Company Secretary



Gilat Reports Second Quarter 2024 Results

Revenue Increased by 13% Year-over-Year,

GAAP Operating Income of \$2.8 Million and

Adjusted EBITDA of \$10.1 Million

Petah Tikva, Israel, August 7, 2024 — Gilat Satellite Networks Ltd. (NASDAQ: GILT, TASE: GILT), a worldwide leader in satellite networking technology, solutions and services, today reported its results for the second quarter, ended June 30, 2024.

Second Quarter 2024 Financial Highlights

- Revenue of \$76.6 million, up 13% compared with \$67.6 million in Q2 2023;
- GAAP operating income of \$2.8 million, compared with \$5.4 million in Q2 2023;
 - o The decline is mainly attributable to the acquisition-related expenses, amortization of purchased intangibles, and earnout-based expenses related to DataPath acquisition;
- Non-GAAP operating income of \$7.3 million, up 21% compared with \$6.1 million in Q2 2023;
- GAAP net income of \$1.3 million, or \$0.02 per diluted share, compared with \$4.3 million, or \$0.08 per diluted share, in Q2 2023;
- Non-GAAP net income of \$5.6 million, or \$0.10 per diluted share, up 13% compared with \$4.9 million, or \$0.09 per diluted share, in Q2 2023;
- Adjusted EBITDA of \$10.1 million, up 10% compared with \$9.2 million in Q2 2023.

Forward-Looking Expectations

The Company today reiterated its formerly issued guidance expectations for 2024.

Expectations are for revenue between \$305 and \$325 million, representing year-over-year growth of 18% at the midpoint. GAAP operating income is expected to be between \$15 and \$19 million, and Adjusted EBITDA is expected to be between \$40 and \$44 million, representing year-over-year growth of 15% at the mid-point.

This Guidance does not include any contribution expected from the acquisition of Stellar Blu. However given Stellar Blu has already begun delivering its antennas, and assuming closing will happen during the beginning of Q4, we estimate SBS revenues will add between \$25 to \$35 million in Q4.

Management Commentary

Adi Sfadia, Gilat's CEO, commented: "We are pleased with our results for the second quarter. Our business continues to perform well and we are on track with our expectations for 2024. The pipeline of potential orders throughout our business continues to broaden, supported by our next-generation platform and growth engines. In particular, we are pleased with the solid traction we are experiencing in the growing defense satellite communications segment, a strategic growth vector for us. This is strongly supported by our DataPath subsidiary acquired at the end of last year, which has already proven itself as a successful acquisition and key contributor to our success this quarter."

Mr. Sfadia added, "We recently took a major strategic step and announced our intention to acquire Stellar Blu, a leader and first-to-market in delivering Electronically Steerable Antenna for the In-Flight-Connectivity market. Given Stellar Blu has already begun delivering its antennas we now expect Stellar Blu to add between \$120-\$150 million in revenue in 2025 and be accretive to our Non-GAAP results. Furthermore, we estimate that once Stellar Blu reaches its target manufacturing capacity during the second half of 2025, its EBITDA margin will be above 10%".

Mr. Sfadia concluded, "With Stellar Blu on board, we will become the leader in the ESA IFC market, which we believe is set to explode in popularity and become widely adopted in the coming years. I believe that this acquisition will transform Gilat into a high-growth company for many years to come, providing us with a highly attractive portfolio of ESA products and technologies. We are very excited about the significant potential this acquisition holds for Gilat."

Key Recent Announcements

- · Gilat Awarded Over \$9M for its GEO and NGSO Satellite Communications Solutions
- Gilat Awarded Over \$5M by a National Defense Organization for the Upgrade of Transportable SATCOM Network Hubs
- Gilat Receives Over \$10M Contract Extension for Cellular Backhaul Services

- · Gilat Awarded Over \$9M to Support Critical Connectivity Requirements for the US Department of Defense
- · Gilat Receives over \$14M in Orders Expanding Further into the IFC Market
- · Gilat to Acquire Stellar Blu, an IFC Market Leader with a First-to-Market ESA-Based Solution for Commercial Aviation
- Nicole Robinson Appointed President of DataPath Inc.

Conference Call Details

Gilat's management will discuss its second quarter 2024 results and business achievements and participate in a question-and-answer session:

Date: Wednesday, August 7, 2024 Start: 09:30 AM EDT / 16:30 IDT Dial-in: US: 1-888-407-2553 International: +972-3-918-0609

A simultaneous webcast of the conference call will be available on the Gilat website at www.gilat.com and through this link: https://veidan.activetrail.biz/gilatq2-2024

The webcast will also be archived for a period of 30 days on the Company's website and through the link above.

Non-GAAP Measures

The attached summary unaudited financial statements were prepared in accordance with U.S. Generally Accepted Accounting Principles (GAAP). To supplement the consolidated financial statements presented in accordance with GAAP, the Company presents non-GAAP presentations of gross profit, operating expenses, operating income, income before taxes on income, net income, Adjusted EBITDA, and earnings per share. The adjustments to the Company's GAAP results are made with the intent of providing both management and investors with a more complete understanding of the Company's underlying operational results, trends, and performance. Non-GAAP financial measures mainly exclude, if and when applicable, the effect of stock-based compensation expenses, amortization of purchased intangibles, lease incentive amortization, other non-recurring expenses, other integration expenses, other operating expenses (income), net, one-time changes of deferred tax assets and income tax effect on the relevant adjustments.

Adjusted EBITDA is presented to compare the Company's performance to that of prior periods and evaluate the Company's financial and operating results on a consistent basis from period to period. The Company also believes this measure, when viewed in combination with the Company's financial results prepared in accordance with GAAP, provides useful information to investors to evaluate ongoing operating results and trends. Adjusted EBITDA, however, should not be considered as an alternative to operating income or net income for the period and may not be indicative of the historic operating results of the Company; nor is it meant to be predictive of potential future results. Adjusted EBITDA is not a measure of financial performance under GAAP and may not be comparable to other similarly titled measures for other companies. Reconciliation between the Company's net income and adjusted EBITDA is presented in the attached summary financial statements.

Non-GAAP presentations of gross profit, operating expenses, operating income, income before taxes on income, net income, adjusted EBITDA and earnings per share should not be considered in isolation or as a substitute for any of the consolidated statements of operations prepared in accordance with GAAP, or as an indication of Gilat's operating performance or liquidity.

About Gilat

Gilat Satellite Networks Ltd. (NASDAQ: GILT, TASE: GILT) is a leading global provider of satellite-based broadband communications. With over 35 years of experience, we create and deliver deep technology solutions for satellite, ground and new space connectivity and provide comprehensive, secure end-to-end solutions and services for mission-critical operations, powered by our innovative technology. We believe in the right of all people to be connected and are united in our resolution to provide communication solutions to all reaches of the world.

Our portfolio includes a diverse offering to deliver high value solutions for multiple orbit constellations with very high throughput satellites (VHTS) and software defined satellites (SDS). Our offering is comprised of a cloud-based platform and high-performance satellite terminals; high performance Satellite On-the-Move (SOTM) antennas; highly efficient, high-power Solid State Power Amplifiers (SSPA) and Block Upconverters (BUC) and includes integrated ground systems for commercial and defense, field services, network management software, and cybersecurity services.

Gilat's comprehensive offering supports multiple applications with a full portfolio of products and tailored solutions to address key applications including broadband access, mobility, cellular backhaul, enterprise, defense, aerospace, broadcast, government, and critical infrastructure clients all while meeting the most stringent service level requirements. For more information, please visit: www.gilat.com

Certain statements made herein that are not historical are forward-looking within the meaning of the Private Securities Litigation Reform Act of 1995. The words "estimate", "project", "intend", "expect", "believe" and similar expressions are intended to identify forward-looking statements. These forward-looking statements involve known and unknown risks and uncertainties. Many factors could cause the actual results, performance or achievements of Gilat to be materially different from any future results, performance or achievements that may be expressed or implied by such forward-looking statements, including, among others, changes in general economic and business conditions, inability to maintain market acceptance to Gilat's products, inability to timely develop and introduce new technologies, products and applications, rapid changes in the market for Gilat's products, loss of market share and pressure on prices resulting from competition, introduction of competing products by other companies, inability to manage growth and expansion, loss of key OEM partners, inability to attract and retain qualified personnel, inability to protect the Company's proprietary technology and risks associated with Gilat's international operations and its location in Israel, including those related to the current terrorist attacks by Hamas, and the war and hostilities between Israel and Hamas and Israel and Hezbollah. For additional information regarding these and other risks and uncertainties associated with Gilat's business, reference is made to Gilat's reports filed from time to time with the Securities and Exchange Commission. We undertake no obligation to update or revise any forward-looking statements for any reason.

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GILAT SATELLITE NETWORKS LTD. CONSOLIDATED STATEMENTS OF INCOME U.S. dollars in thousands (except share and per share data)

		Six months ended June 30,					
	2024	2023	2024	2023			
	U	naudited	Una	udited			
Revenues	¢ 150.70	0 0 106.551	D 76.621	¢ 67.500			
Cost of revenues	\$ 152,70		\$ 76,631	\$ 67,589			
Cost of revenues	98,08	2 76,330	50,058	42,053			
Gross profit	54,62	7 50,221	26,573	25,536			
Research and development expenses, net	18,54		9,228	9,384			
Selling and marketing expenses	14,10	The second secon	7,032	5,932			
General and administrative expenses	14,5			4,724			
Other operating expenses (income), net		5) (2,340)	1,085	47			
Total operating expenses	46,44	5 37,759	23,782	20,087			
Operating income	8,18	2 12,462	2,791	5,449			
Financial income (expenses), net	77	9 (735)	266	(586)			
Income before taxes on income	8,96	11,727	3,057	4,863			
Taxes on income	(2,65	5) (1,822)	(1,755)	(538)			
Net income	\$ 6,26	6 \$ 9,905	\$ 1,302	\$ 4,325			
Earnings per share (basic and diluted)	\$ 0.1	1 \$ 0.17	\$ 0.02	\$ 0.08			
Weighted average number of shares used in							
computing earnings per share							
Basic	57,016,80	8 56,615,714	57,017,032	56,617,943			
Diluted	57,016,80	8 56,622,204	57,017,032	56,620,977			
	27,010,00	20,022,204	27,027,002	20,020,777			

GILAT SATELLITE NETWORKS LTD. RECONCILIATION BETWEEN GAAP AND NON-GAAP CONSOLIDATED STATEMENTS OF INCOME FOR COMPARATIVE PURPOSES

U.S. dollars in thousands (except share and per share data)

		Three months ended June 30, 2024					Three months ended June 30, 2023						
	GAAP	Ad	justments (*)		Non-GAAP		GAAP	Ad	justments (*)		Non-GAAP		
			Unaudited						Unaudited				
Gross profit	\$ 26,573	\$	1,617	\$	28,190	\$	25,536	\$	95	\$	25,631		
Operating expenses	23,782		(2,914)		20,868		20,087		(513)		19,574		
Operating income	2,791		4,531		7,322		5,449		608		6,057		
Income before taxes on income	3,057		4,531		7,588		4,863		608		5,471		
Net income	\$ 1,302	\$	4,253	\$	5,555	\$	4,325	\$	608	\$	4,933		
Earnings per share (basic and diluted)	\$ 0.02	\$	0.08	\$	0.10	\$	0.08	\$	0.01	\$	0.09		
Weighted average number of shares used in computing earnings per share													
Basic	57,017,032				57,017,032		56,617,943				56,617,943		
Diluted	 57,017,032				57,017,032		56,620,977				56,620,977		

^(*) Adjustments reflect the effect of stock-based compensation expenses as per ASC 718, amortization of purchased intangibles, other operating expenses, net, other non-recurring expenses, other integration expenses and income tax effect on such adjustments which is calculated using the relevant effective tax rate.

	Three months ended June 30, 2024 Unaudited		Three months ended June 30, 2023 Unaudited
GAAP net income	\$	1,302	\$ 4,325
Gross profit			
Stock-based compensation expenses		150	95
Amortization of purchased intangibles		920	-
Other non-recurring expenses		466	-
Other integration expenses		81	-
		1,617	95
Operating expenses			
Stock-based compensation expenses		705	417
Stock-based compensation expenses related to business combination		842	-
Amortization of purchased intangibles		267	49
Other operating expenses, net		1,085	47
Other integration expenses		15	-
		2,914	513
	-		
Taxes on income		(278)	
Non-GAAP net income	\$	5,555	\$ 4,933
		8	

GILAT SATELLITE NETWORKS LTD. RECONCILIATION BETWEEN GAAP AND NON-GAAP CONSOLIDATED STATEMENTS OF INCOME FOR COMPARATIVE PURPOSES

U.S. dollars in thousands (except share and per share data)

			onths ended ne 30, 2024			Six months ended June 30, 2023						
	GAAP	Adju	istments (*)	ľ	Non-GAAP	GAAP	Adj	ustments (*)	I	Non-GAAP		
		U	naudited				τ	Jnaudited				
Gross profit	\$ 54,627	\$	2,343	\$	56,970	\$ 50,221	\$	170	\$	50,391		
Operating expenses	46,445		(3,413)		43,032	37,759		1,296		39,055		
Operating income	8,182		5,756		13,938	12,462		(1,126)		11,336		
Income before taxes on income	8,961		5,756		14,717	11,727		(1,126)		10,601		
Net income	\$ 6,266	\$	5,303	\$	11,569	\$ 9,905	\$	(1,126)	\$	8,779		
Earnings per share (basic and diluted)	\$ 0.11	\$	0.09	\$	0.20	\$ 0.17	\$	(0.01)	\$	0.16		
Weighted average number of shares used in computing earnings per share												
Basic	57,016,808				57,016,808	56,615,714				56,615,714		
Diluted	 57,016,808				57,062,883	 56,622,204				56,622,204		

^(*) Adjustments reflect the effect of stock-based compensation expenses as per ASC 718, amortization of purchased intangibles, other operating income, net, other non-recurring expenses, other integration expenses and income tax effect on such adjustments which is calculated using the relevant effective tax rate.

	June	nths ended 30, 2024 naudited	Six months ended June 30, 2023 Unaudited	
GAAP net income	\$	6,266	\$ 9,905	
Gross profit				
Stock-based compensation expenses		300	170	
Amortization of purchased intangibles		1,427		
Other non-recurring expenses		466		
Other integration expenses		150	-	
		2,343	170	
Operating expenses				
Stock-based compensation expenses		1,422	944	
Stock-based compensation expenses related to business combination		2,166		
Amortization of purchased intangibles		524	100	
Other operating income, net		(725)	(2,340)	
Other integration expenses		26	-	
		3,413	(1,296)	
Taxes on income		(453)	-	
Non-GAAP net income	\$	11,569	\$ 8,779	
		9		

GILAT SATELLITE NETWORKS LTD. SUPPLEMENTAL INFORMATION U.S. dollars in thousands

ADJUSTED EBITDA:

	Six months ended June 30,					Three months ended June 30,			
	 2024		2023		2024	2023			
	 Unau	dited			Unau	dited			
GAAP net income	\$ 6,266	\$	9,905	\$	1,302	\$	4,325		
Adjustments:									
Financial expenses (income), net	(779)		735		(266)		586		
Taxes on income	2,695		1,822		1,755		538		
Stock-based compensation expenses	1,722		1,114		855		512		
Stock-based compensation expenses related to business combination	2,166		-		842		-		
Depreciation and amortization (*)	7,443		6,335		3,963		3,172		
Other operating expenses (income), net	(725)		(2,340)		1,085		47		
Other non-recurring expenses	466		-		466		-		
Other integration expenses	 176				96				
Adjusted EBITDA	\$ 19,430	\$	17,571	\$	10,098	\$	9,180		

(*) Including amortization of lease incentive

SEGMENT REVENUES:

	Six months ended June 30,					Three months ended June 30,			
	·	2024		2023	-	2024		2023	
	Unaudited				Unaudited				
Satellite Networks	\$	97,378	\$	74,273	\$	50,605	\$	40,727	
Integrated Solutions		24,619		25,619		12,969		12,700	
Network Infrastructure and Services		30,712		26,659		13,057		14,162	
Total revenues	\$	152,709	\$	126,551	\$	76,631	\$	67,589	

		June 30, 2024 Unaudited		 2023 Audited
			naudited	 Addited
ASSETS				
CURRENT ASSETS:				
Cash and cash equivalents		\$	93,667	\$ 103,961
Restricted cash			1,030	736
Trade receivables, net			62,217	44,725
Contract assets			26,041	28,327
Inventories			36,774	38,525
Other current assets			20,016	 24,299
Total current assets			239,745	240,573
LONG-TERM ASSETS:				
Restricted cash			54	54
Long-term contract assets			8,587	9,283
Severance pay funds			5,607	5,737
Deferred taxes			9,760	11,484
Operating lease right-of-use assets			4,910	5,105
Other long-term assets			8,120	 9,544
Total long-term assets			37,038	 41,207
PROPERTY AND EQUIPMENT, NET			71,168	 74,315
INTANGIBLE ASSETS, NET			14,238	 16,051
GOODWILL			54,740	54,740
TOTAL ASSETS		\$	416,929	\$ 426,886
	11			

	June 30, 2024	December 31, 2023
	Unaudited	Audited
LIABILITIES AND SHAREHOLDERS' EQUITY		
CURRENT LIABILITIES:		
Short-term debt	\$ 129	\$ 7,453
Trade payables	17,585	13,873
Accrued expenses	48,621	51,906
Advances from customers and deferred revenues	25,188	34,495
Operating lease liabilities	2,622	2,426
Other current liabilities	18,079	16,431
Total current liabilities	112,224	126,584
LONG-TERM LIABILITIES:		
Long-term loan	2,000	2,000
Accrued severance pay	6,467	6,537
Long-term advances from customers and deferred revenues	912	1,139
Operating lease liabilities	2,430	3,022
Other long-term liabilities	10,141	12,916
Total long-term liabilities	21,950	25,614
SHAREHOLDERS' EQUITY:		
Share capital - ordinary shares of NIS 0.2 par value	2,733	2,733
Additional paid-in capital	940,520	937,591
Accumulated other comprehensive loss	(6,443)	(5,315)
Accumulated deficit	(654,055)	(660,321)
Total shareholders' equity	282,755	274,688
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY	\$ 416,929	\$ 426,886
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GILAT SATELLITE NETWORKS LTD. CONSOLIDATED STATEMENTS OF CASH FLOWS U.S. dollars in thousands

	Six months ended					Three months ended				
		Jun	e 30,			June	e 30,			
		2024		2023		2024		2023		
		Unau	ıdited			Unau	dited			
Cash flows from operating activities:										
Net income	\$	6,266	\$	9,905	\$	1,302	\$	4,325		
Adjustments required to reconcile net income to net cash provided by operating activities:										
Depreciation and amortization		7,333		6,222		3,908		3,115		
Stock-based compensation *)		3,888		1,114		1,697		512		
Accrued severance pay, net		60		196		115		(101)		
Deferred taxes, net		1,724		1,820		1,273		694		
Decrease (increase) in trade receivables, net		(17,734)		9,398		(8,937)		2,907		
Decrease (increase) in contract assets		2,982		8,378		(3,266)		3,461		
Decrease in other assets and other adjustments (including short-term, long-term and effect of										
exchange rate changes on cash and cash equivalents)		5,512		243		2,005		3,010		
Decrease (increase) in inventories, net		974		(7,895)		4,167		(272)		
Increase (decrease) in trade payables		3,579		(4,240)		4,245		(6,229)		
Decrease in accrued expenses		(2,229)		(5,039)		(989)		(2,840)		
Increase (decrease) in advances from customers and deferred revenues		(9,486)		3,124		(6,732)		7,593		
Decrease in other liabilities		(2,177)		(15,009)		(2,316)		(14,161)		
Net cash provided by (used in) operating activities		692		8,217		(3,528)		2,014		
Cash flows from investing activities:										
Purchase of property and equipment		(2,650)		(6,556)		(1,857)		(3,524)		
Net cash used in investing activities		(2,650)		(6,556)		(1,857)		(3,524)		
Cash flows from financing activities:										
Repayment of credit facility, net		(7,453)				(4,709)		-		
Repayments of short-term debts		(1,340)		_		(1,340)		_		
Proceeds from short-term debts		1,469				1,469				
Net cash used in financing activities		(7,324)				(4,580)		-		
Effect of exchange rate changes on cash, cash equivalents and restricted cash		(718)		(1,010)	_	(450)		(433)		
Increase (decrease) in cash, cash equivalents and restricted cash		(10,000)		651		(10,415)		(1,943)		
		404 = 5		0=4:-		405455		00 =42		
Cash, cash equivalents and restricted cash at the beginning of the period		104,751		87,145	_	105,166	_	89,739		
Cash, cash equivalents and restricted cash at the end of the period	\$	94,751	\$	87,796	\$	94,751	\$	87,796		

^{*)} Stock-based compensation including expenses related to business combination in the amounts of \$2,166 and \$842 for the six months and three months ended June 30, 2024, respectively.