Instruction 1(b).

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington,	DС	20549
rvasiliigion,	D.C.	20040

STATEMENT	OF	CHANGES	IN BEN	NEFICIAL	OWNERS	HIP

OMB APPROVAL							
OMB Number: 3235-0287							
Estimated average burden							
hours per response: 0.5							

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Name and Address of Reporting Person*     Singh Mohit					2. Issuer Name and Ticker or Trading Symbol POWELL INDUSTRIES INC [ POWL ]								(Che	elationship eck all app C Direc	,	ng Perso	on(s) to Is 10% Ov		
(Last)	(Fi	rst) (f	Middle)		3. Date of Earliest Transaction (Month/Day/Year) 02/14/2024								Office belov	er (give title v)		Other (s below)	specify		
8550 MOSLEY ROAD					4. If A	4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable Line)					
(Street)														2		filed by On	•	Ü	
HOUST	ON TX	7	7075												Form Perso	filed by Mo on	re than	One Repo	orting
(City)	(St	ate) (Ž	Zip)		Rule 10b5-1(c) Transaction Indication														
					Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.										nded to				
		Table	I - Non	-Deriva	tive S	Secu	rities	Acq	uired,	Dis	posed of	, or E	3en	eficial	lly Own	ed			
Date				2. Transac Date (Month/Da	Execution Date,		Date,	3. Transaction Code (Instr. 8)  4. Securities Disposed Of 5)		es Acquired (A) o Of (D) (Instr. 3, 4		(A) or 3, 4 and	Benefic Owned	ies cially Following	Form: (D) or I	orm: Direct ) or Indirect (Instr. 4)	7. Nature of Indirect Beneficial Ownership		
							Code	v	Amount	(A) (D)	or	Price	Transa	Reported Transaction(s) (Instr. 3 and 4)			(Instr. 4)		
Common Stock 02/1					2024 02/14/2024		A		660(1)	660 <sup>(1)</sup> A		\$0.01	1 660 <sup>(2)</sup>		I	D			
	Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																		
1. Title of Derivative Security (Instr. 3)	rivative Conversion Date Execution Date, curity or Exercise (Month/Day/Year) if any		4. Transa Code ( 8)				6. Date Exercisable and Expiration Date (Month/Day/Year)			7. Title and Amount of Securities Underlying Derivative Security (Instr 3 and 4)		j (	s. Price of Derivative Security Instr. 5)	9. Number derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	Ownershi Form: Direct (D) or Indirec (I) (Instr. 4	wnership orm: irect (D) r Indirect	Beneficial Ownership (Instr. 4)		
					Code V (A) (D)			Date Exercis	able	Expiration Date	Title	Amour or Number of itle Shares							

## **Explanation of Responses:**

- 1. Represents shares of restricted stock that have been granted to the Reporting Person as compensation for serving on the Powell Industries Board of Directors under the Non-Employee Director Equity Incentive Plan. These shares vest on the earlier of the first anniversary from the date of the grant or the Company's 2025 Annual Stockholder Meeting.
- 2. Includes shares that have a time-based vesting provision.

## Remarks:

Michael W. Metcalf, Power of 02/20/2024 Attorney for Mohit Singh

\*\* Signature of Reporting Person

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- \* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.