

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Check this box if no longer subject to
Section 16. Form 4 or Form 5
obligations may continue. See
Instruction 1(b).

Check this box to indicate that a
transaction was made pursuant to a
contract, instruction or written plan
for the purchase or sale of equity
securities of the issuer that is
intended to satisfy the affirmative
defense conditions of Rule 10b5-
1(c). See Instruction 10.

1. Name and Address of Reporting Person* <u>Mauney William Marshall Jr</u>			2. Issuer Name and Ticker or Trading Symbol <u>POWELL INDUSTRIES INC [POWL]</u>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner ☒ Officer (give title below) Other (specify below) <u>Vice President, R&D</u>		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <u>05/11/2026</u>			6. Individual or Joint/Group Filing (Check Applicable Line) ☒ Form filed by One Reporting Person Form filed by More than One Reporting Person		
<u>8550 MOSLEY ROAD</u>			4. If Amendment, Date of Original Filed (Month/Day/Year)					
(Street)								
<u>HOUSTON</u>	<u>TX</u>	<u>77075</u>						
(City)	(State)	(Zip)						

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	05/11/2026	05/11/2026	S		927	D	\$321.86 ⁽¹⁾	12,426 ⁽²⁾⁽³⁾	D	
Common Stock	05/11/2026	05/11/2026	S		386	D	\$322.7 ⁽⁴⁾	12,040 ⁽²⁾⁽³⁾	D	
Common Stock	05/11/2026	05/11/2026	S		176	D	\$323.82 ⁽⁵⁾	11,864 ⁽²⁾⁽³⁾	D	
Common Stock	05/11/2026	05/11/2026	S		313	D	\$324.87 ⁽⁶⁾	11,551 ⁽²⁾⁽³⁾	D	
Common Stock	05/11/2026	05/11/2026	S		623	D	\$325.97 ⁽⁷⁾	10,928 ⁽²⁾⁽³⁾	D	
Common Stock	05/11/2026	05/11/2026	S		66	D	\$327.06 ⁽⁸⁾	10,862 ⁽²⁾⁽³⁾	D	
Common Stock	05/11/2026	05/11/2026	S		9	D	\$327.69 ⁽⁹⁾	10,853 ⁽²⁾⁽³⁾	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)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		Date Exercisable	Expiration Date					
						(A) (D)			Title Amount or Number of Shares				

Explanation of Responses:

1. The price reported in Column 4 is an average price; shares were sold in multiple transactions. Reporting range is \$321.39-\$322.39, inclusive. Reporting person, upon request, will provide Powell Industries, Inc. or the staff of the Securities & Exchange Commission full information regarding the number of shares sold at each price within the ranges set for in this footnote.

2. Includes shares that have a time-based vesting provision.

3. The reported number of shares have been adjusted to reflect the impact of the issuer's 3-for-1 forward split of its Common Stock effected on April 2, 2026.

4. The price reported in Column 4 is an average price; shares were sold in multiple transactions. Reporting range is \$322.43-\$323.40, inclusive. Reporting person, upon request, will provide Powell Industries, Inc. or the staff of the Securities & Exchange Commission full information regarding the number of shares sold at each price within the ranges set for in this footnote.

5. The price reported in Column 4 is an average price; shares were sold in multiple transactions. Reporting range is \$323.44-\$324.39, inclusive. Reporting person, upon request, will provide Powell Industries, Inc. or the staff of the Securities & Exchange Commission full information regarding the number of shares sold at each price within the ranges set for in this footnote.

6. The price reported in Column 4 is an average price; shares were sold in multiple transactions. Reporting range is \$324.47-\$325.10, inclusive. Reporting person, upon request, will provide Powell Industries, Inc. or the staff of the Securities & Exchange Commission full information regarding the number of shares sold at each price within the ranges set for in this footnote.

7. The price reported in Column 4 is an average price; shares were sold in multiple transactions. Reporting range is \$325.44-\$326.54, inclusive. Reporting person, upon request, will provide Powell Industries, Inc. or the staff of the Securities & Exchange Commission full information regarding the number of shares sold at each price within the ranges set for in this footnote.

8. The price reported in Column 4 is an average price; shares were sold in multiple transactions. Reporting range is \$326.66-\$327.45, inclusive. Reporting person, upon request, will provide Powell Industries, Inc. or the staff of the Securities & Exchange Commission full information regarding the number of shares sold at each price within the ranges set for in this footnote.

9. The price reported in Column 4 is an average price; shares were sold in multiple transactions. Reporting range is \$327.68-\$327.71, inclusive. Reporting person, upon request, will provide Powell Industries, Inc. or the staff of the Securities & Exchange Commission full information regarding the number of shares sold at each price within the ranges set for in this footnote.

Remarks:

Michael W. Metcalf, Power of
Attorney for William Marshall 05/12/2026
Mauney, Jr.

** Signature of Reporting Person Date

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.