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

September 10, 2025
Date of Report (Date of earliest event reported)

Pitney Bowes Inc.
(Exact name of registrant as specified in its charter)

Delaware	1-3579	06-0495050
(State or other jurisdiction of incorporation or organization)	(Commission file number)	(I.R.S. Employer Identification No.)

3001 Summer Street
Stamford, Connecticut 06926
(Address of principal executive offices, including zip code)

(203) 356-5000
(Registrant's telephone number, including area code)

Not Applicable
(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 (*see* General Instruction A.2. below):

☐ 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, $1 par value per share	PBI	New York Stock Exchange
6.70% Notes due 2043	PBI.PRB	New York Stock Exchange

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 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On September 11, 2025, the Board of Directors (the "Board") of Pitney Bowes Inc. (the "Company") appointed Wayne Walker to serve as a director of the Board, effective as of September 15, 2025. Mr. Walker will serve on the Governance Committee and the Executive Compensation Committee of the Board. Mr. Walker will participate in the standard non-management director compensation arrangements described in the Company's proxy statement.

In addition, Shemin Nurmohamed ceased serving as Executive Vice President and President, Sending Technology Solutions and departed from the Company, effective as of end of business on September 11, 2025. She will be succeeded by Todd Everett, who resigned from the Board on September 11, 2025, with such resignation effective as of September 14, 2025.

Appointment of Wayne Walker as a Director

Mr. Walker, age 66, has over 35 years of experience in corporate governance, turnaround management, corporate restructuring, and bankruptcy matters. In 1998, Mr. Walker founded Walker Nell Partners, Inc., an international business consulting firm, and has served as its president from its founding to the present. Before founding Walker Nell Partners, Inc., Mr. Walker worked for 15 years at the DuPont Company in Wilmington, Delaware, in the Securities and Bankruptcy group, where he worked in the Corporate Secretary's office and served as Senior Counsel. Mr. Walker also served on the global leadership teams of DuPont Corian(r) and Electronic Materials businesses.

From 2022 to present, Mr. Walker has served as a director of Outdoor Holding Company, formerly AMMO, Inc. (Nasdaq: POWW), a premier online marketplace for firearms and outdoor gear. From December 2020 to the present, Mr. Walker has served as a director of StableX Technologies, Inc., formerly "AYRO, Inc." (Nasdaq: SBLX), a company focused on the growth of the stablecoin industry and PharmaCyte Biotech, Inc. (Nasdaq: PMCB), a biotechnology company focused on developing cellular therapies.

From 2018 to 2023, Mr. Walker served as a director of Wrap Technologies, Inc. (Nasdaq: WRAP), an innovator of modern policing solutions, where he served as chairperson of the board. From 2018 to 2023, Mr. Walker served as a director of Pitcairn Company and as the Chair of its Compensation Committee.

From 2013 to 2020, Mr. Walker served as chairperson of the board of trustees of National Philanthropic Trust, a public donor advised fund charity. From 2018 to 2020, Mr. Walker served as Vice President of the Board of Education of the City of Philadelphia. Mr. Walker has also served on the board of directors for many other companies, foundation, and charities. Mr. Walker has a Doctor of Jurisprudence from Catholic University (Washington, DC) and a Bachelor of Arts from Loyola University (New Orleans). He is an attorney licensed by the State Bar of Georgia. He is a member of the State Bar Association of Georgia and the National Association of Corporate Directors.

There are no arrangements or understandings between Mr. Walker and any person pursuant to which Mr. Walker was selected as a director, and no family relationships exist between Mr. Walker and any director or executive officer of the Company. Mr. Walker is not a party to any transaction, or series of transactions, required to be disclosed pursuant to Item 404(a) of Regulation S-K.

Item 7.01. Regulation FD Disclosure.

On September 12, 2025, the Company issued a press release announcing Mr. Walker's appointment as a director of the Board, Mr. Everett's resignation from the Board and Ms. Nurmohamed's departure from the Company. A copy of the press release is furnished hereto as Exhibit 99.1 and incorporated into this Item 7.01 by reference.

The information in this Item 7.01 of Form 8-K, including the accompanying Exhibit 99.1, 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 liability of such section, nor shall such information be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, regardless of the general incorporation language of such filing, except as shall be expressly set forth by specific reference in such filing.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

Exhibit No.	Description
99.1	Press Release of the Company, dated September 12, 2025, regarding Executive and Board Transition.
104	Cover Page Interactive Data File - the cover page from this Current Report on Form 8-K, formatted as Inline XBRL (included as Exhibit 101).

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.

Pitney Bowes Inc.

Date: September 12, 2025

By: /s/ Lauren Freeman-Bosworth
Name: Lauren Freeman-Bosworth
Title: Executive Vice President, General Counsel and Corporate Secretary

Exhibit 99.1

Pitney Bowes Appoints Accomplished Shipping and Technology Leader Todd Everett as President of Sending Technology Solutions

Also Appoints Experienced Public Company Director Wayne Walker as Independent Member of the Board

Announces Actions to Help Realize the Full Value of The Pitney Bowes Bank and the Company's Global Financial Services Business

STAMFORD, Conn.—(BUSINESS WIRE)—September 12, 2025— Pitney Bowes Inc. (NYSE: PBI) ("Pitney Bowes" or, the "Company"), a technology-driven products and services company that provides SaaS shipping solutions, mailing innovation, and financial services to clients around the world, today announced the following actions associated with the initial phase of its strategic review announced in May 2025:

- **The Appointment of Todd Everett as EVP and President of Sending Technology Solutions ("SendTech"):** Mr. Everett has approximately three decades of experience serving as an advisor, investor, operator and senior executive across the logistics, shipping and technology sectors. Notably, in his prior capacity as CEO of Newgistics, Inc. ("Newgistics"), Mr. Everett oversaw consistent profitable growth at the business before it was sold to Pitney Bowes in 2017 for $475 million. After stepping away from Newgistics in 2018, he held a variety of other advisory and boardroom roles prior to being elected to the Board of Directors (the "Board") of Pitney Bowes in 2023. In his new executive role, Mr. Everett will focus on leveraging his expertise in operational excellence and knowledge of the shipping software space to pursue profitable growth for SendTech. He succeeds Shemin Nurmohamed, who the Company thanks for her many years of accomplishments, contributions and dedication. In connection with this appointment, Mr. Everett is stepping down from the Board.
- **The Appointment of Wayne Walker as an Independent Member of the Company's Board:** Mr. Walker is an experienced public company director with a background in finance, law, organizational transformations and transactions. In addition to holding boardroom leadership roles, he has a valuable background serving on a variety of standing and strategic committees throughout his career. Mr. Walker is filling the Board vacancy created as a result of Mr. Everett stepping down as a director and becoming President of SendTech.
- **Update on The Pitney Bowes Bank ("PB Bank") and Global Financial Services ("GFS"):** Effective immediately, leadership of PB Bank will report directly to CEO Kurt Wolf and other GFS leadership will report directly to CFO Paul Evans or SVP of Information Technology and Security Wes Kirschner. This interim reporting structure is intended to help management take a hands-on approach to exploring all pathways to maximizing the value of both the bank and non-bank components of GFS. Christopher Johnson, who previously served as SVP and President of GFS, has stepped down from his roles. The Company thanks him for his many years of valuable service.

Kurt Wolf, Chief Executive Officer and Director of Pitney Bowes, commented:

"Todd's decision to transition from the boardroom to an executive leadership position is a tremendous win for our clients, employees and shareholders. Today's announcement demonstrates that the industry's best and brightest increasingly recognize the incredible opportunities in front of Pitney Bowes. Notably, Todd is a proven leader who excels at operational efficiency and possesses strong experience in the critically important shipping software space, where we see meaningful opportunities for long-term growth. His strength as an operator is evidenced by a track record that includes leading Newgistics to profitable growth prior to its sale to Pitney Bowes. Furthermore, as CEO of Newgistics, Todd also spent considerable time building technology-based solutions such as Newgistics' shipping software business, which became Pitney Bowes' Expedited business after the acquisition.

In addition to appointing Todd to help seize the opportunities in front of SendTech, we are taking decisive action to advance a thorough evaluation of GFS, including the PB Bank. We believe these are excellent businesses that can begin to deliver much greater value for our shareholders and stakeholders. The interim leadership structure that we have adopted for GFS gives us maximum flexibility to carry out a thorough strategic review."

Mr. Everett added:

"SendTech is a market-leading business with dedicated employees, innovative offerings, and a world-class client base that includes 96% of the Fortune 500 and hundreds of thousands of other public and private sector entities. Now that Pitney Bowes has evolved into an efficient and focused enterprise with considerable financial strength, we can dedicate the energy, time and resources required to establish a sustainable and profitable growth trajectory for SendTech. I am excited to work with the team to develop and implement the right strategy over the coming quarters."

Additional details around today's announcements will be filed with the Securities and Exchange Commission on a Form 8-K.

Todd Everett Biography:

Todd Everett has served as a strategic advisor to technology and ecommerce companies that include Doddle Parcel Services Limited, Verishop, Inc. and Fetch Package, Inc. Prior to holding advisory roles, Todd held positions of increasing responsibilities at Newgistics from 2005 until 2018. Most recently, he served as Chief Executive Officer and led Newgistics to significant growth and profitability prior to its sale to Pitney Bowes. Mr. Everett was a Transportation and Outsourcing Manager at Intel Corporation (NASDAQ: INTC) from 1996 through 2005. He received a B.S. in Transportation and Logistics from Iowa State University.

Wayne Walker Biography:

Wayne Walker has served as President of Walker Nell Partners, Inc., an international business consulting firm, since he founded the firm in 2004. Earlier in his career, Mr. Walker served as Partner at ParenteBeard LLC, an accounting firm, from 2001 to 2004 and as Senior Legal Counsel at E. I. du Pont de Nemours and Company from 1984 to 1998. He has served as a director of many public companies and private organizations over the past two decades and is currently on the boards of Outdoor Holding Company, formerly AMMO, Inc. (Nasdaq: POWW), StableX Technologies, Inc., formerly "AYRO, Inc." (Nasdaq: SBLX), and PharmaCyte Biotech Company (Nasdaq: PMBC). He holds a B.A. from Loyola University New Orleans and a J.D. from the Catholic University of America.

About Pitney Bowes

Pitney Bowes (NYSE: PBI) is a technology-driven products and services company that provides SaaS shipping solutions, mailing innovation, and financial services to clients around the world – including more than 90 percent of the Fortune 500. Small businesses to large enterprises, and government entities rely on Pitney Bowes to reduce the complexity of sending mail and parcels. For the latest news, corporate announcements, and financial results, visit www.pitneybowes.com/us/newsroom. For additional information, visit Pitney Bowes at www.pitneybowes.com.

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