SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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

1. Name and Address of Reporting Person*
Johnston Joseph Patrick
(Last) (First) (Middle)
C/O XYLEM INC.
301 WATER STREET SE
(Street)
WASHINGTON DC 20003
(City) (State) (Zip)

2. Date of Event Requiring Statement (Month/Day/Year)
07/01/2026

3. Issuer Name **and** Ticker or Trading Symbol
Xylem Inc. [XYL]

4. Relationship of Reporting Person(s) to Issuer
(Check all applicable)
Director
10% Owner
☑ Officer (give title below)
Other (specify below)
EVP & President, AW

5. If Amendment, Date of Original Filed (Month/Day/Year)

6. Individual or Joint/Group Filing (Check Applicable Line)
☑ Form filed by One Reporting Person
Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	1,640(1)	D	

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Stock Options (Right to Buy)	(2)	03/02/2036	Common Stock	1,688	128.98	D	
Stock Options (Right to Buy)	(3)	03/05/2035	Common Stock	1,353	129.67	D	
Stock Options (Right to Buy)	(4)	03/01/2034	Common Stock	1,322	127.94	D	
Stock Options (Right to Buy)	(5)	03/01/2033	Common Stock	1,004	101.09	D	
Stock Options (Right to Buy)	(6)	03/01/2032	Common Stock	524	86.76	D	

Explanation of Responses:

1. Reflects restricted stock units which are scheduled to vest as follows: 289 on March 1, 2027, 129 on March 5, 2027, 398 on June 1, 2027, 537 on March 1, 2028, 129 on March 5, 2028, 158 on March 1, 2029. Each restricted stock unit represents the right to receive one share of common stock upon vesting.
2. These options are scheduled to vest in one-third increments on March 1, 2027, March 1, 2028, and March 1, 2029.
3. 451 options are fully vested and exercisable, 451 are scheduled to vest on March 5, 2027, and 451 are scheduled to vest on March 5, 2028.
4. 881 options are fully vested and exercisable, 441 are scheduled to vest on March 1, 2027.
5. 1,004 options are fully vested and exercisable.
6. 524 options are fully vested and exercisable.

Mike Nazario, by power of attorney for Joseph Patrick Johnston 07/01/2026
** 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 5 (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.