

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**
Washington, DC 20549

FORM 8-K

CURRENT REPORT
Pursuant to Section 13 or 15(d)
of the Securities Exchange Act of 1934
Date of Report (Date of earliest event reported): August 13, 2026

XYLEM INC.
(Exact name of registrant as specified in its charter)

Indiana
(State or other jurisdiction
of incorporation)

001-35229
(Commission
File Number)

45-2080495
(IRS Employer
Identification No.)

301 Water Street SE
Washington DC
(Address of principal executive offices)

20003
(Zip Code)

(202) 869-9150
(Registrant's telephone number, including area code)
(Former name or former address, if changed since last report)

Securities registered pursuant to Section 12(b) of the Act:

<u>Title of each class</u>	<u>Trading Symbol(s)</u>	<u>Name of each exchange of which registered</u>
Common Stock, par value \$0.01 per share	XYL	New York Stock Exchange

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))
- ☐ 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 Arrangement of Certain Officers

On August 13, 2026, the Board of Directors (the “Board”) of the Company increased the size of the Board from 9 to 10 directors and appointed D. Christian Koch as a member of the Board to fill the vacancy, effective immediately. The Board also appointed Mr. Koch as a member of the Leadership Development and Compensation Committee and the Nominating and Governance Committee, effective immediately.

The Board has determined that Mr. Koch is independent under the Company’s Corporate Governance Principles, the New York Stock Exchange listing standards and applicable Securities and Exchange Commission (“SEC”) rules and regulations.

Mr. Koch currently serves as Chairman, President and Chief Executive Officer at Carlisle Companies Incorporated. There are no arrangements or understandings between Mr. Koch and any other person pursuant to which he was elected as a director.

Mr. Koch is not a party to any transaction with the Company that would require disclosure under Item 404(a) of Regulation S-K.

Mr. Koch will receive compensation consistent with the standard compensatory arrangements for non-employee directors of the Board, as described under the heading “Director Compensation” in the Company's 2026 Proxy Statement filed with the SEC on March 20, 2026. Mr. Koch's compensation for the current term will be prorated.

The Company issued a press release on August 13, 2026 announcing the appointment of Mr. Koch to the Board, which is attached as Exhibit 99.1.

Item 9.01

Financial Statements and Exhibits

(d) Exhibits.

Exhibit No.	Description
99.1	Press Release issued by Xylem Inc. on August 13, 2026.
104.0	The cover page from Xylem Inc.'s Form 8-K, formatted in Inline XBRL.

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.

XYLEM INC.

Date: August 13, 2026

By: /s/ Kelly C. O'Shea

Kelly C. O'Shea

VP, Chief Corporate Counsel & Corporate Secretary



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Xylem Appoints D. Christian Koch to Board of Directors

Washington, DC (August 13, 2026) – Xylem (NYSE: XYL), a global water technology leader, today announced that D. Christian Koch has been appointed to the Company's Board of Directors.

Mr. Koch brings more than 30 years of global leadership experience spanning operations, manufacturing, strategy and business transformation. He currently serves as Board Chair, President and Chief Executive Officer of Carlisle Companies Incorporated, a leading supplier of innovative building envelope products and solutions for more energy efficient buildings with approximately \$5 billion in annual revenue. Since joining Carlisle in 2008, he has held a series of leadership positions across the company's global operations. Prior to joining Carlisle, Koch held leadership roles at Graco Inc. and H.B. Fuller.

"We are delighted to welcome Chris to Xylem's Board of Directors," said Robert Friel, Chair of Xylem's Board. "Chris brings decades of leadership experience across global industrial businesses, and we look forward to leveraging his insights as Xylem continues to execute its strategy and create value for our stakeholders."

Matthew Pine, President and CEO of Xylem, added, "Chris's extensive leadership and business transformation experience as well as his service on both public and private company boards will be valuable additions to the Board. We are pleased to welcome him and look forward to his contributions."

Koch holds an MBA from the University of Minnesota and a bachelor's degree from Macalester College.

About Xylem

Xylem (XYL) is a Fortune 500 global water solutions company that empowers customers and communities to build a more water-secure world. Our 22,000 employees delivered revenue of \$9 billion in 2025, optimizing water and resource management with innovation and expertise. Join us at www.xylem.com and Let's Solve Water.

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