

**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**

Date of Report (Date of earliest event reported): March 9, 2026

XPONENTIAL FITNESS, INC.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

001-40638
(Commission
File Number)

84-4395129
(IRS Employer
Identification No.)

**17877 Von Karman Ave., Suite 100
Irvine, CA 92614**
(Address of principal executive offices) (Zip Code)

(949) 346-3000
(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:

- 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
Class A Common Stock, par value \$0.0001 per share	XPOF	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 2.02. Results of Operations and Financial Condition

On March 10, 2026, Xponential Fitness, Inc. (the “Company”), reaffirmed its full-year 2026 financial guidance, as previously announced in the fourth quarter and full-year 2025 earnings release issued on February 26, 2026.

The information in Item 2.02 of this current report on Form 8-K (including Exhibit 99.1 furnished herewith) shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended (the “Securities Act”), or the Exchange Act, except as expressly set forth by specific reference in such a filing.

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

On March 10, 2026, the Company issued a press release (the “Press Release”), announcing certain leadership changes, including the appointment of Robert K. Julian as its interim Chief Financial Officer, effective March 16, 2026, replacing John Meloun who has separated from the Company as of March 9, 2026. Mr. Meloun will be provided with the benefits in accordance with the terms of his employment agreement.

Mr. Julian, age 63, currently serves as a member of the board of directors of PROG Holdings, Inc. (NYSE: PRG) since November 2024, Rayton Solar, Inc. since December 2023, and Shoals Technologies Group, Inc. (NASDAQ: SHLS) since August 2022, where he also chairs the audit committee. From February 2023 to January 2024 Mr. Julian served as Chief Financial Officer of TheRealReal, Inc. (NASDAQ: REAL), a luxury consignment company. From June 2022 to February 2023, he served as interim Co-Chief Executive Officer and Chief Financial Officer of TheRealReal, and as Chief Financial Officer from October 2021 to June 2022. Prior to joining TheRealReal, Mr. Julian served as Executive Vice President and Chief Financial Officer of Sportsman’s Warehouse Holdings, Inc. (NASDAQ: SPWH) from March 2019 to October 2021. Prior to March 2019, he served as Chief Financial Officer at Deluxe Entertainment Services Group, Callaway Golf Co (formerly NYSE: ELY) and Lydall, Inc., among others.

In connection with retaining Mr. Julian as its interim Chief Financial Officer, the Company plans to enter into a consulting agreement with Mr. Julian, for the provision of Mr. Julian’s consulting services and will file any such agreement as an exhibit to an applicable subsequent public filing. The Company has agreed to pay Mr. Julian (i) monthly cash compensation of \$50,000 (with compensation for March 2026 to be prorated to \$25,000 and for service for any subsequent partial month to be prorated accordingly) (“Monthly Cash Compensation”), (ii) an end of assignment bonus equal to the cumulative amount of the Monthly Cash Compensation paid to Mr. Julian, and (iii) a monthly cash allowance of \$6,000 to cover living expenses.

Other than the consulting arrangement, there is no arrangement or understanding between Mr. Julian and any other person pursuant to which Mr. Julian has been appointed as interim Chief Financial Officer, and there is no family relationship between Mr. Julian and any of the Company’s directors or executive officers. Mr. Julian has no interest in any transaction required to be disclosed pursuant to Item 404(a) of Regulation S-K.

The Company has engaged a leading search firm to identify a permanent Chief Financial Officer.

Item 7.01. Regulation FD Disclosure.

A copy of the Press Release is furnished as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated herein by reference.

The information in Item 7.01 of this current report on Form 8-K (including Exhibit 99.1 furnished herewith) shall not be deemed “filed” for purposes of Section 18 of the Exchange Act or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference in any filing under the Securities Act or the Exchange Act, except as expressly set forth by specific reference in such a filing.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

99.1 [Press Release dated March 10, 2026](#)

104 Cover Page Interactive Data File (embedded within the Inline XBRL document).

SIGNATURE

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.

Date: March 10, 2026

XPONENTIAL FITNESS, INC.

By: /s/ Gavin O'Connor

Name Gavin O'Connor

Title Chief Legal Counsel, Chief Administrative Officer and Secretary



Xponential Fitness, Inc. Announces CFO Transition
Robert Julian Appointed Interim Chief Financial Officer
Company Reaffirms Fiscal Year 2026 Outlook

IRVINE, Calif., March 10, 2026 - Xponential Fitness, Inc. (NYSE: XPOF) (“Xponential” or the “Company”), one of the leading global franchisors of boutique health and wellness brands, today announced that John Meloun, Chief Financial Officer, has separated from the Company effective March 9, 2026. Robert Julian has been appointed interim Chief Financial Officer, effective March 16, 2026.

Mr. Julian brings more than 30 years of financial leadership experience, having previously served as the Chief Financial Officer of TheRealReal, Inc. (NASDAQ: REAL), Callaway Golf (formerly NYSE: ELY), Executive Vice President and Chief Financial Officer at Sportsman’s Warehouse (NASDAQ: SPWH), and Executive Vice President and Chief Financial Officer and Treasurer at Deluxe Entertainment Services Group.

The Company has engaged a leading search firm to find a permanent Chief Financial Officer.

Mike Nuzzo, CEO of Xponential Fitness, Inc., commented, “On behalf of the entire Xponential team, I would like to thank John for his significant contributions to the Company over the past eight years. We appreciate his efforts and wish him continued success in his next chapter.”

Mr. Nuzzo continued, “Looking ahead, I have full confidence in Robert’s ability to lead the business forward as he assumes the interim Chief Financial Officer role. Robert brings deep financial expertise, significant public company experience in the consumer space, and a steady, strategic approach that will be invaluable as we focus on execution to drive long-term value for our franchisees, partners, and shareholders.”

Today, Xponential reaffirmed its full-year 2026 financial guidance, as previously announced in the fourth quarter and full-year 2025 earnings release issued on February 26, 2026.

About Xponential Fitness, Inc.

Xponential Fitness, Inc. (NYSE: XPOF) is one of the leading global franchisors of boutique health and wellness brands. Through its mission to deliver the talents, assets, and capabilities necessary for successful franchise growth, the Company operates a diversified platform of five brands spanning modalities including Pilates, barre, stretching, strength training and yoga. In partnership with its franchisees and master franchisees, Xponential offers energetic, accessible, and personalized workout experiences led by highly qualified instructors in studio locations throughout the U.S. and internationally, with franchise, master franchise and international expansion agreements in 49 U.S. states, Puerto Rico, and 28 additional countries. Xponential’s portfolio of brands includes Club Pilates, the largest Pilates brand in the United States; StretchLab, a concept offering one-on-one and group stretching services; YogaSix, the largest franchised yoga brand in the United States; Pure Barre, a total body workout that uses the ballet



barre to perform small isometric movements, and the largest Barre brand in the United States; and BFT, a functional training and strength-based program. For more information, please visit the Company's website at xponential.com.

Forward-Looking Statements

This press release contains forward-looking statements that are based on current expectations, estimates, forecasts and projections of future performance based on management's judgment, beliefs, current trends, and anticipated financial performance. Forward-looking statements include, without limitation, statements regarding the expected leadership impact of Mr. Julian and the Company's 2026 outlook. Forward-looking statements involve risks and uncertainties that may cause actual results to differ materially from those contained in the forward-looking statements. These factors include, but are not limited to: franchisees' ability to generate sufficient revenues; our ability to anticipate and satisfy consumer preferences; risks related to loss of reputation and brand awareness; our ability to manage changes in executive leadership; our ability to attract and retain key senior management and key employees; risks relating to expansion into international markets; macroeconomic conditions or economic downturns; geopolitical uncertainty, including the impact of the presidential administration in the U.S. trade policies and tariffs; general economic conditions and industry trends; and other risks as described in our SEC filings, including our Annual Report on Form 10-K for the full year ended December 31, 2025, and other periodic reports filed with the SEC. Other unknown or unpredictable factors or underlying assumptions subsequently proving to be incorrect could cause actual results to differ materially from those in the forward-looking statements. Although we believe that the expectations reflected in the forward-looking statements are reasonable, we cannot guarantee future results, level of activity, performance, or achievements. You should not place undue reliance on these forward-looking statements. All information provided in this press release is as of today's date, unless otherwise stated, and Xponential undertakes no duty to update such information, except as required under applicable law.

Contact:

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