

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): February 25, 2026

Wyndham Hotels & Resorts, Inc.

(Exact name of registrant as specified in charter)

Delaware
(State or other jurisdiction of incorporation)

001-38432
(Commission File Number)

82-3356232
(IRS Employer Identification No.)

22 Sylvan Way
Parsippany, New Jersey
(Address of principal
executive offices)

07054
(Zip Code)

Registrant's telephone number, including area code **(973) 753-6000**

None

(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:

<i>Title of each class</i>	<i>Trading Symbol(s)</i>	<i>Name of each exchange on which registered</i>
Common Stock, par value \$0.01 per share	WH	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 March 3, 2026, Wyndham Hotels & Resorts, Inc. (the “Company”) announced the appointment of Amit Sripathi, age 41, as Chief Financial Officer, effective as of March 3, 2026 (the “Effective Date”). As of the Effective Date, Kurt Albert will cease to serve as the Company’s Interim Chief Financial Officer.

Prior to his appointment as Chief Financial Officer, Mr. Sripathi served as the Company’s Chief Development Officer – North America since May 2024. From September 2021 to May 2024, Mr. Sripathi served as the Company’s Senior Vice President of Strategic Development. Prior to that, Mr. Sripathi served as Vice President – Financial and Capital Markets for RLJ Lodging Trust from January 2018 to September 2021. From 2009 to 2017, Mr. Sripathi served in roles of increasing responsibility in the Global Investment Banking business of Deutsche Bank.

In connection with Mr. Sripathi’s appointment, the Company and Mr. Sripathi entered into an employment letter effective as of March 3, 2026. Mr. Sripathi’s employment letter provides for a base salary of \$650,000; an annual incentive award with a target amount equal to 100% of his base salary (subject to certain terms and conditions, including the terms and conditions of the Company’s annual incentive plan and the Company’s attainment of performance goals, criteria or targets established by the Company’s Compensation Committee (the “Committee”)); grants of long-term incentive awards on terms as determined by the Committee and subject to the Company’s Amended and Restated 2018 Equity and Incentive Plan (and any amended or successor plan thereto) and the applicable award agreement; employee benefits generally offered to eligible full-time employees; and perquisites generally offered to similarly situated senior executive officers. The employment letter also entitles Mr. Sripathi to relocation services to assist in relocating his primary residence closer to the Company’s headquarters.

Mr. Sripathi’s employment letter provides that if his employment is terminated by the Company without “cause” (a “qualifying termination”), he will be entitled to a lump-sum payment equal to 200% of the sum of (i) his then-current base salary, plus (ii) an amount equal to the highest annual incentive compensation award paid to Mr. Sripathi with respect to the three fiscal years immediately preceding the fiscal year in which his employment is terminated (but in no event will the amount in clause (ii) exceed Mr. Sripathi’s then-target annual compensation incentive award, and if Mr. Sripathi is terminated before completion of the first three fiscal years following the effective date of the employment letter, the amount shall be Mr. Sripathi’s then-target incentive compensation award); and if he elects to continue health plan coverage in accordance with the Consolidated Omnibus Budget Reconciliation Act (“COBRA”), the Company will reimburse him for the costs associated with such continued COBRA health coverage for up to 18 months, terminable earlier if he becomes eligible for health and medical benefits from a subsequent employer. In addition, in the event of a qualifying termination, all of Mr. Sripathi’s then-outstanding (x) time-based long term incentive awards that otherwise would have vested within the one year following such termination will vest, and any such award that is a stock option or stock appreciation right will remain exercisable until the earlier of two years following such termination and the original expiration date of such award, and (y) performance-based long term incentive awards (including restricted stock units but excluding stock options and stock appreciation rights) will vest and be paid on a pro-rata basis, subject to the achievement of the applicable performance goals, based upon the portion of the full performance period during which Mr. Sripathi was employed by the Company plus 12 months (or, if less, assuming employment for the entire performance period remaining after Mr. Sripathi’s termination), with the payment of any such vested performance-based long-term incentive awards to occur at the time that the awards are paid to employees generally. Mr. Sripathi’s entitlement to the foregoing severance payments and benefits is subject to his timely execution and non-revocation of a general release of claims in favor of the Company.

There are no transactions between Mr. Sripathi and the Company that would be reportable under Item 404(a) of Regulation S-K and there is no arrangement or understanding with any person pursuant to which Mr. Sripathi was selected as an executive officer.

Mr. Albert will depart from the Company, effective as of March 4, 2026, and move into an advisory role for a period of nine months to support a smooth transition. In connection with Mr. Albert's departure from the Company, the Company expects to enter into a Separation, Release and Advisory Services Agreement with Mr. Albert. In exchange for Mr. Albert's execution and non-revocation of such agreement, performance of advisory services and other obligations thereunder, and a release and non-revocation of claims, the Company will provide (i) separation consideration consistent with the terms of Mr. Albert's employment letter dated November 4, 2025 and (ii) advisory fees in an aggregate amount of \$450,000 during a 9-month transition period.

Item 7.01. Regulation FD.

On March 3, 2026, the Company issued a press release announcing the appointment of Mr. Sripathi as the Company's Chief Financial Officer. The press release is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

The information included in this Item 7.01 and Exhibit 99.1 included with this Current Report on Form 8-K shall not be deemed "filed" for the purposes of or otherwise subject to the liabilities under Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"). Unless expressly incorporated into a filing of the Company under the Securities Act of 1933, as amended, or the Exchange Act made after the date hereof, the information contained in this Item 7.01 and Exhibit 99.1 hereto shall not be incorporated by reference into any filing of the Company, whether made before or after the date hereof, regardless of any general incorporation language in such filing.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

Exhibit No.	Description
Exhibit 99.1	Press Release of Wyndham Hotels & Resorts, Inc., dated March 3, 2026
Exhibit 104	Cover Page Interactive Data File - the cover page interactive data file does not appear in the Interactive Data File because its XBRL tags are 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.

WYNDHAM HOTELS & RESORTS, INC.

Date: March 3, 2026

By: /s/ Paul F. Cash
Paul F. Cash
General Counsel & Corporate Secretary



**Wyndham Hotels & Resorts Appoints Amit Sripathi
Chief Financial Officer**

David Wilner Assumes Chief Development Officer Role

Company Reaffirms Full-Year 2026 Outlook

PARSIPPANY, N.J. (March 3, 2026) – Wyndham Hotels & Resorts, Inc. (NYSE: WH) today announced that following a comprehensive search process, Amit Sripathi has been appointed Chief Financial Officer, effective immediately. Mr. Sripathi, who most recently served as the Company’s Chief Development Officer – North America, succeeds Kurt Albert who has served as Interim Chief Financial Officer since November. Additionally, the Company has named David Wilner, a 30-year franchise sales veteran, as Chief Development Officer – North America. Both will report to Geoff Ballotti, President and Chief Executive Officer.

Together these appointments reinforce Wyndham’s continued focus on driving FeePAR accretive net room growth and creating compounding value for franchisees, guests and shareholders.

“Amit’s combination of deep finance and capital markets expertise coupled with firsthand operational leadership at Wyndham make him the ideal candidate to lead our finance organization. Amit is uniquely qualified to deliver on our shareholder expectations and has proven himself a champion of owners, as evidenced by Wyndham’s record openings, executions and development pipelines both here in the U.S. and internationally. We are confident in his ability to build on our sustained successes and capture opportunities that will drive increased profitability for our franchisees, while returning excess capital to shareholders in a consistent and sustainable manner.”

- Geoff Ballotti, President and CEO, Wyndham Hotels & Resorts

Mr. Sripathi joined Wyndham in 2021 and has served in a variety of leadership roles at the Company, most recently as Chief Development Officer – North America. He possesses significant operational and finance experience across the lodging industry, including driving the Company’s growth and capital allocation strategy. During his tenure, Mr. Sripathi helped Wyndham achieve 20 consecutive quarters of organic net room growth and oversaw the divestiture of the Company’s owned hotels. Prior to Wyndham, Mr. Sripathi was with RLJ Lodging Trust, responsible for Capital Markets and Corporate Finance and served in roles of increasing responsibility in the Real Estate, Lodging and Gaming investment banking group at Deutsche Bank.

“Wyndham is a truly unique company with an asset-light franchise business model that consistently delivers for its owners and shareholders. Our priority is to maintain our rigorous financial discipline and capital allocation strategy to ensure we achieve our long-term growth objectives and maximize shareholder returns. I very much look forward to partnering with the entire leadership team to drive enhanced value creation and build on the “Count on Me” culture that defines our Company.”

- Amit Sripathi, Chief Financial Officer, Wyndham Hotels & Resorts

In his new role, Mr. Wilner will lead the Company’s North American franchise sales and architecture design & construction teams. During his nearly eight years at the Company, he has helped franchisees tap into the power of the Wyndham Advantage and the Company’s iconic brands. Under his leadership Wyndham created and launched ECHO Suites Extended Stay by Wyndham, the fastest growing extended stay brand in the industry. Prior to joining Wyndham, Mr. Wilner spent 20 years as part of the franchise sales leadership team for La Quinta.

“From leading development at La Quinta prior to Wyndham’s acquisition of the brand to driving growth across our new construction prototype brands including La Quinta, WaterWalk, Hawthorn Suites, ECHO Suites and Microtel, David has tremendous expertise translating owners’ needs into strategic growth. Owners and team members view him as a sincere and trusted partner who is most focused on our owner’s success, while helping our teams accelerate domestic net room growth across all of Wyndham’s brands.”

- Geoff Ballotti, President and CEO, Wyndham Hotels & Resorts

In conjunction with this announcement, Wyndham has reaffirmed its full-year 2026 outlook provided in its fourth-quarter 2025 earnings materials, released on February 18, 2026.

Photos associated with the above release are available for download here.

About Wyndham Hotels & Resorts

Wyndham Hotels & Resorts (NYSE: WH) is the world’s largest hotel franchising company by the number of franchised properties, with over 8,300 hotels across approximately 100 countries on six continents. Through its network of approximately 869,000 franchised and affiliated rooms appealing to the everyday traveler, Wyndham commands a leading presence in the economy and midscale segments of the lodging industry. The Company operates a portfolio of 25 hotel brands, including Super 8[®], Days Inn[®], Ramada[®], Microtel[®], La Quinta[®], Baymont[®], Wingate[®], AmericInn[®], ECHO Suites[®], Registry Collection Hotels[®], Trademark Collection[®] and Wyndham[®]. The Company’s award-winning Wyndham Rewards[®] loyalty program offers over 122 million enrolled members the opportunity to redeem points at thousands of hotels, vacation club resorts and vacation rentals globally. For more information, visit www.wyndhamhotels.com.

Forward-Looking Statements

This press release contains “forward-looking statements” within the meaning of the federal securities laws, including statements related to Wyndham’s current views and expectations with respect to its future performance, growth and shareholder value. Forward-looking statements are any statements other than statements of historical fact, including those that convey management’s expectations as to the future based on plans, estimates and projections at the time Wyndham makes the statements and may be identified by words such as “will,” “expect,” “believe,” “plan,” “anticipate,” “predict,” “intend,” “goal,” “future,” “forward,” “remain,” “confident,” “outlook,” “guidance,” “target,” “objective,” “estimate,” “projection” and similar words or expressions, including the negative version of such words and expressions. Such forward-looking statements involve known and unknown risks, uncertainties and other factors, which may cause the actual results, performance or achievements of Wyndham to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements. You are cautioned not to place undue reliance on these forward-looking statements, which speak only as of the date of this press release.

Factors that could cause actual results to differ materially from those in the forward-looking statements include, without limitation, general economic conditions, including inflation, higher interest rates and potential recessionary pressures, which may impact decisions by consumers and businesses to use travel accommodations; global trade disputes, including with China; the performance of the financial and credit markets; the economic environment for the hospitality industry; operating risks associated with the hotel franchising business; Wyndham’s relationships with franchisees; the ability of franchisees to pay back loans owed to Wyndham; the impact of prior or any future impairment charges related to the credit Wyndham extends to its franchisees; the impact of war, terrorist activity, political instability or political strife; global or regional health crises or pandemics including the resulting impact on Wyndham’s business, operations, financial results, cash flows and liquidity, as well as the impact on its franchisees, guests and team members, the hospitality industry and overall demand for and restrictions on travel; Wyndham’s ability to satisfy obligations and agreements under its outstanding indebtedness, including the payment of principal and interest and compliance with the covenants thereunder; risks related to Wyndham’s ability to obtain financing and the terms of such financing, including access to liquidity and capital; and Wyndham’s ability to make or pay, plans for and the timing and amount of any future share repurchases and/or dividends, as well as the risks described in Wyndham’s most recent Annual Report on Form 10-K filed with the Securities and Exchange Commission and any subsequent reports filed with the Securities and Exchange Commission. These risks and uncertainties are not the only ones Wyndham may face and additional risks may arise or become material in the future. Wyndham undertakes no obligation to publicly update or revise any forward-looking statements, whether as a result of new information, subsequent events or otherwise, except as required by law.

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