

**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: December 10, 2025

S&P Global Inc.

(Exact Name of Registrant as specified in its charter)

New York
(State or other jurisdiction of incorporation or
organization)

1-1023
(Commission File No.)

13-1026995
(IRS Employer Identification No.)

55 Water Street, New York, New York 10041
(Address of Principal Executive Offices) (Zip Code)

(212) 438-1000
(Registrant's telephone number, including area code)

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:

<u>Title of each class</u>	<u>Trading Symbol</u>	<u>Name of Exchange on which registered</u>
Common stock (par value \$1.00 per share)	SPGI	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.

Election of Directors

(d) On December 10, 2025, the Board of Directors (the "Board") of S&P Global Inc. (the "Company"), on recommendation of its Nominating and Corporate Governance Committee, appointed Hubert Joly to serve as a Director of the Company, effective January 2, 2026. Mr. Joly was appointed to serve on the Board's Compensation and Leadership Development Committee and Audit Committee. As a Director, Mr. Joly will receive the standard compensation package for the Company's non-employee Directors and will also be eligible to participate in the Company's Director Deferred Stock Ownership Plan, included as Appendix B to the Company's Definitive Proxy Statement on Schedule 14A ("Proxy Statement") that was filed with the Securities and Exchange Commission (the "SEC") on March 19, 2024, and the Company's Director Deferred Compensation Plan, included as an exhibit to the Company's Form 10-K for the fiscal year ended December 31, 2007 that was filed with the SEC on February 29, 2008. The Company's Director compensation program and plans are described in the Company's most recent Proxy Statement that was filed with the SEC on March 25, 2025. With the appointment of Mr. Joly, the Company's Board has acted to approve an increase in the size of the Board from ten to eleven directors.

There is no arrangement or understanding between Mr. Joly and any other persons pursuant to which Mr. Joly was selected as a Director. There are no relationships or related transactions between Mr. Joly and the Company that are required to be reported.

A copy of the Company's press release announcing the foregoing appointment is attached hereto as Exhibit 99 and is incorporated herein by reference.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits. The following exhibits are furnished with this report:

(99) [Press Release of the Registrant, dated December 16, 2025.](#)

(104) Cover Page Interactive Data File (formatted as Inline XBRL).

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this Form 8-K Report to be signed on its behalf by the undersigned hereunto duly authorized.

S&P Global Inc.

/s/ *Taptesh (Tasha) K. Matharu*

By: Taptesh (Tasha) K. Matharu
 Deputy General Counsel & Corporate Secretary

Dated: December 16, 2025

S&P Global Adds Hubert Joly to its Board of Directors

NEW YORK, December 16, 2025 – S&P Global (NYSE: SPGI) announced today that its Board of Directors has approved the addition of **Mr. Hubert Joly** to the Board, effective January 2, 2026.

Mr. Joly is the former Chair and Chief Executive Officer at Best Buy and is now a senior lecturer at Harvard Business School. Earlier in his career, Mr. Joly served as President and CEO of Carlson, a global hospitality and travel company. In addition to his teaching post at Harvard, Mr. Joly is a member of the Board of Directors of Johnson & Johnson and was until recently on the Board of Ralph Lauren Corporation. He is also a Trustee of the New York Public Library. Mr. Joly has been recognized as one of the top 100 CEOs in the world by Harvard Business Review and is the author of the best-selling book “The Heart of Business.”

“I’m delighted to welcome Hubert to our Board,” said **Martina L. Cheung, President and CEO of S&P Global**. “Hubert has built a stellar reputation as a gifted CEO and inspiring thought leader. I look forward to working closely with him as we continue to lead and support our people and clients through rapid technological innovation and transformation.”

“We are very pleased to have Hubert join our Board,” said **Ian P. Livingston, Non-Executive Chairman of the Board of S&P Global**. “Hubert joins at an exciting period at S&P Global, and his expertise in leadership and change will be a great asset to the Board.”

“I am honored to join the Board of S&P Global,” said **Hubert Joly**. “I am inspired by the role the company plays in providing essential intelligence to its customers and how it helps them unlock opportunities. I look forward to working with my fellow board members supporting Martina and her leadership team as they move the company forward.”

Mr. Joly will serve on the Board’s Audit and Compensation and Leadership Development Committees.

About S&P Global

S&P Global (NYSE: SPGI) provides essential intelligence. We enable governments, businesses and individuals with the right data, expertise, and connected technology so that they can make decisions with conviction. From helping our customers assess new investments to guiding them through sustainability and energy transition across supply chains, we unlock new opportunities, solve challenges, and accelerate progress for the world.

We are widely sought after by many of the world's leading organizations to provide credit ratings, benchmarks, analytics and workflow solutions in the global capital, commodity, and automotive markets. With every one of our offerings, we help the world's leading organizations plan for tomorrow and today. For more information, visit www.spglobal.com.

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