

**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)

February 28, 2025

TELEFLEX INCORPORATED

(Exact name of Registrant as Specified in Its Charter)

Delaware

(State or Other Jurisdiction
of Incorporation or Organization)

1-5353

(Commission File Number)

23-1147939

(IRS Employer
Identification No.)

550 E. Swedesford Rd., Suite 400
(Address of Principal Executive Offices)

Wayne, PA

19087
(Zip Code)

Registrant's Telephone Number, Including Area
Code

(610) 225-6800

Not applicable

(Former Name or Former Address, If Changed Since Last Report)

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

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, par value \$1 per share	TFX	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:

- 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))

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 8.01. Other Events.

On February 28, 2025, Teleflex Incorporated (the “Company”) entered into an accelerated share repurchase program (the “ASR Transaction”) with JPMorgan Chase Bank, National Association (the “Counterparty”) to repurchase an aggregate of \$300 million (the “Repurchase Price”) of the Company’s common stock, par value \$1.00 per share (the “Common Stock”). The ASR Transaction is being completed under the Company’s previously announced \$500 million share repurchase program.

Under the terms of the ASR Transaction, on March 3, 2025, the Company paid the Repurchase Price to the Counterparty in exchange for an initial delivery of Common Stock with an aggregate value of 80% of the Repurchase Price based on the closing share price of the Common Stock on February 27, 2025. The total number of shares to be repurchased under the ASR Transaction will be based on volume-weighted average prices of the Common Stock during the term of the ASR Transaction, less a discount and subject to customary adjustments. Upon final settlement of the ASR Transaction, the Company may be entitled to receive additional shares of Common Stock from the Counterparty or, under certain circumstances, the Company may be required to deliver shares of Common Stock or make a cash payment, at its option, to the Counterparty.

The ASR Transaction is scheduled to terminate in the second quarter of 2025, but may conclude earlier than its scheduled termination date at the election of the Counterparty. The Company funded the Repurchase Price with revolving credit borrowings under its existing senior credit facility.

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.

TELEFLEX INCORPORATED

By: /s/ Matthew Howald
Name: Matthew Howald
Title: Vice President and Treasurer

Date: March 3, 2025