

**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): **June 23, 2026**

Space Exploration Technologies Corp.

(Exact name of registrant as specified in its charter)

Texas
(State or other jurisdiction
of incorporation)

001-43344
(Commission File Number)

01-0627671
(IRS Employer
Identification No.)

**1 Rocket Road
Starbase, TX 78521**
(Address of principal executive offices and zip
code)

Registrant's telephone number, including area code: **(310) 363-6000**

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 \$0.001 per share	SPCX	The Nasdaq Stock Market LLC
Class A common stock, par value \$0.001 per share	SPCX	Nasdaq Texas, LLC

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.

Notes Offering

On June 22, 2026, Space Exploration Technologies Corp. (the “Company”) commenced an offering of senior unsecured notes (the “Offering”). On June 23, 2026, the Company priced its previously announced Offering of \$7.0 billion of 5.350% Senior Notes due 2031, \$6.0 billion of 5.650% Senior Notes due 2033, \$6.0 billion of 5.875% Senior Notes due 2036, \$2.5 billion of 6.600% Senior Notes due 2046, and \$3.5 billion of 6.650% Senior Notes due 2056 (collectively, the “Notes”). The Notes will be unsecured obligations of the Company and will rank equally in right of payment with all existing and future unsubordinated indebtedness, liabilities and other obligations of the Company. The Offering is expected to settle on June 26, 2026, subject to customary closing conditions.

The Company intends to use the net proceeds from the Notes offering to repay the outstanding borrowings under its bridge loan facility in full, to pay related fees and expenses, and any remaining amount for general corporate purposes. The Notes have not been registered under the Securities Act or the securities laws of any other jurisdiction and may not be offered or sold in the United States absent registration or an applicable exemption from registration requirements.

This Current Report on Form 8-K does not constitute an offer to sell or a solicitation of an offer to buy the securities described herein, and shall not constitute an offer, solicitation or sale in any state or other jurisdiction in which such an offer, solicitation or sale would be unlawful.

A copy of the press release announcing the pricing of the Offering is filed as Exhibit 99.1 hereto and is incorporated herein by reference.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

<u>Exhibit Number</u>	<u>Description</u>
99.1	Space Exploration Technologies Corp. Announcement of Pricing of Inaugural Bond Issuance.

Forward-Looking Statements

This report on Form 8-K contains certain “forward-looking” statements within the meaning of Section 27A of the Securities Act and Section 21E of the Exchange Act regarding the intended use of proceeds. Forward-looking statements involve risks, contingencies and uncertainties, which are difficult to predict and many of which are beyond our control. These risks, contingencies, and uncertainties and other important factors are described in the “Risk Factors” and “Management’s Discussion and Analysis of Financial Condition and Results of Operations” sections of the prospectus contained in our Registration Statement on Form S-1, filed on May 20, 2026, as amended (No. 333-296070). The forward-looking statements in this report speak only as of the date of this report. We undertake no obligation to update these statements unless required by law, and we caution you not to place undue reliance on them.

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.

Space Exploration Technologies Corp.

Date: June 23, 2026

By: /s/ Bret Johnsen

Name: Bret Johnsen

Title: Chief Financial Officer



SpaceX Announces Pricing of \$25 Billion Inaugural Bond Issuance

June 23, 2026

Starbase, Texas – Space Exploration Technologies Corp. ("SpaceX") (Nasdaq: SPCX) today announced the pricing of its previously announced inaugural offering (the "Offering") of \$7.0 billion of 5.350% Senior Notes due 2031, \$6.0 billion of 5.650% Senior Notes due 2033, \$6.0 billion of 5.875% Senior Notes due 2036, \$2.5 billion of 6.600% Senior Notes due 2046, and \$3.5 billion of 6.650% Senior Notes due 2056 (collectively, the "Notes"). The Notes will be unsecured obligations of SpaceX and will rank equally in right of payment with all existing and future unsubordinated indebtedness, liabilities and other obligations of SpaceX. The Offering is expected to settle on June 26, 2026, subject to customary closing conditions.

SpaceX intends to use the net proceeds from the Notes Offering to repay the outstanding borrowings under its bridge loan facility in full, to pay related fees and expenses, and any remaining amount for general corporate purposes.

The Notes are being offered to persons reasonably believed to be "qualified institutional buyers" in accordance with Rule 144A under the Securities Act of 1933, as amended (the "Securities Act"), and to non-U.S. persons outside the United States in reliance on Regulation S under the Securities Act. The Notes have not been registered under the Securities Act or the securities laws of any other jurisdiction and may not be offered or sold in the United States absent registration or an applicable exemption from registration requirements.

This release does not constitute an offer to sell or a solicitation of an offer to buy the securities described herein, and shall not constitute an offer, solicitation or sale in any state or other jurisdiction in which such an offer, solicitation or sale would be unlawful. This notice is being issued pursuant to and in accordance with Rule 135c under the Securities Act.

About SpaceX

Founded in 2002, SpaceX is the only company building the integrated hardware and software infrastructure of the future across space, connectivity, and AI. At our core, we are builders. We design, manufacture, launch, and operate products and services built on cutting-edge technologies, including the world's most advanced rockets and spacecraft.

Forward-Looking Statements

This release contains certain "forward-looking" statements within the meaning of Section 27A of the Securities Act and Section 21E of the Securities Exchange Act of 1934, as amended. Forward-looking statements involve risks, contingencies and uncertainties, which are difficult to predict and many of which are beyond our control. These risks, contingencies, and uncertainties and other important factors are described in the "Risk Factors" and "Management's Discussion and Analysis of Financial Condition and Results of Operations" sections of the prospectus contained in our Registration Statement on Form S-1, filed on May 20, 2026, as amended (No. 333-296070). The forward-looking statements in this release speak only as of the date of this release. We undertake no obligation to update these statements unless required by law, and we caution you not to place undue reliance on them.

Contacts

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