SecureWorks Corp.

Date of Report (Date of earliest event reported): February 3, 2023

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

<table>
<thead>
<tr>
<th>Title of each class</th>
<th>Trading Symbol(s)</th>
<th>Name of each exchange on which registered</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock, par value $0.01 per share</td>
<td>SCWX</td>
<td>The Nasdaq Stock Market LLC (Nasdaq Global Select Market)</td>
</tr>
</tbody>
</table>

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 2.05 Costs Associated with Exit or Disposal Activities.

On February 3, 2023, SecureWorks Corp. (the “Company”) committed to a plan and announced to employees on February 7, 2023 that it is aligning its investments more closely with its strategic priorities by reducing the Company’s workforce by approximately 9% and implementing certain real estate-related cost optimization actions. Under this plan, the Company intends to rebalance investments across all functions to align with the Company’s top strategic priorities and growth opportunities, such as higher value, higher margin Taegis solutions and other priorities, in order to balance continued growth with improving operating margins over time. The Company currently estimates that it will incur expenses of approximately $16.0 million, consisting primarily of severance and other termination benefits, as well as real estate-related expenses. The substantial majority of these expenses will result in cash expenditures. The Company expects to recognize these expenses in fiscal year 2023 and to complete the plan during the first quarter of fiscal year 2024, although the timing of workforce reductions may vary by country based on local legal requirements.

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

(b) and (e) On February 3, 2023, Paul M. Parrish, Chief Financial Officer of the Company, notified the Company of his decision to retire as Chief Financial Officer, in which position he served as the Company’s principal financial officer, effective as of May 5, 2023 (the “Separation Date”).

In connection with Mr. Parrish’s retirement as Chief Financial Officer, and subject to specified conditions, Mr. Parrish will receive benefits substantially equivalent to those that would be payable under the Company’s Amended and Restated Severance Pay Plan for Executive Employees (the “Severance Plan”) if Mr. Parrish’s departure were a qualifying termination under that plan, including severance pay in the amount of twelve months of his current base salary (payable in four quarterly installments), prorated payouts in respect of the annual bonus Mr. Parrish would have been eligible to receive and restricted stock units that otherwise would have vested within 90 days of the Separation Date, and up to twelve months of COBRA premiums. The Severance Plan is described in the Company’s proxy statement for its 2022 annual meeting of stockholders, filed with the Securities and Exchange Commission on May 11, 2022.

(c) On February 6, 2023, the Board of Directors appointed Steve Fulton, formerly the Company’s Chief Product Officer, as the Company’s President, Customer Success, effective as of February 6, 2023. Wendy K. Thomas will remain in the role of Chief Executive Officer and relinquish the role of President.

Mr. Fulton, age 49, has served as the Company’s Senior Vice President & Chief Product Officer from September 2020 to January 2023. Before this service, Mr. Fulton served as Vice President, Software Engineering from May 2017 to September 2020. Since joining Secureworks in 2017, Mr. Fulton has led all aspects of the Taegis XDR platform vision and development. Mr. Fulton has nearly 25 years of experience in senior leadership roles at a variety of software companies, including cybersecurity, cloud migration, virtualization, orchestration, software-defined storage and network performance. Throughout the course of his career, Mr. Fulton has led software engineering, product management, IT, customer success, business development, pricing, strategy, and marketing functions. Mr. Fulton will not be receiving a compensation adjustment in connection with his appointment as the Company’s President, Customer Success.

Cautionary Statement Regarding Forward Looking Statements

This current report contains forward-looking statements, including, but not limited to, statements regarding the date of completion of, and expenses that may be incurred in connection with, the Company’s reorganization plan. The expectations expressed or implied in these forward-looking statements may not turn out to be correct. All forward-looking statements speak only as of the date hereof and are based on current expectations and involve a number of assumptions, risks and uncertainties that could cause the actual results to differ materially from such forward-looking statements. A further description of the risks and uncertainties relating to the business of the Company is contained in the Company’s reports filed with the SEC, including the Company’s annual report on Form 10-K for the fiscal year ended January 28, 2022, quarterly reports on Form 10-Q, and current reports on Form 8-K. The Company does not undertake to update, and expressly disclaims any duty to update, its forward-looking statements, whether as a result of circumstances or events that arise after the date they are made, new information, or otherwise.
(d) **Exhibits.** The following documents are filed herewith as exhibits to this report:

<table>
<thead>
<tr>
<th>Exhibit No.</th>
<th>Exhibit Description</th>
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<tbody>
<tr>
<td>99.1</td>
<td>Communication to employees dated February 7, 2023</td>
</tr>
<tr>
<td>104</td>
<td>Cover Page Interactive Data File (the cover page XBRL tags are embedded within the Inline XBRL document, which is contained in Exhibit 101).</td>
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</table>
SIGNATURES

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: February 7, 2023

By: /s/ Paul M. Parrish
Paul M. Parrish
Chief Financial Officer
(Duly Authorized Officer)
This year marks a turning point in Secureworks’ business transformation. On Friday, we reached the end-of-life of CTP for most of our customers, and we begin Fiscal 2024 with our core business on Taegis together with strategic consulting to create better security outcomes for our customers. Since we began this journey over five years ago, we’ve evolved how we work and organize our teams to ensure our customers’ success globally. Now, we are making additional changes to position our business for long-term success.

Reducing Our Team

Today, we are announcing the most difficult change we’ve made to date. As part of our re-organization, we are reducing the size of the Secureworks workforce by approximately 9%. These decisions are never easy, and we will continue to share details this week on why we made them and how we will inform and support our teammates.

With the end-of-life of CTP outside of Japan and our increasing success with Taegis, our business is evolving with our partners and customers in support of their security needs. This demands an agile footing, and a smaller, more focused team. We are forging a structure that emphasizes simplicity and agility, requiring fewer roles and different skillsets. This is also happening in a time when some world economies are in a period of uncertainty, and our path to profitability will be achieved in part by reducing our spending.

This decision does not reflect on the performance or contributions of those who will be leaving. The businesses we’ve exited required a different organization, and we assessed the team structure, roles, and capabilities best aligned to support our go-forward business. The roles we’re reducing reflect the outcome of that review.

We will begin communicating with affected teammates today, but in some countries, the notification process will take longer as we comply with local laws and practices. Within the next hour, teammates leaving Secureworks will receive a calendar invite to speak individually with a leader in their department and an HR business partner. In that meeting, we will provide the details of benefit packages and ongoing support to help with transitions. The final working day for departing teammates will vary by role and country, but the last day for many will be Friday, February 10. To those leaving, I want to thank you for all that you’ve invested as part of the Secureworks team, especially your time, expertise, camaraderie, and shared passion for this work. You will always be part of this community, and your future company will be lucky to welcome you. To those staying, please lend your hearts and ears to our departing teammates and respect their needs at this time. When they are ready, provide your support through your networks as well as other pathways that may be available to you.

Additionally, I’d like to share three changes to our executive leadership team.

Executive Leadership Changes

First, Paul Parrish and Barry Hensley are announcing their retirements from Secureworks.

Paul joined Secureworks shortly after we launched Taegis, bringing highly relevant experience in the SaaS space, leading similar business transformations. He’s been a valued partner, and I am grateful for his leadership. While Paul will soon retire to spend more time with his wife of 40 years and their family, he will remain with Secureworks until the end of the first quarter, May 5, 2023.

After 13 years of leadership at Secureworks, Barry Hensley is retiring from Secureworks at the end of the first quarter. Barry’s contributions to Secureworks and the security community are beyond measure. Please join me in thanking him for his leadership and expertise over the years and wishing him the best as he begins this next chapter. The Secureworks Counter Threat Unit™ is critical to how we support customers and partners. Barry will communicate shortly with more details about how we will organize the team for stronger collaboration across the company moving forward.

Additionally, Steve Fulton has been named President, Customer Success. In this role, Steve will lead a customer-centric organization comprised of software development, threat detection, product management, user design, Information Technology, global project management, and our recently combined customer success and experience teams. The intent is to form even closer ties with our customers and partners, to better secure our customers while growing our business with them.
What Happens Next

Leadership will follow up with their respective teams this week with more details for their organization. We have prepared an initial set of Frequently Asked Questions and will continue to communicate and provide opportunities for discussion, including a Companywide All-Hands next week.

Right now, our collective priority is to support teammates leaving Secureworks. I am thankful for each of your contributions to Secureworks and the security industry, and the countless organizations and individuals you’ve been a part of protecting.

Wendy