
**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): October 30, 2025



(Exact name of registrant as specified in its charter)
Customers Bancorp, Inc.

Pennsylvania
(State or other jurisdiction of
incorporation)

001-35542
(Commission File number)

27-2290659
(IRS Employer
Identification No.)

**701 Reading Avenue
West Reading PA 19611**
(Address of principal executive offices, including zip code)

(610) 933-2000
(Registrant's telephone number, including area code)

N/A
(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 obligations of the registrant under any of the following provisions (see General Instructions A.2. below):

- ☐ 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))
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Securities registered pursuant to Section 12(b) of the Act:		
<u>Title of each class</u>	<u>Trading Symbols</u>	<u>Name of each exchange on which registered</u>
Voting Common Stock, par value \$1.00 per share	CUBI	New York Stock Exchange
Fixed-to-Floating Rate Non-Cumulative Perpetual Preferred Stock, Series F, par value \$1.00 per share	CUBI/PF	New York Stock Exchange
5.375% Subordinated Notes due 2034	CUBB	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 8.01 Other Events.

On October 30, 2025, Customers Bancorp, Inc. (the “Company”) issued a press release announcing that it will redeem on December 15, 2025 (the “Series F Redemption Date”) all 3,400,000 shares of its Fixed-to-Floating Rate Non-Cumulative Perpetual Preferred Stock, Series F (the “Series F Preferred Stock”). After giving effect to the redemption on the Series F Redemption Date, no shares of the Series F Preferred Stock will remain outstanding.

A copy of the press release is attached hereto as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated herein by reference.

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Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

Exhibit	Description
Exhibit 99.1	Press Release dated October 30, 2025.

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.

CUSTOMERS BANCORP, INC.

By: /s/ Andrew B. Sachs

Name: Andrew B. Sachs

Title: Executive Vice President - General Counsel and Corporate Secretary

Date: October 31, 2025

EXHIBIT INDEX

Exhibit	Description
Exhibit 99.1	Press Release dated October 30, 2025.



**701 Reading Avenue
West Reading, PA 19611**

Contact:
Jordan Baucum, Head of Corporate Communications 951-608-8314

**CUSTOMERS BANCORP, INC. DECLARES QUARTERLY
CASH DIVIDEND ON ITS SERIES F PREFERRED STOCK AND
ANNOUNCES FULL REDEMPTION OF SERIES F PREFERRED STOCK**

(West Reading, Pa – October 30, 2025) Customers Bancorp, Inc. (NYSE: CUBI) announced that the Board of Directors has declared a quarterly cash dividend on its Fixed-to-Floating Rate Non-Cumulative Perpetual Preferred Stock, Series F (NYSE: CUBIPrF) of \$0.5726314 per share. The dividend is payable on December 15, 2025, to shareholders of record on November 30, 2025.

In addition, Customers Bancorp, Inc. is redeeming, in whole, all 3,400,000 shares (\$85.0 million) of its Fixed-to-Floating Rate Non-Cumulative Perpetual Preferred Stock, Series F (ticker "CUBIPrF") (the "Series F Preferred Stock") which had a current declared dividend rate of 9.06%.

The redemption date for the Series F Preferred Stock Shares is December 15, 2025 (the "Series F Redemption Date"). The cash redemption price, payable on the Series F Redemption Date, for each share of Series F Preferred Stock, will equal \$25. Because the redemption date is also a dividend payment date for the Series F Preferred Stock, the redemption price does not include declared and unpaid dividends. Holders of record on November 30, 2025 will separately receive the regular quarterly dividend of \$0.5726314 per share due on the Series F Redemption Date.

The redemption announced today is consistent with Customers Bancorp's ongoing efforts to enhance the efficiency of its funding and capital structure. "Our strong capital position and robust liquidity levels have positioned us to redeem this higher cost preferred stock to further optimize our capitalization and improve long-term profitability. This action, on the heels of our successful deposit franchise transformation, are significant steps in our on-going commitment to deliver shareholder value," said Sam Sidhu, President of Customers Bancorp, Inc. and CEO of Customers Bank.

After giving effect to the redemption, no shares of the Series F Preferred Stock will remain outstanding, and dividends will no longer accrue on such securities.

Computershare Trust Company, N.A. (“Computershare”) is the paying agent for the Series F Shares. The paying agent’s address is Computershare Trust Company, Attn: Corporate Actions, 150 Royall Street, Canton, MA 02021. Questions relating to the notice of redemption and related materials should be directed to Computershare via telephone at 1-800-368-5948.

For further information on the Series F Preferred Stock, please see the Statement with Respect to Shares of Fixed-to-Floating Rate Non-Cumulative Perpetual Preferred Stock, Series F, at the following web address:

<https://www.sec.gov/Archives/edgar/data/1488813/000095015916000731/ex3-1.htm>

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Institutional Background

Customers Bancorp, Inc. (NYSE:CUBI) is one of the nation’s top-performing banking companies with over \$24 billion in assets making it one of the 80 largest bank holding companies in the U.S. Customers Bank’s commercial and consumer clients benefit from a full suite of technology-enabled tailored product experiences delivered by best-in-class customer service distinguished by a Single Point of Contact approach. In addition to traditional lines such as C&I lending, commercial real estate lending and multifamily lending, Customers Bank also provides a number of national corporate banking services to specialized lending clients. Major accolades include:

- Named a Top 10 Performing Bank by American Banker for five consecutive years (2021-2025), including the #1 spot in 2024 among midsize banks (\$10B to \$50B in assets)
- No. 72 out of the 100 largest publicly traded banks in 2025 Forbes Best Banks list
- 2024 Inc. Magazine Best in Business List in Financial Services Category
- Net Promoter Score of 73 compared to industry average of 41

A member of the Federal Reserve System with deposits insured by the Federal Deposit Insurance Corporation, Customers Bank is an equal opportunity lender.

Learn more: www.customersbank.com.

