

---

---

**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): April 24, 2026**

---

**PayPal Holdings, Inc.**  
(Exact name of registrant as specified in its charter)

---

**Delaware**  
(State or other jurisdiction  
of incorporation)

**001-36859**  
(Commission  
File Number)

**47-2989869**  
(I.R.S. Employer  
Identification No.)

**2211 North First Street**  
**San Jose, CA 95131**  
(Address of principal executive offices)

**(408) 967-1000**  
(Registrant's telephone number, including area code)

**Not Applicable**  
(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 obligation of the registrant under any of the following provisions (see General Instruction 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))

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

<u>Title of each class</u>	<u>Trading Symbol(s)</u>	<u>Name of each exchange on which registered</u>
Common stock, \$0.0001 par value per share	PYPL	NASDAQ Global Select Market

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.**

On April 29, 2026, PayPal Holdings, Inc. (the “Company”) announced that, effective as of June 2, 2026, Michelle Gill will cease to serve as the EVP, General Manager, Small Business and Financial Services of the Company and Diego Scotti will cease to serve as the EVP, General Manager, Consumer Group of the Company.

In connection with Ms. Gill’s departure, the Company and Ms. Gill entered into a separation and release agreement on April 27, 2026, which provides that Ms. Gill will be eligible to receive the severance payments and benefits applicable upon a termination without cause (and not in connection with a change in control of the Company) under the Company’s Executive Change in Control and Severance Plan.

**Item 7.01. Financial Statements and Exhibits.**

On April 29, 2026, the Company issued a press release announcing the departure of Ms. Gill and Mr. Scotti. A copy of the press release is attached as Exhibit 99.1 and is incorporated herein by reference.

The information in this Item 7.01, including Exhibit 99.1, is being furnished and shall not be deemed “filed” for purposes of Section 18 of the Securities Act of 1934, as amended, or otherwise subject to the liabilities of that Section. The information in this Item 7.01, including Exhibit 99.1, shall not be incorporated by reference into any registration statement or other document pursuant to the Securities Act of 1933, as amended.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits

<b>Exhibit Number</b>	<b>Exhibit Title or Description</b>
99.1	<a href="#">Press Release dated April 29, 2026</a>
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

---

**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.

**PayPal Holdings, Inc.**  
(Registrant)

Date: April 30, 2026

/s/ Brian Y. Yamasaki

\_\_\_\_\_  
Name: Brian Y. Yamasaki

Title: Vice President, Corporate Legal and Secretary

Apr 29, 2026

## PayPal Announces Strategic Reorganization to Accelerate Growth

SAN JOSE, Calif., April 29, 2026 /PRNewswire/ -- PayPal Holdings, Inc. (NASDAQ: PYPL) today announced a strategic reorganization of its business and executive leadership team to accelerate execution of its long-term growth priorities, streamline decision-making, and drive innovation. As part of the reorganization, PayPal will transition to a simplified three-business operating model: Checkout Solutions & PayPal, Consumer Financial Services & Venmo, and Payment Services & Crypto.

The company also announced several leadership appointments:

- Frank Keller appointed President, Checkout Solutions & PayPal
- Alexis Sowa appointed interim lead, Consumer Financial Services & Venmo
- Jeff Pomeroy appointed interim lead, Payment Services & Crypto
- Antonio Lucio joins PayPal as Chief Marketing & Corporate Affairs Officer
- Anshu Bhardwaj appointed Chief AI Transformation & Simplification Officer

“To accelerate growth and unlock our full potential, we need to recommit to our fundamentals—getting much closer to the consumer, aligning the company around three strong businesses, simplifying how we work, sharpening accountability, and prioritizing operational excellence,” said Enrique Lores, President and CEO, PayPal. “By aligning our structure with our strategy in this simplified approach, we will be better equipped to drive sustainable growth and value creation for PayPal, our customers, and our shareholders.”

The **Checkout Solutions & PayPal** business will bring together the company’s consumer and merchant ecosystems under a unified strategy. **Consumer Financial Services & Venmo** will build on Venmo’s strong momentum and expand it into a broader consumer financial services platform. The **Payment Services & Crypto** division will unify the company’s processing and platform capabilities – including Braintree, SMB processing, value-added services, and crypto (including PYUSD) – into a single, scalable offering for merchants.

Diego Scotti, who served as EVP and General Manager, Consumer Group, is leaving PayPal to begin his next chapter. During his tenure, Scotti drove the acceleration of Venmo’s growth and monetization and led the launch of new products and businesses, including PayPal Everywhere, PayPal+, and PayPal Ads. Michelle Gill, who served as EVP and General Manager, Small Business & Financial Services Group, will also depart PayPal. Gill strengthened the company’s capabilities in small business, financial services, and agentic commerce by simplifying how small businesses transact across channels, expanding flexible payment options like buy now, pay later, and establishing the company’s foundation in AI-driven payment experiences.

---

The company will provide additional details on the new operating model during its earnings call on May 5.

### **About PayPal**

Creating innovative experiences that make moving money, selling, and shopping simple, personalized, and secure, PayPal empowers consumers and businesses in approximately 200 markets to join and thrive in the global economy. For more information, visit <https://www.paypal.com>, <https://about.pypl.com/>, and <https://investor.pypl.com/>.

### **Forward-Looking Statements**

This announcement contains “forward-looking” statements within the meaning of applicable securities laws relating to, among other things, the Company’s plans with respect to its business structure and operating model, and the anticipated benefits. Forward looking statements may be identified by words such as “may,” “will,” “would,” “should,” “could,” “expect,” “anticipate,” “believe,” “estimate,” “intend,” “continue,” “strategy,” “future,” “opportunity,” “plan,” “project,” “forecast,” and other similar expressions. Forward-looking statements involve risks and uncertainties which may cause actual results to differ materially from the statements made, and, accordingly, readers should not place undue reliance on forward-looking statements and information.

More information about these and other factors that could adversely affect PayPal’s results of operations, financial condition and prospects or that could cause actual results to differ materially from those expressed or implied in forward-looking statements can be found in PayPal Holdings, Inc.’s most recent Annual Report on Form 10-K, Quarterly Reports on Form 10-Q, Current Reports on Form 8-K and other filings with the Securities and Exchange Commission (the “SEC”), and its future filings with the SEC. The forward-looking statements contained in this announcement speak only as of the date hereof. PayPal expressly disclaims any obligation or undertaking to disseminate any updates or revisions to any forward-looking statements contained herein to reflect any change in the expectations with regard thereto or any change in events, conditions, or circumstances on which any such statement is based.

### **Investor Relations Contact:**

[investorrelations@paypal.com](mailto:investorrelations@paypal.com)

### **Media Relations Contact:**

[mediarelations@paypal.com](mailto:mediarelations@paypal.com)