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): May 04, 2026

Planet Labs PBC

(Exact name of Registrant as Specified in Its Charter)

California	**001-40166**	**85-4299396**
(State or Other Jurisdiction of Incorporation)	**(Commission File Number)**	**(IRS Employer Identification No.)**
645 Harrison Street, Floor 4 San Francisco, California		**94107**
(Address of Principal Executive Offices)		**(Zip Code)**

Registrant's Telephone Number, Including Area Code: 415 829-3313

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 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 $0.0001 per share	PL	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 May 4, 2026, Planet Labs PBC (the "Company") issued a press release announcing the completion of the Company's redemption of its outstanding public warrants to purchase shares of the Company's Class A common stock that were issued under the Warrant Agreement, dated March 4, 2021, by and between the Company and Continental Stock Transfer & Trust Company, as warrant agent. A copy of the press release is filed as Exhibit 99.1 hereto and is incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

Exhibit Number	Exhibit Description
99.1	Press Release of Planet Labs PBC, dated May 4, 2026
104	Cover Page Interactive Data File - the cover page XBRL tags are 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.

Planet Labs PBC

Date: May 4, 2026

By: /s/ Ashley Johnson
Ashley Johnson
President and Chief Financial Officer

Exhibit 99.1

Planet Announces Completion of Redemption of Public Warrants

May 4, 2026

SAN FRANCISCO--(BUSINESS WIRE)-- Planet Labs PBC (NYSE: PL), a leading provider of daily data and insights about Earth, today announced that the Company has completed the redemption of its outstanding public warrants (the "Public Warrants") to purchase shares of the Company's Class A common stock, par value $0.0001 per share (the "Class A common stock"), that were issued under the Warrant Agreement, dated March 4, 2021 (the "Warrant Agreement"), by and between the Company and Continental Stock Transfer & Trust Company, as warrant agent (the "Warrant Agent"), as part of the units sold in the Company's initial public offering (the "IPO"), for a redemption price of $0.01 per Public Warrant (the "Redemption Price"), that remained outstanding at 5:00 p.m. New York City time on April 27, 2026 (the "Redemption Date").

On March 27, 2026, the Company issued a press release stating that, pursuant to the terms of the Warrant Agreement, on the Redemption Date it would redeem all of the outstanding Public Warrants at a redemption price of $0.01 per Public Warrant. Of the 9,162,223 Public Warrants that were outstanding as of March 27, 2026, 9,090,913 were exercised for cash at an exercise price of $11.50 per share in accordance with the terms of the Warrant Agreement, representing 99.2% of the outstanding Public Warrants in the aggregate and resulting in aggregate cash proceeds of $104.5 million.

A total of 71,310 Public Warrants remained unexercised as of the Redemption Date, and the Company redeemed those Public Warrants for an aggregate redemption price of $713. Following the Redemption Date, the Company had 332,899,400 shares of Class A common stock outstanding, 23,493,796 shares of the Company's Class B common stock, par value $0.0001 per share outstanding and no Public Warrants outstanding.

In connection with the redemption, the Public Warrants ceased trading on the New York Stock Exchange and were delisted with the suspension of trading effective before market open on April 27, 2026. The Class A common stock continues to trade on the New York Stock Exchange under the symbol "PL."

No Offer or Solicitation

This press release shall not constitute an offer to sell or the solicitation of an offer to buy nor shall there be any offer of any of the Company's securities in any jurisdiction in which such offer, solicitation or sale would be unlawful prior to the registration or qualification under the securities laws of any such jurisdiction.

About Planet Labs PBC

Planet is a leading provider of global, daily satellite imagery and geospatial solutions. Planet is driven by a mission to image the world every day, and make change visible, accessible and actionable. Founded in 2010 by three NASA scientists, Planet designs, builds, and operates the largest Earth observation fleet of imaging satellites. Planet provides mission-critical data, advanced insights, and software solutions to customers comprising the world's leading agriculture, forestry, intelligence, education and finance companies and government agencies, enabling users to simply and effectively derive unique value from satellite imagery. Planet is a public benefit corporation listed on the New York Stock Exchange as PL. To learn more visit www.planet.com and follow us on X, LinkedIn, or tune in to HBO's 'Wild Wild Space'.

Planet Press

Claire Bentley Dale
press@planet.com

Planet Investor Relations

Cleo Palmer-Poroner
ir@planet.com

Source: Planet

# # #